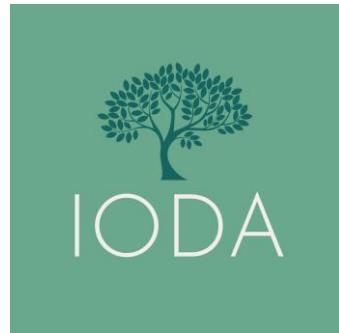


INTERNATIONAL ORTHOPAEDIC DIVERSITY ALLIANCE (IODA)

EXECUTIVE COMMITTEE TERMS OF REFERENCE



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1. PURPOSE

The International Orthopaedic Diversity Alliance (IODA) is created to improve musculoskeletal healthcare internationally by promoting equity, diversity and inclusion initiatives to create an orthopaedic workforce that reflects the diversity of the communities. Evidence strongly supports diversity and inclusion in healthcare as a vital strategy in eradicating healthcare inequities. The primary role of IODA is to provide a global forum to identify, develop, share, support, engage with and advance diversity in all facets of orthopaedic surgery.

2. MISSION

To champion diversity in all its forms to the benefit of both the orthopaedic patient and the profession.

The Executive Committee is established by members of the International Orthopaedic Diversity Alliance, as at date **TBC** 2021, to act as a leadership group for the Alliance. This document establishes the scope and role of the Executive Committee so that it may function effectively, noting that the Committee is not a separate legal entity and each member of the Committee participates voluntarily.

3. MEMBERSHIP OF THE EXECUTIVE COMMITTEE

Initial general membership of IODA commenced in late 2019 prior to the establishment of a governance structure. The nomination for membership of the inaugural International Orthopaedic Diversity Alliance Executive Committee shall be by an expression of interest from the founding members of IODA and appointed by the same. A selection panel shall be convened to select from applicants. Subsequent Executive committee positions will be circulated to all voting members and shall be elected by the voting members.

The Executive Committee composition is designed to be broadly representative of the international orthopaedic community. The Executive Committee supports equal opportunity for Committee membership.

The Executive Committee of IODA shall consist of the following officers:

President

Vice President (President-elect)

Second Vice-President (Vice-President elect)

Secretary

Treasurer

Trainee Representative

Six Regional Representatives (Africa, Asia Pacific, Europe, Latin America & Caribbean, Middle East, and North America).

The Executive Committee may co-opt officers as required. Co-opted officers shall serve a term of 12 (twelve) months but may be co-opted for a further 12 (twelve) months on review by the committee. Co-opted officers shall be non-voting members of the Executive Committee. Task-specific working groups and subcommittees may be formed as needed, under the leadership of the Executive Committee.

Terms of each of the inaugural Executive Committee members shall be determined by the committee during the first year of the appointment. Once the organization is established, the Presidential roles shall be sequentially held by a member of each region over each six-year period. The President, Vice-President (President-Elect) and Second Vice-President (Vice-President Elect) shall serve a one-year term. The other Executive Officers shall serve two-year terms. The President, Vice-President (President -Elect), Second Vice-President (Vice-President Elect), Secretary and Treasurer may not hold two consecutive terms. New non-executive offices may be created and filled at any meeting of the Executive Committee.

President

The President shall chair all meetings of IODA membership and of the Officers. Nominations shall be sought from the membership for all vacancies or new positions on subcommittees and working groups in a transparent manner via IODA communication channels. The Executive Committee shall decide on the successful candidates for these positions. Where a vote is found to be in deadlock, the President shall have the final decision. The President shall perform all other duties required of the office, while embodying the values of IODA.

Vice-President

The Vice-President shall assume the duties of the President at any time this is required, due to absence, incapacity or on request. They shall take up the duties of the President at the close of the current presidential term. The Vice President shall perform all other duties required of the office, while embodying the values of IODA.

Second Vice-President

The Second Vice-President shall take up the duties of the Vice-President at the close of the current presidential term. The Second Vice President shall perform all other duties required of the office, while embodying the values of IODA.

Secretary

The Secretary shall carry out all official correspondence of IODA. They shall keep a record of all names of all members and officers attending meetings. They shall notify candidates of their successful or unsuccessful application for membership and/or of members appointment to committees or working groups and notify the treasurer of the same. They shall transcribe and maintain proceedings of meetings. It is anticipated that the Secretary shall be supported by a paid IODA administrative assistant. The Secretary shall perform all other duties required of the office, while embodying the values of IODA.

Treasurer

The Treasurer shall be the custodian of funds and assets of IODA. They shall report to the Officers and Membership at least once a year. They shall seek and secure ethically appropriate sources of funding for the support of the work of IODA. The Treasurer shall perform all other duties required of the office, while embodying the values of IODA.

Trainee Representative

The Trainee Representative shall be nominated by the Executive Committee who shall seek expressions of interest at least 8 weeks prior to the closure of the selection date. Individuals considered for this role must be, and remain, a trainee orthopaedic surgeon for the duration of their term. The Trainee Representative shall be expected to liaise with national orthopaedic trainee organisations to represent the collective trainee voice. Each IODA Regional Representative shall, ideally, provide at least one trainee member, who shall communicate their views to the IODA Trainee Representative. The Trainee Representative shall serve for a two-year term. They shall have voting rights. The trainee representative shall perform all other duties required as may be assigned by IODA, the Officers or the President while embodying the values of IODA. The Trainee Representative shall be chosen from a different region every two years on a rotating 12-year cycle.

Regional Representatives

IODA seeks to recruit Regional Representation from as wide a geographical base as possible and particularly from regions that are underrepresented by the IODA Membership or under-resourced with orthopaedic surgeons. Regional Representatives shall serve a two-year term and cannot serve two consecutive terms.

The Regional Representatives shall have a duty to listen to and advocate for those within their geographical areas, while their ultimate duty is to the IODA. It is anticipated that Regional Executive Subcommittees shall be established as IODA grows. The Regional Representatives shall perform all other duties

required as may be assigned by IODA, the Officers or the President while embodying the values of IODA. There shall be one Regional Representative from each of the following regions who shall be elected by IODA members of the six represented regions.

- Africa
- Asia Pacific
- Europe
- Middle East
- Latin America & Caribbean
- North America

4. ANNUAL GENERAL MEETINGS

There shall be a minimum of one Annual General Meeting of IODA, the date and location shall be determined by the Executive Committee. A virtual meeting is the anticipated format during the Covid-19 pandemic with the prospect of future hybrid (face to face + virtual) meeting to include as many attendees as possible.

5. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE

The Executive Committee is convened at least three times a year, and more often as required. The President has the discretion to schedule additional meetings. Working groups or sub-committees may also hold additional meetings as needed.

An agenda for the Executive Committee meeting shall be distributed to members at least 10 working days prior to each meeting. Minutes of Executive Committee meetings are prepared by the secretary with the support of the administrative assistant. Minutes are approved by the President and distributed to Executive Committee members for ratification. A summary of the minutes shall be sent to the membership in the following quarterly e-newsletter.

A quorum for meetings of the Executive Committee is **50% of the committee members.**

Decisions made by the Executive Committee are by consensus. Where the Executive Committee is unable to reach agreement on any matter, or the issue at hand is considered to be fundamental to the direction or operation of IODA, the matter shall be referred to the IODA membership for a vote on the matter.

6. ROLES AND RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE

The Executive Committee's role is to coordinate and provide leadership for the International Orthopaedic Diversity Alliance, ensuring that it fulfils its roles and obligations as stated in objectives of IODA and its future strategic plans. The Executive Committee shall establish a 3-year strategic plan in its first year and this shall be reviewed every 3 years.

Responsibilities of the Executive Committee include:

- Stewardship of the International Orthopaedic Diversity Alliance
- Organization of meetings of the members and educational events
- Management of funding arrangements, including decisions on any funding and sponsorship proposals

- Communications management, including representation and spokesperson roles
- Administration of all documents produced by the IODA
- Maintaining at all times the focus of IODA on its agreed objectives.

7. ADMINISTRATIVE SUPPORT

Funding for administrative support shall be sought once a governance structure has been established. The desired administrative support would include the provision of an agenda for each meeting, circulation of supporting papers (after approval from the President) preparation and maintenance of meeting minutes, production & circulation of a quarterly e-newsletter & webinar meeting support. Administrative support is essential as the first contact for all enquiries, communication and activities of IODA.

8. CONFLICTS OF INTEREST

Executive Committee members are required to declare any conflicts of interest at the commencement of each meeting or before discussion of the relevant agenda item or topic, which will be appropriately noted. In this context, a conflict of interest is an interest that is, or could be perceived to be, in tension with the goals of the International Orthopaedic Diversity Alliance.

If a member conflict is declared, the IODA President will decide whether the member should be excluded from deliberations and/or decisions.

9. EVALUATION AND REVIEW

These IODA Terms of Reference may require amendment as the need arises. Changes to the IODA terms of reference must be communicated to the membership at least six weeks prior to the Annual General Meeting. Decisions

shall be by electronic voting of the membership with a majority vote required to amend the terms of reference.

Committees and further positions within IODA will be created as and when required by the Executive and in consultation with IODA membership. The IODA Executive Committee will undertake review of its function, structure and efficiency at every 3-year Strategic Planning session.

