



Policy on Organizational Arrangements Beyond Harmonization

Title: Organizational Arrangements Beyond Harmonization

Effective Date: July 8, 2010

Owner: Management Board

Date Last Reviewed: July 8, 2010

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Summary

In its founding documents and more recent strategic directions, IHTSDO has committed to facilitating use of SNOMED CT with other international standards. In most cases, this involves agreements to work towards harmonization of standards, but in some cases IHTSDO has been approached about other organizational arrangements that can best be described as mergers or acquisitions.

The Management Board has agreed that IHTSDO will listen openly when approached by organizations with related mandates and to carefully consider any proposals that they bring forward that aim to make it easier for the global community to effectively use and benefit from health information standards.

In assessing proposals, IHTSDO will consider issues such as whether the information standard(s) are within an agreed scope of products; the expressed interests of the other party in pursuing options beyond harmonization; an explicit understanding of resource implications, potential benefits, and potential risks; the existence of a favourable business case with meaningful benefits for Members and other users of SNOMED CT; and a suitable period for review of proposals by Members followed by support by the General Assembly.

Definitions

Harmonization: The Association will seek to establish and maintain optimum mechanisms and organisational structures aimed at developing and achieving a high degree of interoperability and harmonisation between SNOMED CT and standards produced by International Standards Development Organisations other than the Association (“ISDOs”).

Context

IHTSDO is committed to harmonization between SNOMED CT and standards produced by International Standards Development Organisations other than the Association. In some cases, IHTSDO has been approached about organisational arrangements that go beyond that of harmonization and can be better described as mergers or acquisitions.

The Articles of Association provides a core set of principles for any such discussions, stating that:

- 2.3.2. The Association will seek to conduct all of its activities in a prudent, responsible and ethical manner that is conducive to ensuring its long-term viability, the overall value and utility of all of its assets and, in particular, the technical and clinical fitness of the Terminology Products.
- 9.3.1. The Association will seek to establish and maintain optimum mechanisms and organisational structures aimed at developing and achieving a high degree of interoperability and harmonisation between SNOMED CT and standards produced by International Standards Development Organisations other than the Association

The Management Board has agreed that IHTSDO should listen openly when approached to proposals from organizations with related mandates to the work of IHTSDO and to carefully consider the



proposals, including the investigation of potential opportunities, taking into account available resources.

The principles under which the IHTSDO should be prepared to consider relationships with organizations related and the conditions under which the Organisation should consider becoming the governing and managing organisation are outlined below. These will ensure clarity and consistency when mergers or acquisitions are proposed to the IHTSDO.

Please note that the policy does not aim to cover all principles and conditions under which the IHTSDO will consider mergers or acquisitions. If proposals in other areas come forward, they can be addressed by the Management Board on a case by case basis.

Scope & Conditions

(1) *Scope:* IHTSDO should be prepared to consider relationships with organizations related to the following type of products other than SNOMED CT:

- Maps and other linkages between SNOMED CT and another terminology or classification, which is wanted by 20% or more of Members represented on the General Assembly;
- Another terminology for electronic record [PHR & EPR & EHR] content, which is wanted by 20% or more of Members represented on the General Assembly;
- Another terminology for electronic record [PHR & EPR & EHR] related use cases i.e. regulation or reporting for regulatory reasons, which is wanted by 20% or more of Members represented on the General Assembly;
- Classifications [that more than two Members require] and which ideally should have linkages to SNOMED CT that can be processed automatically by computers; and
- Information Architecture/Model Standards [that 20% or more of Members represented on the General Assembly require] and that make explicit the decision when and how to bind components of SNOMED CT [and other data standards] for computers to process.

(2) *Conditions:* IHTSDO should under the following conditions consider becoming the governing and managing organisation for a specific information standard:

- The information standard is within the scope of products agreed by the General Assembly and Management Board
- There is a wish from the owner of the information standard to pursue options above the level of a harmonization agreement
- The financial implications of the merger or acquisition are explicit and known
- There is a favorable business case as far as the IHTSDO and its Members is concerned
- There is at least a 3 month period available to General Assembly representatives to discuss the proposal within their jurisdiction to gain agreement to proceed including an explicit understanding of the likely financial implications, potential benefits, and risks
- There is an explicit vote by the General Assembly which may require a supermajority [see Articles1] to proceed with detailed negotiation and agreement. Please note that the Management Board/General Assembly agreed that it is important to stress that an explicit vote may require a supermajority as opposed to will require, depending on the specific area in question (e.g. if the area in question will have a specific effect on the fees beyond a 3% annual tolerance for increases, as outlined in the Articles of Association, a super majority will be required)



- The final detailed agreement requires an explicit vote by the General Assembly through, if necessary, an extra-ordinary meeting. This vote also requires super-majority.

Communications

IHTSDO will inform the Community of Practice about the Organizational Arrangements Beyond Harmonization Policy.

- A copy of this policy will be posted to the IHTSDO website.
- Instructions for making a proposal for organizational arrangements related to other information standards that go beyond harmonization will be posted to an appropriate location on the IHTSDO website (the page on harmonization). Initially, this will involve approaching the CEO or Management Board Chair regarding the proposal.

References

- IHTSDO *Articles of Association*

Document Control

This policy was approved by the IHTSDO Management Board on July 6, 2010 and is subject to regular review according to IHTSDO's policy review processes. Key stakeholders include the General Assembly.