

# Terms of Reference for the Whistleblowing Committee of Transform Health

## Background

Transform Health is a global coalition that aims to harness the potential of digital technology and the use of data to achieve universal health coverage (UHC) by 2030. Transform Health was set up in 2020 to address some of the wider challenges that impact the digital health ecosystem. The coalition was set up as an Association in Switzerland that is led by the Executive Committee. The day-to-day operation of the coalition is overseen by the Enabling Function (i.e. the secretariat) under the leadership of the Executive Director.

## Purpose

The Whistleblowing Committee is responsible for overseeing the implementation of the [Whistleblowing Policy of Transform Health](#), ensuring a safe and confidential process for reporting concerns or wrongdoing within Transform Health. The committee safeguards transparency, integrity, and accountability, aligning its actions with the Articles of Association and Transform Health's risk management, due diligence, and operational policies. The committee reports to the Executive Committee.

These TORs are contained within the Operations Manual of Transform Health and the Governance Charter of the organisation.

## Composition

The committee will consist of:

**Two Transform Health Board Members:** These members are not employees of Transform Health and will be responsible for impartial oversight of whistleblowing processes.

## Roles and Responsibilities

### 1. Oversight of Whistleblowing Policy Implementation

- **Ensure Compliance:** The committee is responsible for ensuring that Transform Health's whistleblowing policy is implemented effectively across the organisation.
- **Risk Management:** The committee will ensure that risks arising from whistleblower reports are included in the organisation's Risk Register and are addressed.

### 2. Receiving Whistleblower Reports

- **Confidentiality Assurance:** The committee will maintain strict confidentiality for whistleblowers throughout the reporting and investigation processes, ensuring protection from retaliation.
- **Report Receipt:** The committee will act as the designated recipient for whistleblower reports. Reports can be submitted directly to either of the board members, who will ensure impartial handling. In order to facilitate communication of reports, the existence of this committee as well as an email address by which such reports can be filed, will be shared via the organisation's website.

### 3. Assess and Investigate Oversight

- **Initial Assessment:** Upon receiving a whistleblowing report, the committee will conduct an initial assessment to determine if the matter requires further investigation. The committee will take a cost-effective approach, taking into consideration that Transform Health is a small organisation with limited resources. As much as possible, issues that arise will be dealt with through internal processes and mediation.
- **Investigative Process:** The committee will ensure that independent investigations are carried out impartially, particularly in cases of conflict of interest or serious allegations, involving external parties when necessary.
- **Reporting:** Findings from investigations must be documented and shared with the Executive Committee for appropriate action.

### 4. Monitoring and Follow-up

- **Risk Mitigation:** After the investigation, the committee will ensure that appropriate measures are taken to mitigate risks identified through the

whistleblowing process.

5. **Reporting to the Executive Committee**

- **Regular Updates:** The committee will provide regular updates to the Executive Committee on whistleblowing cases and outcomes, ensuring transparency and accountability.

6. **Policy Review and Recommendations**

- **Policy Updates:** The committee will periodically review the effectiveness of the whistleblowing policy (as outlined in the [Governance Charter](#)) and recommend any updates or improvements to the Executive Committee.

**Meeting Frequency**

- The Whistleblowing Committee will meet on a **needs basis**, triggered by the receipt of whistleblower reports or when necessary to review ongoing investigations and outcomes.

**Quorum**

- A quorum will consist of both board members. In the event of a tie, the Executive Committee President may be asked to cast a deciding vote.

**Amendments to the TOR**

- Amendments to this Terms of Reference may be made by the Whistleblowing Committee with the approval of the Executive Committee, in line with the Association's Articles of Association.