Terms and Conditions for

Health Information Exchange Organization

Participant’s Agreement

Introduction

The proposed modular Terms and Conditions for Health Information Exchange Organization Participant’s Agreement (“MMPA”) is a model describing the agreement(s) between a health information organization (“HIO”) and the parties who provide data and obtain data through the HIO (“Data Providers” and “Data Recipients,” respectively and collectively, “Participants”). HIOs may use the MMPA as the basis for their agreements with their Participants (“Participants’ Agreements”), and to facilitate the development of the HIO’s model or standard form of Participants’ Agreement as a part of the HIO’s organizational and/or governance process.

The MMPA is based on a number of assumptions that are described in the document’s footnotes, which offer explanation and commentary to assist understanding and use of the document. The MMPA is not expected to be the single solution for all HIOs. The Task Group believes, however, that the adoption of health information exchange can be made more efficient if HIOs simplify their contracting processes by adopting common or similar contracting strategies and terminology, and that the MMPA can be a helpful resource for that effort. The MMPA offers a number of alternative provisions addressing many subjects, and invites individual HIOs to adopt their own changes and provisions to meet their own circumstances, objectives and other requirements. In addition, the MMPA can be used as a resource for prospective health information exchange Participants to identify issues and concerns that may arise in connection with the negotiation of agreements with HIOs that do not use the MMPA as a model.

The MMPA is not intended, nor should it be used, as a substitute for legal advice or legal interpretation. The Task Group that prepared the MMPA recommends that each HIO, in developing its own Participants’ Agreements, work with legal counsel to determine which contract provisions are appropriate for that HIO and its Participants. Each HIO’s Participants’ Agreement will need to address the unique circumstances created by the HIO’s own organization, the operations it will conduct, the particular range of services it will offer, the particular technology it will use, the regulatory environment in which it operates, and other factors that the HIO and its legal counsel determine are appropriate.