



**TERMS OF REFERENCE  
(TOR)**

**FOR**

**THE HEALTHCARE PROVIDER FORUM**

**OF**

**NAMAF**

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## 1. DEFINITIONS

1.1. **“Act”** means the Medical Aid Funds Act, 1995 (Act 23 of 1995) and the regulations made thereunder.

1.2 **“Healthcare Provider Forum”** means the Healthcare Provider Forum established in Clause 2.

1.3 **“CEO”** means the Chief Executive Officer of Namaf appointed in section 12 (g) read with section 19 of the Act, 1995.

1.4 **“Forum”** means a platform created for group of people with similar interests to exchange ideas and discuss issues.

1.5 **“Healthcare Provider Forum”** means a Forum of Healthcare Providers to whom Namaf has allocated a practice number as contemplated in regulations 5 of the Regulations made under the section 44 of the Medical Aid Funds Act, 1995 (Act No. 23 of 1995) and who are registered and authorised to practice under the –

(a) the Allied and Health Professions Act, 2004 (Act No. 7 of 2004);

(b) the Medical and Dental Act, 2004 (Act No. 10 of 2004);

(c) the Pharmacy Act, 2004 (Act No. 9 of 2004); and

(d) the Nursing Professions Act, 2004 (Act No. 8 of 2004).

1.6 **NAMAF**” means the Namibian Association of Medical Aid Funds established in terms of Section 10 of the Medical Aid Funds Act, 1995 (Act No. 23 of 1995).

1.7 **“MC”** means the Management Committee established in terms of Section 13 (1) of the Medical Aid Funds Act, 1995.

1.8 **“Stakeholder”** means groups of people or entities with an interest in Namaf who are likely to be affected by the actions of Namaf, or whose actions can impact the operation or core objects of Namaf.

1.9 **“Private practice”** means the conduct of professional practice, including the treatment of patients and provision of health services to members of registered

medical aid funds for personal profit as defined in section 1 of the Hospitals and Health Facility Act, 1994 (Act No. 36 of 1994).

## **2. INTRODUCTION**

- 2.1 Namaf is an administrative body and as such takes administrative decisions that may affect the rights and interests of its key stakeholder.
- 2.2 To ensure proper governance of stakeholders, the Management Committee created the Healthcare Provider Forum as a stakeholder engagement platform for all healthcare practitioner in private practice to whom a Namaf Practice Number has been allocated as contemplated in Regulation 5 of the Regulations made under section 44 of the Medical Aid Funds Act, 1995 (Act No. 23 of 1995).
- 2.3 The Healthcare Provider Forum is vital to the success of Namaf's strategy and protection of members of Medical Aid Funds. As such, the Healthcare Provider are a unique stakeholder group is likely to be impacted (positively or negatively) by resolutions of the Management Committee and hence the need for shared values.
- 2.4 As a stakeholder group, deliberations of the Healthcare Provider Forum shall not reduce the individual and collective responsibilities of MC members in respect of their fiduciary duties and responsibilities and they must continue to exercise due care and judgment in accordance with their legal obligations.

## **3. PURPOSE**

- 3.1 The main role and purpose of the Healthcare Provider Forum shall be to:
- 3.1.1 Exchange ideas;
  - 3.1.2 Discuss issues pertaining private Healthcare Providers;
  - 3.1.3 Serve as a platform for consultation by Namaf on all matters that affects private Healthcare Provider, members and Funds;
  - 3.1.4 Serve as a platform for seeking consensus but not enter into agreements that has the potential to thwart provisions of the Competition Act, 2003 (Act No. 2 of 2003); and
  - 3.1.5 Support the Management Committee towards fulfilling its mandate to promote, encourage and coordinate the establishment, developing and functioning of medical aid funds in Namibia.

## **4. POWERS**

- 4.1 The Healthcare Provider Forum shall:

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- 4.1.1 have no governance or executive powers or authority.
- 4.1.2 not perform any management function or assume any management responsibility.
- 4.1.3 have no final decision-making powers and may only make recommendations to MC.

4.2 The Healthcare Provider Forum has the following powers:

- 4.2.1 To investigate any activity within the scope of its mandate;
- 4.2.2 To advise MC on any matter referred to it;
- 4.2.3 To make recommendations to MC in respect of any matter considered by it within its mandate; and
- 4.2.4 To determine its own meeting procedures.

## **5. RESPONSIBILITIES**

- 5.1 The Healthcare Provider Forum shall perform all the functions as is necessary to fulfil its role and purpose and has the following specific responsibilities, namely to:
  - 5.1.1. Formulate draft position papers with respect to issues pertaining to the curbing of wastages, misuse, abuse, overuse, fraud and related matters within the medical aid funding industry for consideration by MC.
  - 5.1.2. Identification of strategic issues / matters which are not properly regulated and propose intervening regulatory frameworks aimed at addressing such loopholes.
  - 5.1.3. Consider the functional and/or operational implications of all proposed amendments to the Medical Aid Funds Act,1995 and regulations and provides their input for consideration by MC.
  - 5.1.4. Actively participate in the execution of the industry and organisational risk management framework and/or draft industry and organisational risk

management standards, including but not limited to the following matters:

5.1.4.1. Imperfect, incorrect, and asymmetric information in the medical aid fund industry; and

5.1.4.2. Deficiencies and unintended consequences of the regulatory framework applicable to medical aid funds.

5.1.5. Any other related matter as may be delegated by MC.

5.2. The Healthcare Provider Forum shall have access to all information it needs to fulfil its responsibilities.

## **6. COMPOSITION**

The Healthcare Provider Forum shall consist of private Healthcare Providers who are nominated and fielded by their respective Professional Associations and all other interested private healthcare providers are not members of any professional association to whom a practice number has been allocated by Namaf.

## **7. TERM OF OFFICE**

7.1. The term of office of the members of the Healthcare Provider Forum shall be indefinite.

7.2 A person shall cease to be a member of the Healthcare Provider Forum, when he/she:

7.1.1. Resigns as a member of the Professional Association of healthcare provider; or

7.1.2 Is withdrawn or replaced by the fielding professional healthcare Provider Association.

7.2. MC may subject to rules of natural justice remove a person as a member of the Healthcare Provider Forum if he/she brings Namaf or the private medical funding industry in disrepute.

## **8. VACANCIES**

Vacancies arising on the Healthcare Provider Forum shall be filled automatically by the person fielded or nominated by any Professional Association of Healthcare Providers as a member of the Forum.

## **9. CHAIRPERSON**

The Manager: Stakeholder Relations and Communications or any person appointed by the Chief Executive Officer shall be the Chairperson of the Healthcare Provider Forum.

## **10. ATTENDANCE AT MEETINGS**

10.1. The Healthcare Provider Forum may invite any person to attend a meeting of the Forum based on that person's expertise or experience.

10.2. If such a person must be remunerated, the MC shall approve his/her attendance of the Healthcare Provider Forum meeting(s) and remuneration.

10.3. The Healthcare Provider Forum members must attend all scheduled meetings of the Forum, including meetings called on an *ad hoc-basis* for special matters, unless prior apology has been submitted to the chairperson or the secretariat.

10.4. Any member of MC who is not a member of the Healthcare Provider Forum may attend any meeting of the Healthcare Provider Forum, but such a person shall have no voting rights and shall not be remunerated.

10.5. Other staff members, contractors and/or consultants of Namaf may attend meetings of the Healthcare Provider Forum by invitation of the CEO and partake in the deliberations, but they shall have no voting powers.

## **11. FREQUENCY OF MEETINGS**

11.1. Meetings of the Healthcare Provider Forum shall be held at least 4 (four) times a year.

11.2. Meetings should be organised so that attendance is maximised.

11.3. The Chairperson of the Healthcare Provider Forum may convene special meetings in addition to the scheduled meetings at any time should that be required in the circumstances.

## **12. SECRETARIAT**

- 12.1. The Chief Executive shall designate an employee who shall provide secretarial services to the Healthcare Provider Forum.
- 12.2. The secretariat is responsible for the preparation and distribution of agenda packs and the recording of the minutes of all Healthcare Provider Forum meetings.
- 12.3. The notice of each meeting of the Healthcare Provider Forum, confirming the venue, time and date, and enclosing the agenda to be discussed with accompanying documentation and sufficient information to enable members to prepare for the meetings, shall other than under exceptional circumstances be sent by the secretariat to each member of the Healthcare Provider Forum not less than 7 (seven) business days prior to the date of the meeting to enable the members to prepare sufficiently for meetings.

## **13. MINUTES**

- 13.1. Minutes of the Healthcare Provider Forum meetings shall be circulated to the Chairperson within 10 (ten) business days after the meeting and, once approved by the chairperson, to all members of the Forum.
- 13.2. The minutes of the meeting shall be formally approved at the next scheduled meeting of the Administrator Forum and entered into the minute book.
- 13.3. Where a recommendation to the MC has made by the Healthcare Provider Forum, a report of the Chairperson of the Healthcare Provider Forum shall be drawn the minutes of the Forum and included in the agenda pack of the next MC meeting.

## **14. QUORUM**

A quorum for the transaction of business by the Healthcare Provider Forum shall be 50% plus one of the members of the Forum.

## **15. MEETING PROCEDURES**

The Healthcare Provider Forum may determine its own meeting procedures and processes subject to any requirement included in these Terms of Reference, including whether to conduct a meeting in person or by electronic means.



## **16. DECISION-MAKING**

- 16.1. All members of the Healthcare Provider Forum have voting rights.
- 16.2. The chairperson of the Healthcare Provider Forum has a casting as well as a deliberative vote.
- 16.3. A majority decision of the quorum of each meeting shall pass as a decision of the Forum.
- 16.4. The Healthcare Provider Forum may, subject to the participation of sufficient members to form a quorum, discuss and resolve matters virtually, electronic conferencing means or round robin and may adopt decisions by majority vote.
- 16.5. Persons in attendance at the Healthcare Provider Forum meetings by invitation have no voting rights.

## **17. REMUNERATION**

Save for experts invited to attend Healthcare Provider Forum meetings from time to time, attendance of the Forum meetings does not attract remuneration or any other allowances.

## **18. REPORTING**

- 18.1. The Healthcare Provider Forum shall submit formal written reports on its activities to MC, including relevant findings and recommendations as the Forum deems appropriate.
- 18.2. The Chairperson of the Healthcare Provider Forum or in his/her absence any other member of the Forum to whom the responsibility is delegated shall also verbally report and respond to any questions relating to the work of the Forum at MC meetings.

## **19. PERFORMANCE REVIEW**

- 19.1. The Healthcare Provider Forum may undertake a self-evaluation of its own performance and effectiveness, at least annually, to make improvements or enhancements to its operations, where necessary.
- 19.2. The evaluation shall be structured and supervised by the Chairperson of the Healthcare Provider Forum and its results discussed by the Forum and reported to MC.

## **20. CONFIDENTIALITY**

All information obtained by virtue of a person's membership of the Healthcare Provider Forum meetings and all discussions at Forum meetings shall be confidential subject to the provisions of these Terms of Reference and the requirements of the law.

## **21. REVIEW OF THE TERMS OF REFERENCE**

The Healthcare Provider Forum shall every three (3) years or as the need arises review its Terms of Reference and make recommendations to MC regarding any proposed changes, if applicable.