



# DHB Bylaws: Proposed Amendments

DHB Bylaws Work Group  
Adil E. Shamoo, PhD, Chair

**DHB Meeting  
08 June 2010**



# Outline

- Membership
- Meetings Held
- Proposed Amendments



# DHB Bylaws Work Group Membership

- Dr. Adil Shamoo
- Dr. Dennis O'Leary
- Dr. Edward Kaplan
  
- With input occasionally from: Dr. Wayne Lednar
- Ms. Christine Bader, Director of DHB
- Olivera Jovanovic, MPH



# Meetings Held

- Teleconference 12 March 2010
- Teleconference 14 May 2010
- Teleconference 17 May 2010
- Meeting with WHS 23 March 2010



# Proposed Amendments: Overview

- Addition of new sections and paragraphs
- Inclusion of DFO approval component where required
  - Approval of Board-initiated examinations
  - Approval of requests from DoD
  - Requests for membership termination
- Modification of existing language



# Proposed Amendments: New Sections and Paragraphs

- Involuntary Termination
- Code of Conduct and Conflict of Interest
- Evaluation of Continuing Need for Subcommittee
- Amendment Process for Board Bylaws



# Proposed Amendments: Modification of Existing Language

- Board and Subcommittee Member Nominations and Appointments
- Board President
- Board Vice-Presidents
- Executive Committee
- Board Member Duties



# Proposed Amendments: Modification of Existing Language (Continued)

- Process for Board- and Subcommittee-Initiated Examinations
- Subcommittee Membership and Appointment
- DoD Request Process for Board Recommendations



## Article II §2: Nominations and Appointments

- The Board may suggest nominees for Board and Subcommittee member positions to be forwarded to the ASD(HA) for consideration. Nominations and appointments to the Board and its Subcommittees are conducted in accordance with FACA.



# Article II §3, Paragraph D: Terms of Office

## **New Insertion:**

- The Board can recommend the removal of any DHB officer or member to the ASD(HA). The decision to terminate any DHB officer or member rests with the Secretary of Defense. The Board President, and Subcommittee Chair, if relevant, will ensure that written requests for membership termination to the Board and/or any of its Subcommittees based on failure of said members to carry out the duties and responsibilities as indicated in the Bylaws, are submitted to the DFO for consideration.



## Article II §4: Board President

- The Secretary of Defense, based on the recommendation of the Under Secretary of Defense for Personnel and Readiness (USD(P&R)), shall appoint the President of the Board from the Board membership. **The USD(P&R) prior to his recommendation may consult the Board membership.** No Board member shall serve more than two consecutive two-year terms of service as Board President.



## Article II §5: Board Vice-Presidents

- The Board shall select from within its membership a First Vice-President and a Second Vice-President. The First Vice-President shall undertake the duties of the President in his/her absence, or as requested by the President. The Second Vice-President may fulfill this role as necessary.



## Article II §6: Executive Committee

- Consisting of the Board President, Vice-Presidents, and standing Subcommittee Chairs, the Executive Committee shall review the Board's strategic plan, the selection process for the Board President and Vice-Presidents, as well as items presented to the Board for consideration. Following DFO approval, the Board President upon consultation with the Executive Committee will accept or reject an item presented to the Board for examination.<sup>13</sup>



# Article III §1, Paragraph A: Board Member Duties

- Board members are expected to attend all Board meetings. The Board President will review the members' continued participation and make appropriate recommendations to the government. Board members are also expected to participate in Subcommittee activities appropriate to their specific subject matter expertise. If the government asks the Board to examine a particular issue, the Board must decide if it has the ability to address the topic. If the Board concurs, then the government issues the task. During the examination process, the Board President must determine if the resources available are adequate and sufficient for the Board to conduct an appropriate examination. If existing members have the expertise to address an ad hoc issue, the Board President so indicates and assigns appropriate Board members to examine the topic. **If additional Subcommittee members are needed, these individuals must be appointed by the Secretary of Defense to the Subcommittee tasked with the assignment.**



# Article III §1, Paragraph E: Board Member Duties (Continued)

- In consultation with the DFO, and consent of the Board President in consultation with the Executive Committee, the Board can directly deliberate issues and conduct Board-initiated examinations to provide the DoD with advice and recommendations so long as these reviews do not expend existing Board funds. Requests for DFO approval of these examinations will be submitted in writing and include appropriate justification demonstrating the need or rationale for a particular analysis to be conducted by the Board. The Board, through the President, **may** also refer approved items to one of its existing Subcommittees. When appropriate, the Board President, in consultation with the DFO, **may** establish an ad-hoc subcommittee consisting of existing Board members in order to address a specific issue requested by the government.



# Article III §4, Paragraph A: Code of Conduct

## **New insertion:**

- All members of the Board and its Subcommittees shall be held to the highest ethical standards of conduct and shall be free of any conflict of interest in the deliberation of any matter before the Board. A person shall be deemed to have an “interest” in a contract or other transaction if he or she or his or her spouse or significant other is the party (or one of the parties) contracting or dealing with the Board, or has a significant financial or influential interest in the entity contracting or dealing with the Board.



# Article IV §1: Subcommittee Definition

## New insertion:

- The Executive Committee **may** evaluate a Subcommittee for its continuing need if it has neither met nor had any activity in support of DoD for nine months, and **may** subsequently suggest to the Board as a recommendation to the ASD(HA) that the Subcommittee be sunseted or disbanded. If so approved, the Board will make that recommendation to the ASD(HA).



## Article IV §2: Subcommittee Membership and Appointment

- Subcommittee members and consultants who do not currently serve on the Board are appointed by the Secretary of Defense. **Subcommittee members shall serve no more than four years.** The Board President **may** assign Board members to standing Subcommittees and designate the Chairs of such Subcommittees unless determined otherwise by the Secretary of Defense. Subcommittee members, subject matter experts, and consultants who are not Board members are recommended by the Subcommittee Chair and/or Board members in consultation with the Board President and Vice-Presidents and are appointed by the Secretary of Defense following ASD(HA) nomination.



# Article V §3: Requests

## Paragraph A:

- Requests from DoD for Board advice and recommendations are made through the ASD (HA) or his/her designee.

## Paragraph B:

- Members of the Board and its Subcommittees **may** bring issues or topics to the attention of the DHB President for the Board's potential consideration.



# Article V §4: Board-Initiated Examinations

- The Board can initiate an examination of a DoD health-related issue, **without committing government funds**. Members **may** bring an issue to the attention of the Board through the President, and request information from the DoD to facilitate its deliberations of approved topics for examination. Consistent with other Board business, the Board President **may** refer an approved issue to an existing Subcommittee for further research and investigation. If the Board deems the matter under consideration appropriate and within the scope of its charge, it **may** issue recommendations or a report to the DoD.



**Questions?**