



## **Chair of the Governing Board role description 2024**

### **The Role**

The Chair is the most senior office holder in the organization and leads a Governing Board which, working closely with the Chief Executive, the Editor in Chief and the Executive Leadership Team sets Cochrane's overall strategy, monitors performance and ensures that the organization discharges its responsibilities as a registered charity and company limited by guarantee.

Cochrane is a complex organisation operating in a rapidly changing area and the role requires an individual with demonstrable strategic and leadership skills.

### **Specific Responsibilities:**

As a Trustee:

- ensuring that the organization complies with its governing document, charity law, company law and all other relevant legislation or regulations
- ensuring that the organization pursues its objects as defined in its governing document
- ensuring the organization applies its resources exclusively in pursuance of its objects
- contributing actively to the Governing Board's role in giving firm strategic direction to the organization, setting overall strategy, defining goals and evaluating performance against agreed targets
- safeguarding the reputation and values of the organization
- ensuring the effective and efficient administration of the organization
- ensuring the financial stability of the organization
- protecting and managing the assets of the organization

As Chair of the Board of Trustees:

- complement and harness the capability of the Governing Board, Central Executive Team and wider Cochrane Community
- Provide high-level oversight and guide financial decision making, risk management, strategy development and fundraising.
- hold the Chief Executive, the Editor in Chief and the other Trustees to account
- support and work closely with the Chief Executive and the Editor in Chief to agree and oversee the implementation of the organization's strategy
- facilitate change within the Governing Board and manage any conflicts that may arise
- sit on some of the Board's sub committees including the Governance and Nominations Committee, the Remuneration Committee, the Future of Evidence Synthesis Oversight Committee and the Product Development Oversight Group
- set agendas for Board meetings, together with the Chief Executive and the Head of Governance

- chair meetings of the Governing Board and bringing impartiality and objectivity to decision-making
- monitor the implementation of decisions taken at meetings
- Represent the organization and act as a spokesperson as appropriate

## Person specification

### Essential

- experience of overseeing transformative change in a complex organization
- significant experience of operating on a Board of Trustees and of contributing to decision making at board level.
- commitment to Cochrane’s mission and values.
- a track record of success in overseeing the running of an organization in the public, private or voluntary sector
- sound judgment about people and issues and the ability to assimilate evidence on a wide-range of topics rapidly
- a belief in the importance of transparency and openness, impartiality and fairness
- an inclusive approach, with a belief in the importance of embracing diversity in its broadest sense
- excellent communication skills
- proven success in working with a diverse team of influential people
- eligible to be a charity trustee with a full understand the responsibilities of Trustees as set out by the [Charity Commission for England and Wales](#)

### Desirable

- an existing knowledge of Cochrane will be an advantage
- experience of chairing a Board of Trustees

## Timing, time commitment and remuneration

The Chair is appointed for a term of 2 years, with the possibility of renewal for a further term of 2 years.

The time commitment is about 30 days per year (0.7 days a week in a 46-week year) made up of:

Commitment	Estimated days per year
Weekly meetings with the Chief Executive Officer and the Editor in Chief	<b>6</b>
Chairing meetings	<b>Up to 8</b> One (or two) face to face meetings 3 (or 6 days) 2 (or 3) virtual meetings held at times to suit the majority of members of the Governing Board who are based in locations including Canada, South Africa, the USA and Europe.
Preparing for Board meetings: Agenda setting, review of papers etc discussion	<b>4</b>



with Chief Executive Officer, Editor in Chief and Head of Governance (1 day per meeting)	
Committee meetings (usually held virtually)	<b>3</b>
Travel to one (or two) face to face meetings per year	<b>Up to 4</b>
Attendance at Cochrane Events (namely an annual Colloquium)	<b>Up to 4</b>
Other / miscellaneous matters	<b>2</b>

It is not usual to remunerate Trustees (including Chairs) of charitable organizations registered in England and Wales.

Cochrane's Articles of Association do allow for the payment of Trustees in specific circumstances, criteria include the appointment of a Chair from a country with a low or middle income economy or compensating an individual for loss of earnings.