

Canadian Nephrology Trials Network / Réseau Canadien d'essais Cliniques en Néphrologie (CNTN/RCEN)

EXECUTIVE COMMITTEE TERMS OF REFERENCE

Date: January 8, 2019

Purpose

The Executive Committee is responsible for the overall strategic leadership and governance of the Canadian Nephrology Trials Network /Réseau canadien d'essais cliniques en néphrologie (CNTN). The CNTN is a pan-Canadian bilingual network of research nephrologists that was initially established to foster the design and conduct of multi-centre, prospective research, particularly randomized controlled trials, in nephrology. Funded first by the Canadian Kidney Knowledge Translation and Generation Network in 2011 and then supported by the Canadians Seeking Solutions, and Innovations to Overcome Chronic Kidney Disease (Can SOLVE CKD) Network as a key core infrastructure. The CNTN has four broad goals:

1. To improve the scientific **design** of randomized controlled trials and prospective clinical research in nephrology lead by Canadians,
2. To improve the ability to **conduct** randomized controlled trials and prospective clinical research in nephrology lead by Canadians through training and capacity building initiatives ,
3. To enhance the **engagement** of groups in Canada not commonly engaged in the design and conduct of randomized controlled trials and prospective clinical research including community nephrologists and patients, and
4. To enhance the engagement of **international** nephrology groups also conducting randomized controlled trials and prospective clinical research.

Accountability

The Executive Committee is accountable, through its co-chairs, to the Steering Committee of Can-SOLVE CKD. CNTN will provide written progress updates (including financials) on annual basis, to coincide with reporting requirements of Can-SOLVE CKD and will provide quarterly updates to the Steering Committee.

Duties

Members of the Executive Committee will:

- Provide strategic leadership and governance to the Network, evaluate progress and recommend mitigation strategies as necessary in order to keep activities on track and within budget.

- Review and approve annual work plans and budgets, including the overall operating budget for the Network.
- Oversee the development of annual reports to funders, including CIHR, and other partners.
- Work with funding partners to identify new opportunities for future projects or programs.
- Communicate and promote CNTN / Can-SOLVE CKD objectives and activities both internally within ones' own network or organization and externally to other partners, stakeholders and funders.
- Attend and participate in CNTN teleconferences and face-to-face meetings throughout the year. To maintain an Executive Committee position, it is expected Committee members participate in at least 70% of teleconference meetings and 50% of face-to-face meetings barring extenuating circumstances.

Co-Chairs

The Executive Committee will be co-chaired by a researcher and patient partner.

The co-chairs are responsible for:

- Ensuring the integrity of the Executive Committee meeting processes and in particular ensuring that policies and processes regarding confidentiality, protection of privacy, and conflict of interest are strictly maintained.
- Maintaining a positive working relationship with committee members.
- Approving the draft agenda for each meeting.

Membership

The CNTN recognizes that its goals are most likely to be achieved by fostering a research community that is broadly inclusive of researchers, health care providers and patients and family members affected by kidney disease. As such, the Executive Committee of the CNTN will strive to include members from all groups.

Membership of the CNTN Executive Committee will therefore include:

- CNTN/RCEN Committee Leads (6- 3 patient partners and 3 researchers)
- CNTN/RCEN Members at Large (6)
- Can SOLVE CKD Leadership Team Representative (ex officio – non-voting)
- CNTN/RCEN Project Coordinator (ex officio – non-voting)

The members of the Executive Committee will have expertise and/or experience in the design and conduct of randomized controlled trials as a requisite. The Patient Partners will be provided with orientation to scientific underpinnings of randomized controlled trials and prospective clinical research and work closely with the co-chairs to help contextualize their unique perspectives and improve the ability of all Executive Committee members to discuss issues comfortably.

The members will include representation from all the geographic regions of Canada and experience in various areas of kidney disease. At least one member will also sit on the Can-SOLVE CKD Indigenous Peoples' Engagement and Research Council (IPERC).

Executive Committee Selection and Term

There are 3 CNTN committees and each shall be co-led by a researcher and a patient partner. Expressions of interest will be called for to fill the roles initially, and whenever a vacancy presents. Specific skill sets will be posted to reflect the needs of each committee and appropriate candidates appointed by the Can-SOLVE CKD leadership team. A similar process will be followed to populate the executive committee initially, as well as when a vacancy exists.

The executive committee co-chair positions will be rotated between the members of the CNTN Executive Committee. The co-chairs will include one researcher and one patient partner. They will serve a 12 month staggered term as co-chairs.

The term for executive committee members will be 2 to 4 years depending on their roles and capacity. Upon request, the term can be renewed for an additional 2 years. For the inaugural executive committee, the individuals will be assigned a term of 2, 3 or 4 years to allow for staggering membership. No more than one third of the committee may be changed at any time and any change should occur with a clear rationale and transition plan to ensure continuity.

Executive committee membership will be evaluated on an annual basis and participation confirmed.

Meeting Frequency and Rationale

The Executive Committee will meet at minimum on a quarterly basis to discuss the operations and activities of the CNTN. Adhoc meetings may be called at the discretion of the co-chairs.

Operational Protocol

- Meetings will be held by teleconference with at least two face to face meeting per year, one to be held in conjunction with an existing meeting or conference and others as needed.
- If a committee member cannot attend a meeting s/he may provide comments/feedback prior to the meeting via email to the co-chairs for inclusion in discussions.
- Proxy votes are acceptable via email as long as they are received by the co-chairs prior to the meeting start.
- The committee shall at all times strive to reach a consensus for resolutions, but in cases where consensus is not possible, voting for a majority decision will be conducted.
- A quorum shall be 50 percent of total members, plus 1 member. There must be at least 2 patient partners present for quorum.
- All members shall have one vote, with the co-chairs voting only in the event of a tie.
- If a resolution results in a tie, and remains as such following the vote of the co-chairs, then the proposed resolution shall not pass.
- A resolution consented to in writing, whether by document, fax, email or any method of transmitting legibly recorded messages by a quorum (50%) of the members of the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee duly called and constituted. Such resolution may be in two or more counterparts, which together shall be deemed to constitute one resolution in writing.
- Time and duration of meetings will be determined by the co- chairs
- Agenda packages will be circulated by the secretariat on paper and/or electronically to members no later than three days in advance of meetings.

- These terms of reference will be reviewed on an annual basis to ensure ongoing relevance.

Secretariat

The CNTN Project Coordinator, or designate, will provide secretariat support for committee meetings including preparation of agendas, meetings materials, and minutes.

Records

All documents pertaining to the Executive Committee shall be maintained centrally in the Networks' document management system.

Confidentiality

The undersigned member of the Executive Committee understands that certain types of Confidential Information may be disclosed. The undersigned therefore agrees as follows:

- a) All materials and information supplied by, or on behalf of, the Network, or which are otherwise received in my capacity as a member of the Executive Committee, whether disclosed in written, graphic, photographs, recorded, projected or verbal form, shall be regarded as "Confidential Information". This includes all information submitted as part of a grant or award application.
- b) I shall neither disclose such Confidential Information for my own personal gain or benefit or for any purpose other than in connection with the activities of the Network. I shall protect and maintain confidential any information divulged during the work of the Network.
- c) Confidential Information shall not be reproduced in any form.
- d) Any Confidential Information in my possession, including electronic and paper records, shall be securely stored at all times.
- e) In the event that meetings of the Network are held by tele or video conference, I shall make every reasonable effort to ensure that a secure line is used for the conference and that no third parties can listen to the proceedings.
- f) The above provisions of confidentiality shall not apply to Confidential Information which:
 - At the time of disclosure is published or is otherwise in the public domain, or
 - After disclosure becomes part of the public domain otherwise than through a breach of this agreement, or
 - Was demonstrably known to me prior to receipt and was not acquired directly or indirectly from the Network.
- g) At the end of my term on the Network, all Confidential Information in my possession will, at the co-chairs' discretion, be returned or securely destroyed.

Conflicts of Interest

I understand that members of the Executive Committee are expected to conduct themselves in an appropriate manner, i.e., use of their positions cannot be reasonably construed to be for their private or professional gain, or that of any other persons or organization, and a real, apparent or potential conflict of interest exists when my personal or financial interests affect, and may be perceived to affect, my objectivity and indeed, it's very appearance.

As a member of the Executive Committee, I will avoid all real or apparent conflicts. In the event that a real, apparent or potential conflict of interest arises or is discovered or recognized, I will make immediate full disclosure of the nature and scope of this conflict to the co-chairs, or, in the event of a conflict involving the co-chair(s), to the chair of Can-SOLVE CKD Steering Committee.

I recognize that situations giving rise to possible conflicts of interest include, but are not limited to, the following circumstances:

- a) I have a financial or personal interest in a directly competing institution or company
- b) I have a financial or personal interest in a product (e.g. drug or device) being evaluated by the Network

I understand that circumstances may arise whereby a study that I have a leadership role in is under review by the CNTN Peer Review Panel. As such, I may participate in the discussion, provide information and make recommendations, but must abstain from voting in these circumstances.

I, undersigned, have read and understood the role of the Executive Committee and the provisions regarding Confidentiality and Conflict of Interest and agree to adhere to the conditions described in this document.

Signature

Printed name

Date

ORIGINAL APPROVED:

REVIEWED:

REVISIONS APPROVED: