

ORGAN PROCUREMENT AND TRANSPLANTATION NETWORK (OPTN)

BYLAWS

These Bylaws govern the structure and operation of the Organ Procurement and Transplantation Network (OPTN). By accepting membership in the OPTN, each Member agrees to comply with all applicable provisions of the National Organ Transplant Act, as amended, 42 U.S.C. 273 *et seq.*; OPTN Final Rule, 42 CFR Part 121; these Bylaws; and OPTN policies as in effect from time to time. The OPTN will conduct ongoing and periodic reviews and evaluations of each Member OPO and Transplant Hospital for compliance with the OPTN Final Rule and OPTN policies. All OPTN Members are subject to review and evaluation for compliance with OPTN policies. All such compliance monitoring is performed using processes and protocols developed by the OPTN Contractor in accordance with the contract with the Department of Health and Human Services (HHS), Health Resources and Services Administration (HRSA), to operate the OPTN (OPTN Contract).

ARTICLE VII

PERMANENT STANDING COMMITTEES

- 7.1 Enumeration of Committees.** The OPTN shall have Permanent Standing Committees on Communications, Ethics, Finance, Histocompatibility, Kidney and Pancreas Transplantation, Liver and Intestinal Organ Transplantation, Membership and Professional Standards, Minority Affairs, Organ Availability, Organ Procurement Organization, Patient Affairs, Pediatric Transplantation, Thoracic Organ Transplantation, Data Advisory, Transplant Administrators, and Transplant Coordinators. These Committees shall provide initial review and analysis of proposed policies and initiatives based upon their unique perspectives and expertise and after collection and consideration of such information as they deem appropriate, prior to presentation to the Board of Directors. Their role in developing policies and standards is further defined in Appendix C of these Bylaws; other initiatives include matters within their respective charges relevant to the field of organ procurement and transplantation. The Committees are advisory to the Board of Directors, which is responsible for final decisions of the OPTN. Committees also may be advisory to one another in cases in which Committee perspective/expertise overlap. In such cases, Committees shall be encouraged to assess proposals jointly before presentation to the Board of Directors, presenting either common recommendations or reasons for continued disagreement.
- 7.2 Composition & Term.** The members of a Permanent Standing Committee shall be appointed by the President for terms of two years, except for the Patient Affairs, Ethics, and Transplant Administrators Committees, whose members will serve for terms of three years. Committee terms shall begin immediately following the conclusion of the last regular meeting of the Board of Directors prior to July 1 of each calendar year. The President may appoint up to one-half of the members of a Permanent Standing Committee to a one-year term in order to achieve a staggered rotation. Committee members may be appointed to full successive terms when appropriate, including, for example, to allow members to continue work with which they have been involved in some unique manner without interruption. Committee members generally are appointed only to one Committee at a time but may be appointed to multiple Committees to improve communication between Committees by providing cross-representation or as otherwise determined appropriate for administration of the OPTN by the President.

Regional Representation. Each geographic region (as defined in Article IX of these Bylaws) shall be represented on each Standing Committee. Nominations for regional representatives shall be presented by the Regional Councillors to the President. Tissue typing laboratories in each region will elect a representative to serve on the Histocompatibility Committee. The Regional Councillor/Director will be notified of the selection and the Regional Councillor/Director will make the nomination to the President.

Transplant Professional and Patient, Donor, Family Member Representation. Standing Committees shall include representation by OPOs, Transplant Hospitals, and transplant coordinators, and each Standing Committee shall include at least one transplant candidate, transplant recipient, organ donor, or family member. Nominations for these positions shall be solicited throughout the year from Regional Councillors, the Principal Officers, members of the Board of Directors (including, without limitation, members who are transplant patients, transplant candidates, organ donors, and family members), other Committee members, government representatives, and the general community. Selection of possible candidates from the list of nominations shall be discussed with the President and, if deemed appropriate, the Chair of the applicable Standing Committee, and final nominations presented to the President.

Standing Committees shall, to the extent practicable, include minority and gender representation reflecting the diversity of the population of transplant candidates, transplant recipients, organ donors, and family members served by the OPTN. The Project Officer for the OPTN Contract and the Director of the Division of Transplantation within the Health Resources and Services Administration, HHS, or their designee(s), shall be included as *ex-officio*, non-voting members of the Standing Committees.

- 7.3 Committee Chairs.** The President, with approval of the Board of Directors, shall appoint for two year terms the Chair of each Permanent Standing Committee, except for the Chair of the Patient Affairs and Ethics Committees who will serve for three year terms; however, the terms of approximately one-half of the Chairs of Permanent Standing Committees shall expire each year and the President may appoint one or more Committee Chairs for a one-year term in order to achieve a staggered rotation. The Treasurer of the OPTN shall be the Chair of the Finance Committee and the Vice President (President-Elect) shall be Chair of the Membership and Professional Standards Committee. Committee Chairs may be appointed to successive terms. Each Committee Chair shall keep the Executive Director informed of the activities of their respective Committee and shall report to the Board of Directors at such times as the Board may require.
- 7.4 Meetings.** Permanent Standing Committees shall meet at such times and on such schedules as determined by the Board of Directors. Portions of meetings of the Permanent Standing Committees convened to address activities of the OPTN shall be open to the public with the exception of discussions involving confidential matters, which shall be reserved for closed sessions as appropriate and consistent with applicable laws and regulations. Such confidential matters include OPTN member admission, credentialing, monitoring, or disciplinary matters and matters involving individuals' privacy where disclosure would constitute a clearly unwarranted invasion of personal privacy. Representatives from the Federal government serving on a Committee, or their designees, shall not be precluded from attending such closed sessions of the relevant Committee meetings.
- 7.5 Conflicts of Interest.** It is the policy of the OPTN to avoid conflicts of interest and the appearance of conflicts of interest. The Permanent Standing Committees shall deal with potential conflicts of interest in the manner set forth in Article 2.9 of these Bylaws.

