

OPTN Board of Directors

Meeting Summary

June 12, 2024

Webex

Dianne LaPointe Rudow, ANP-BC, DNP, FAAN, President

Richard Formica, MD, Vice President

Introduction

The Board of Directors met via Webex on 06/12/2024 to discuss the following agenda items:

1. Welcome & Announcements
2. Modify Effect of Acceptance Policy*
3. Proposal to Establish Code of Conduct and Whistleblower Protection Bylaws*
4. Policy Oversight Committee (POC) Report to the Board
5. Nominating Committee Report to the Board
6. Membership and Professional Standards Committee (MPSC) Report to the Board
7. Closed Session

1. Welcome & Announcements

The Board met in a closed session.

2. Modify Effect of Acceptance Policy*

Lisa Stocks, Chair of the Multi-Organ Transplantation (MOT) Committee, presented the proposal to Modify Effect of Acceptance Policy. Ms. Stocks presented the proposal, the public comment analysis, post-public comment changes, and the expected implementation efforts. Colleen McCarthy, Board Policy Group Leader, shared the group's discussion and shared that the group was overall in favor of the proposal.

Summary of Discussion:

There were no questions or comments from the Board.

Vote:

By a vote of 29 approve, 0 decline, and 0 abstain, it was

RESOLVED, that changes to *Policy 5.6.D: Effect of Acceptance*, as set forth below, are hereby approved, effective July 25, 2024.

3. Proposal to Establish Code of Conduct and Whistleblower Protection Bylaws*

Dianne LaPointe Rudow, Chair of the Executive Committee, presented the Proposal to Establish Code of Conduct and Whistleblower Protection Bylaws. Dr. LaPointe Rudow presented the proposal for the Board's consideration, the public analysis findings, post-public comment changes, and the implementation considerations. HRSA shared their recommended changes to the bylaw language. Contractor staff reviewed the changes suggested by HRSA with the Board.

The changes recommended by HRSA were to:

- a) Specify that public statement authorization must be issued in advance.
- b) Strike “OPTN contractors” from the “No Retaliation” article of the whistleblower protection bylaw.
- c) Further specify the concerns that could be reported under the whistleblower protection bylaw.
- d) Add requirement of HRSA approval for Compliance Officers, OPTN Executive Director, or OPTN President to engage experts for review of reports.

Summary of Discussion:

The Board discussed the importance of having two compliance officers.

The Board also discussed all the proposed changes from HRSA. Board members were not supportive of change b) listed above. At this point in the meeting, the Board declined to adopt the proposed suite of changes from HRSA in order to continue their conversation about the proposed changes. The Board modified HRSA’s language in b) to read “Neither the OPTN nor anyone participating in the work of the OPTN”. The Board considered HRSA’s proposed changes again, inclusive of the Board’s edits to b). The Board approved these changes before taking a final vote on the proposal.

By a vote of 21 approve, 2 decline, and 3 abstain, the Board approved the changes discussed on the call.

Vote:

By a vote of 24 approve, 0 decline, and 3 abstain, it was

RESOLVED that the changes to Bylaws Article 2: Board of Directors and Article 7: Permanent Standing Committees, and Article 9: Regions: OPTN Code of Conduct; and OPTN Social Media Guidelines Language as amended; are hereby approved, effective July 1, 2024.

4. Policy Oversight Committee (POC) Report to the Board

Jennifer Prinz, Chair of the Policy Oversight Committee (POC), presented a report to the Board on the committee’s work since December 2023. Ms. Prinz presented the charge of the committee and explained that the POC engages in the project review process during the new project review, strategic plan alignment, pre-public comment review, and post-implementation evaluation. Ms. Prinz also presented the committee’s project portfolio evaluation and the strategic policy priorities. Ms. Prinz explained the POC’s involvement with these strategic policy priorities over the past six months as they relate to continuous distribution, efficient donor and recipient matching to increase utilization, and improved equity for multi-organ and single organ candidates.

Summary of Discussion:

The Board discussed how new projects align with the strategic plan and how to approach projects that do not fall under one of the strategic plan goals.

5. Nominating Committee Report to the Board

Richard Formica, Chair of the Nominating Committee, presented a report to the Board on the committee’s work since December 2023. Dr. Formica shared the committee’s work on the 2025-2026 Board and Committee Needs Assessment and the committee’s efforts to refine the Volunteer Interest Form. Dr. Formica shared that the committee refined the Volunteer Interest Form by increasing specificity for professional categories to enhance consistency across applicant reporting.

Dr. Formica explained that due to the impending changes in OPTN contracts, the Nominating Committee will not be publishing the call for nominations at this time. Dr. Formica explained that changes to Board composition are likely to happen soon. A representative from HRSA explained that once a Board support

contract is awarded, then this contractor will develop a committee to create a new Board slate, will hold a special Board election, and will determine the composition of the OPTN Board of Directors.

Summary of Discussion:

The Board asked whether anyone from the current Board would be unseated from their position due to the new contract. The Board discussed whether the OPTN could anticipate a change in the number of volunteers due to the change in composition and contract. The Board discussed whether they should consider increasing the size of the Board and OPTN committees. The Board considered that any changes in Board composition will go out for public comment, due to the compositional requirements of the Board stated in OPTN bylaws. The Board asked HRSA to provide a timeline on when they anticipate the work to begin on analyzing the composition of the Board. HRSA agreed to provide a timeline to the Board as soon as possible. The Board discussed whether the volunteer interest forms that have been submitted already will be considered in the process moving forward, or whether volunteers will have to resubmit their volunteer interest form once a new process is in place.

6. Membership & Professional Standards Committee (MPSC) Report to the Board

Zoe Stewart Lewis, Chair of the Membership & Professional Standards Committee (MPSC), provided a report to the Board on the committee's work since December 2023: committee projects, recommendations for policy improvements, increasing public disclosure, monitoring activities, and improvement activities.

Dr. Stewart Lewis presented on committee projects, including transplant program performance monitoring, performance monitoring changes to support Expeditious Task Force initiatives, OPO performance monitoring enhancements, allocation monitoring, and membership requirement revisions.

Dr. Stewart Lewis shared the committee's recommendations for policy improvements. Dr. Stewart Lewis shared policy improvements the MPSC has referred to different committees, including the Disease Transmission Advisory Committee (DTAC), the Operations & Safety Committee (OSC), the Organ Procurement Organization (OPO) Committee, and the Minority Affairs Committee (MAC).

Dr. Stewart Lewis presented the committee's work to increase public disclosure throughout the community. Dr. Stewart Lewis highlighted the MPSC resource page, annual updates to the OPTN Compliance and Evaluation page for members, regional meeting updates, and communications from the MPSC Chair to the transplant community following the committee's in-person meetings.

Dr. Stewart Lewis shared the monitoring activities the committee has worked on, including changes to operational rules, performance reviews, compliance reviews, and allocation reviews performed over the past seven years. Dr. Stewart Lewis also shared information on site survey monitoring activities, member investigations, and patient safety reporting. She shared the total composition of OPTN members, broken down into granular detail, and detailed the changes in membership from December 2023 to May 2024.

Dr. Stewart Lewis presented on improvement activities led by the MPSC. Dr. Stewart Lewis highlighted Individual Member Focused Improvement (IMFI) projects which help individual members improve through the use of quality improvement tools and custom-designed engagements to meet unique member needs. Dr. Stewart Lewis also presented on the committee's efforts on Collaborative Improvement (CI) quality-focused efforts designed to bring organizations and teams together to work on a shared improvement goal.

Summary of Discussion:

The Board discussed the potential for the MPSC to develop a special public comment proposal to change performance monitoring threshold for adults, and discussed how this project may be affected by the amount of data currently available. The Board discussed whether HRSA was supportive of the proposal as a phased approach to bylaw revisions, as it pertains to OPO performance monitoring enhancements.

The Board discussed the Executive Committee's request of the MPSC to review eGFR compliance monitoring, focused on kidney programs that did not submit any or submitted relatively few waiting time modifications. The Board also reviewed the percentage of transplanted deceased donor kidneys that were allocated out of sequence and what potentially causes these organs to be allocated out of sequence. The Board discussed the complexity that is involved when it comes to allocating kidneys out of sequence and the intricate balance between equity and utilization. The Board discussed the use of Plan-Do-Study-Acts (PDSAs) by the Expedient Task Force and that the primary goal of these studies is to increase utilization.

7. Closed Session

The Board met in a closed session.

Attendance

- **Board Members**
 - Alan Langnas
 - Andrea Tietjen
 - Andrew Kao
 - Bhargav Mistry
 - Christopher Jones
 - Christopher Woody
 - Colleen McCarthy
 - Dianne LaPointe Rudow
 - Emily Blumberg
 - Erika Demars
 - George Surratt
 - Jen Lau
 - Jerry McCauley
 - Jim Sharrock
 - Julie Spear
 - Kelley Hitchman
 - Laura Butler
 - Laurel Avery
 - Linda Cendales
 - Lloyd Ratner
 - Luis Hidalgo
 - Manish Gandhi
 - Mark Barr
 - Meg Rogers
 - Melissa McQueen
 - Michael Kwan
 - Nicole Hayde
 - Richard Formica
 - Silas Norman
 - Stuart Sweet
 - Valinda Jones
 - Wendy Garrison
 - Willscott Naugler
- **HRSA Representatives**
 - Adrienne Goodrich-Doctor
 - Aite Aigbe
 - Christopher McLaughlin
 - Jennifer Brock
- **UNOS Staff**
 - Anna Messmer
 - Cole Fox
 - Emily Womble
 - Emy Trende
 - Jacqui O'Keefe
 - James Alcorn

- Kaitlin Swanner
- Karen Wooten
- Krissy Laurie
- Lauren Mauk
- Lee Ann Kontos
- Lindsay Larkin
- Liz Robbins Callahan
- Matt Belton
- Maureen McBride
- Morgan Jupe
- Nadine Drumn
- Roger Brown
- Ross Walton
- Sarah Roache
- Susan Tlusty
- Susie Sprinson
- **Other Attendees**
 - Jennifer Prinz
 - Lisa Stocks
 - Zoe Stewart Lewis