

<b>OCINet Privacy Advisory Committee Terms of Reference</b>	
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## 1. Purpose

The Privacy Advisory Committee is intended to advise on, and make recommendations to, the CEO and Board regarding the privacy expectations of the Participants and OCINet based on evolving applicable law and best practices for processing PHI in alignment with OCINet agreements and related privacy policies.

## 2. Scope

This Terms of Reference defines the role and functions of the Privacy Advisory Committee (“PAC”) in the OCINet governance structure, including any Working Groups created to provide privacy advisory support for changes to OCINet programs or services impacting privacy.

## 3. Mission

The OCINet PAC is an advisory and recommending body to the Board and President and Chief Executive Officer on the following:

- Privacy expectations for OCINet as identified in agreements
- Privacy standards and shared policies that apply to OCINet and the Participants
- Any significant changes to OCINet solutions or services with a privacy impact or considerations for new initiatives impacting the Participants' privacy obligations
- New legislative, regulatory or industry developments related to privacy or other emerging privacy issues

The Privacy Advisory Committee will approach their mandate with the consideration of the legislative and regulatory requirements of Ontario’s *Personal Health Information Protection Act, 2004*, and the associated administrative and technical safeguards required to strengthen

compliance with privacy obligations, manage privacy risk and protect personal health information.

In fulfilling its mission, the PAC will collaborate to the extent necessary with other committees of the Board to formulate advice or recommendations dealing with privacy-related matters to be communicated through the President & CEO to the Board, Board Committee or other OCINet Committee as appropriate in accordance with their mandate.

The PAC may also support the creation of Privacy Working Groups comprised of PAC members and/or other Participant representatives as required to review and provide input on the privacy impact of program or service changes or other aspects of the PAC's mission statement.

#### **4. Membership**

OCINet's President & CEO shall be an ex officio non-voting member of the PAC

Made up of up to a maximum of 15 participants. OCINet will work with Participants to facilitate the selection of appropriate candidate representatives. Balance will be sought between hospital types (e.g., academic, community, number of beds), geographic region and participant type (e.g., hospitals and independent health facilities). Once selected, the nominated candidates will be ratified by the PAC.

Members of the committee are ex-officio, meaning they qualify for membership based on their position within a member organization. If a committee member leaves his or her position, she/he will be removed from the committee unless the committee member is moving to an appropriate position at another member organization within the same region. In that case, removal of the committee member will be at discretion of the committee as a whole. A simple majority vote may be used in this case.

The representatives shall represent the privacy office of their organization, such as Chief Privacy Officers, Managers of Privacy, or Privacy Specialists.

Additional participants may attend meetings as observers and may be invited by the Chair or the Committee to participate in the discussions.

#### **5. Terms**

Terms shall be a maximum of 3 years, with a maximum of 9 consecutive years total on the committee. After leaving the committee for a minimum period of 2 years, a former member may rejoin the PAC.

Terms will be organized such that no more than half of the committee members' terms expire each year.

Members may be removed from the committee if they are absent for 3 consecutive meetings, or more than half the meetings in any 12-month period. A majority vote by the committee is required to remove any member under this section.

Members may be removed at the discretion of the committee with a vote of two thirds of the committee in favour of such action.

## **6. Chair**

The Privacy Advisory Committee will be chaired by a representative of the OCINet Privacy Office.

## **7. Scribe**

Will be provided by OCINet to document decisions, recommendations, issues and agreed upon standards.

## **8. Reporting Relationship**

The Privacy Advisory Committee is advisory to the OCINet President & CEO, and through the President & CEO to the OCINet Board, Board Committee, or other OCINet Committee based on the scope of the advisory recommendations.

Where Working Groups are created to advise on privacy program changes such as expectations of OCINet or creation of new standards or shared policies, recommendations will be subject to PAC oversight and provided to the President & CEO.

Where Working Groups are created to inform significant changes to OCINet services involving a privacy impact including active projects to implement service or system changes, advisory input will be directed to the relevant program or project steering committee.

## **9. Decision-Making**

Any items requiring decision-making by the PAC will be identified as such in the PAC meeting agenda. The PAC meeting agenda will be circulated to PAC members and participant privacy representatives to allow representatives to provide input to the PAC for consideration.

Preferred decision-making approach will be through consensus. Not every member needs to agree with the decision of the majority, only that the majority preference is workable. Where consensus cannot be reached a vote will be held where the decision of the simple majority will apply.

Outside of the advisory role of Working Groups for active projects involving significant changes, advice and recommendations of the PAC will be provided to the OCINet President & CEO who will review first with the appropriate Board or other Committee, followed by escalation to the Board as appropriate for consideration and/or approval.

Any decisions or feedback from Committees or the Board will be communicated back the PAC and the broader group of privacy representatives.

Program or Project Steering Committees will receive advisory input of Working Groups from the OCINet Privacy Office to review and address. The Privacy Office will communicate the review outcomes to the PAC and Working Group as appropriate. Any unresolved issues may be addressed through the President & CEO to the appropriate Committees or the Board as appropriate.

Minutes of decisions and actions from PAC meetings along with any related materials not circulated in advance of PAC meetings will be circulated to all OCINet Participant privacy representatives whose contact information has been provided to OCINet.

### **10. Quorum for a Meeting**

Agenda items requiring a decision will require a quorum (50 + 1%) and will be stated on the agenda.

### **11. Frequency of Meetings**

The Privacy Advisory Committee will meet semi-annually or at the discretion of the Chair or the direction of the majority of PAC members (at least one month's notice will be given). Meetings will be targeted for May and November. Any materials to be discussed at the PAC meeting will be circulated two weeks in advance.

### **12. Amendments to the Terms of Reference**

Amendments and/or alterations to the Privacy Advisory Committee Terms of Reference require the approval of the Board.