

## ***At-a-Glance***

### **Proposal to Change the Composition of the OPTN Finance Committee**

[Click here to view a video summary of this proposal. \(3:03 minutes\)\\*](#)

**\*Note:** To view the video files, you will need an .mp4 player installed on your computer. QuickTime is available free as a download at: <http://support.apple.com/downloads/#quicktime>

- **Affected Bylaws:** OPTN Article VII Permanent Standing Committees; Article 7.6 Conflicts of Interest; and proposed Article 7.6 Finance Committee
- **Executive Committee**
- To improve the efficient management of the OPTN, this proposal recommends changing the composition of the OPTN Finance Committee so that it consists of members of the OPTN Board of Directors. Currently, the OPTN Finance Committee is a permanent standing committee with regional and at-large appointments, and it reports to the OPTN Board of Directors. For most organizations, financial governance begins with a finance committee that resides at the board level.
- **Affected Groups**  
This proposal recommends that the OPTN Finance Committee solely consist of members from the OPTN Board of Directors. All professionals in the transplant community who have an interest in serving the OPTN Finance Committee would be indirectly affected by this change.

Directors of Organ Procurement  
Lab Directors/Supervisors  
OPO Executive Directors  
OPO Medical Directors  
OPO Coordinators  
Transplant Administrators  
Transplant Data Coordinators  
Transplant Physicians/Surgeons  
PR/Public Education Staff  
Transplant Program Directors  
Transplant Social Workers  
Organ Recipients  
Organ Candidates  
Living Donors  
Donor Family Members  
General Public

- **Number of Potential Candidates Affected**  
The change recommended in this proposal will not affect any transplant candidates. This is an organizational change which aims to improve the efficient management of the OPTN so that all involved in the organ transplant process may be better served.
- **Compliance with OPTN Strategic Goals and Final Rule**  
The changes recommended in this proposal align with the key goal of the OPTN Strategic Plan to promote the efficient management of the OPTN.

## **Proposal to Change the Composition of the OPTN Finance Committee**

**Affected Bylaws:** OPTN Article VII Permanent Standing Committees; Article 7.6 Conflicts of Interest; and proposed Article 7.6 Finance Committee

### **Executive Committee**

**Public Comment Response Period:** September 21, 2012-December 14, 2012

### **Summary and Goals of the Proposal:**

To improve the efficient management of the OPTN, this proposal recommends changing the composition of the OPTN Finance Committee so that it consists of members of the OPTN Board of Directors. Currently, the OPTN Finance Committee is a permanent standing committee with regional and at-large appointments, and it reports to the OPTN Board of Directors. For most organizations, financial governance begins with a finance committee that resides at the board level.

### **Background and Significance of the Proposal:**

At its June 2012 meeting, the OPTN Board of Directors (the Board) developed and adopted a strategic plan for the OPTN. The strategic plan consists of six key goals, one of which is to promote the efficient management of the OPTN. Financial governance is a major component in the efficient management of the OPTN. To improve the OPTN's financial governance efficiency, it is believed that the current structure of the OPTN Finance Committee should be changed.

Currently, the OPTN Finance Committee is a constituent committee with regional and at-large appointments, and it reports to the Board. For most organizations, financial governance begins with a finance committee that resides at the board level. This proposal recommends changing the composition of the OPTN Finance Committee so that it consists of members of the Board. This change does not necessarily eliminate regional and at-large representation on the Finance Committee. Rather, the proposal only recommends changing the Finance Committee from being a constituent committee that reports to the Board, to one that is an arm of the Board, and exclusively composed of its members.

With this change, the OPTN's operational and financial decision making processes are expected to be better aligned. Currently, the Board receives biannual reports from the Finance Committee during its summer and winter meeting. As such, it is difficult to align actions of the Finance Committee and the Board, as they are distinct groups with minimal overlap. With the proposed changes, Board members that are on the Finance Committee will be more informed, and therefore better suited to interject financial considerations during Board meeting discussions.

### **Expected Impact on Living Donors or Living Donation:**

This proposal does not impact living donors or living donation. This is an organizational change which aims to improve the efficient management of the OPTN so that all involved in the organ transplant process, including living donors and recipients of live donor organs, may be better served.

**Expected Impact on Specific Patient Populations:**

The change recommended in this proposal will not affect any transplant candidates. This is an organizational change which aims to improve the efficient management of the OPTN so that all involved in the organ transplant process may be better served.

**Expected Impact on Program Goals, Strategic Plan, and Adherence to OPTN Final Rule:**

Changing the composition of the Finance Committee advances the OPTN Strategic Plan’s key goal to “Promote the efficient management of the OPTN.” As the impetus for this change is rooted solely in the advancement of this goal, the previous sections of this proposal have explained how these changes will contribute to it.

**Plan for Evaluating the Proposal:**

Not applicable

**Additional Data Collection:**

This proposal does not require additional data collection.

**Expected Implementation Plan:**

The changes recommended in this proposal will require approval by the Board, as well as HRSA. If these changes are adopted, members should make themselves aware of the new structure for the OPTN Finance Committee. Operationally, members do not need to do anything to prepare for this change.

**Compliance Monitoring:**

Not applicable.

**Bylaw Proposal:**

Proposed new language is underlined (example) and language that is proposed for removal is struck through (~~example~~).

## **Article VII: Permanent Standing Committees**

The OPTN will have the following permanent standing Committees:

- Ethics
- ~~Finance~~
- Histocompatibility
- Kidney Transplantation
- Liver and Intestinal Organ Transplantation
- Living Donor

- Membership and Professional Standards
- Minority Affairs
- Operations and Safety
- Organ Procurement Organization
- Pancreas Transplantation
- Patient Affairs
- Pediatric Transplantation
- Policy Oversight Committee
- Thoracic Organ Transplantation
- Transplant Administrators
- Transplant Coordinators

The Committees are advisory to the Board of Directors, which makes the final decisions of the OPTN. The standing Committees will provide initial review and analysis of proposed policies and initiatives based on their collective expertise and unique perspectives, and present their recommendations to the Board of Directors.

Committees may also be advisory to each other when Committee interest and expertise overlap. When Committees evaluate proposals jointly, they should present to the Board of Directors either a common recommendation or a report that summarizes the continued disagreement.

Committees may have additional responsibilities as defined by the OPTN Bylaws and Policies. Committees' role in developing policies and standards is further defined in *Article XI: Adoption of Policies* of these Bylaws.

## **7.6 Finance Committee**

In addition to the permanent standing committees listed above, the OPTN will have a Finance Committee to assist in the governance of the OPTN.

The Finance Committee will report to the Board. The Finance Committee will have members, composition, terms, and duties, as may be determined by the President in consultation with the Board of Directors. The President may appoint any number of non-voting Advisors to the Finance Committees subject to approval by the Board of Directors for terms the President may deem appropriate

### **7.67.7 Conflicts of Interest**

All OPTN ~~standing~~ Committee members must avoid conflicts of interest and the appearance of conflicts of interest. Committee members will be held to the standard for conflicts of interest as described in *Article 2.7: Conflicts of Interest* of these Bylaws.