

Governing Board Meeting Minutes

29 April 2020 – Teleconference

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Board members declare conflicts of interest related to their role on the Board, which are published on the Cochrane [Community website](#) and are updated annually or when circumstances change. They are also required to declare any possible material interests that could give rise to conflict in relation to any item under discussion at the start of each meeting. All interests so disclosed are recorded in the minutes. Conflicted members may be required to absent themselves from all or part of the Board's discussion of the matter at the discretion of the Chair.

Board members (Trustees) present:

Name:	Attending from:
Martin Burton (Co-Chair) (MB)	UK
Catherine Marshall (Co-Chair) (CM)	New Zealand
Xavier Bonfill Cosp (XBC)	Spain
Jan Clarkson (Treasurer) (JC)	UK
Nicky Cullum (NC)	UK
Sally Green (SG)	Australia
Gladys Faba Beaumont (GFB)	Mexico
Tracey Howe (TH) from GBMIN-2020-27	UK
Karsten Juhl Jørgensen (KJJ)	Denmark
Marguerite Koster (MK)	USA
Rae Lamb (RL)	New Zealand
Jordi Pardo Pardo (JPP)	Canada

Board members having sent apologies: None

Others attending:

Name:	Role:	Attending from:
Mark Wilson from GBMIN-2020-27	Chief Executive Officer (CEO)	UK
Karla Soares-Weiser from GBMIN-2020-27	Editor in Chief	Israel
Lucie Binder	Head of Governance & Strategy (Company Secretary)	Germany

Restrictions:

Board Minutes are open access unless content is restricted when the Board considers it confidential and/or commercially sensitive. **Restricted access content is highlighted in yellow** and is made available to the Board and Senior Management Team only. Minutes of the closed sessions of the Board, which are attended only by Trustees, are recorded on behalf of the Co-Chairs and are only made available to the Trustees.

List of Approved Resolutions:

Agenda Item:	
GBMIN-2020-25	The Board approves the appointment of Karen Kelly as a Trustee, subject to references

GBMIN-2020-27.1 **The Board approves that the temporary worldwide open access availability of the Cochrane Library will end sometime in May 2020, up to two months after being established**

---MEETING START---

GBMIN-2020-23 **Welcome, Apologies, declarations of Interest for this meeting, Board Code of Conduct and Board Charter**

Catherine Marshall was in the Chair. She welcomed everyone. No changes to attendees' declarations of interest (posted on the Cochrane Community website) were required for this meeting and no Trustees declared conflicts of interest in the proposed Agenda items. The Trustees were reminded of their duties as set out in the Board Code of Conduct and Board Charter.

GBMIN-2020-24 **Approval of Agenda**

The Agenda was approved.

GBMIN-2020-25 **Nominating Committee: appointment of Karen Kelly as Trustee**

[PAPER: GB-2020-18.1-3]

On behalf of the Nominating Committee, Martin Burton proposed the appointment of Karen Kelly as Trustee, noting her extensive experience in UK charity governance and financial management. The following resolution was approved:

RESOLUTION: The Board approves the appointment of Karen Kelly as a Trustee, subject to references

YES: XBC, MB, JC, NC, GFB, SG, KJJ, MK, CM, RL, JPP.

NO: None;

ABSTAIN: None

GBMIN-2020-26 **Election of Co-Chair from 1st September 2020**

[PAPER: GB-2020-18.1-3]

There were two candidates standing for Co-Chair to replace Martin Burton from 1 September 2020, one internal to the Board and one external to the Board.

The Board members reviewed the Candidate Statements and decided it would be useful to hold interviews with the candidates. The Board therefore agreed to reconvene as soon as possible to hold interviews.

GBMIN-2020-27 **CEO Verbal Report:**

[Tracey Howe, Mark Wilson, and Karla Soares Weiser joined the teleconference at this point.]

Mark Wilson said that work by the Senior Management Team and the Strategy Working Group had been re-started - following a pause agreed by the Co-Chairs as the organization focussed on its response to Covid-19. Recommendations for initial approval would be brought to the Board at its teleconference on 2 July.

He reported strong sales of licences to the Cochrane Library in January to March 2020, with royalties over 1.5 million GBP.

He proposed, and the Board approved, that the Governance Meetings in 2021 be held in Manchester, UK, in the same location as they had been planned in 2020 before being cancelled. The Board recognized that some delegates would be unlikely to attend due to ongoing international travel restrictions, but the hotel hosting the event and accommodation had agreed to 'roll over' most of the 2020 costs to 2021, and cancellation at a later stage would remain possible.

He further proposed, and the Board approved, that the 2020 Colloquium in Toronto be cancelled. He explained that this difficult decision had been taken in close consultation with Holger Schünemann from Cochrane Canada (the Colloquium Chair) in light of the impact of COVID 19. All parties were in agreement that it would not be logistically feasible to organize a physical or hybrid event. Instead, it was proposed that the Colloquium in Toronto be postponed to 2022. The Board asked that the dates of the Colloquium in 2022 avoid important religious and cultural holidays.

After some discussion, the Board decided Cochrane should not yet plan to organize a virtual event focusing on COVID-19 to replace the cancelled Colloquium later this year; because of the high level of uncertainty that still existed about the development of the pandemic and the need for the Central Executive Team (CET) to prioritize Cochrane's COVID-19 response and other organizational priorities. The Board thanked Cochrane Canada and the CET for its work in preparing the Colloquium to date and the process it had followed to arrive at the decision to cancel. They encouraged those involved to find ways to recognize the academic input already made (e.g. publishing abstracts). Further, they acknowledged the importance of maintaining connections in the absence of the planned face-to-face meetings in 2020, requesting the CET consult with the community to gather ideas on ways that Cochrane could encourage and support social interaction and connection while many are impacted by travel restrictions.

GBMIN-2020-27.1 Removal of comprehensive Open Access of the Cochrane Library as part of Cochrane's response to the COVID-19 pandemic

[PAPER: GB-2020-19]

[Rae Lamb left the teleconference at this point due to another commitment.]

Since 26th March, as part of its response to the COVID-19 pandemic, Cochrane had made the entire Cochrane Library freely accessible to everyone, everywhere until Cochrane could curate its existing evidence in appropriate Special Collections and produce new COVID-19-related evidence that would be open to all. The Board agreed that access controls to the Cochrane Library should revert to normal in May but that all resources relevant to COVID-19 should remain freely available. The following resolution was approved:

RESOLUTION: The Board approves that the temporary worldwide open access availability of the Cochrane Library will end sometime in May 2020, up to two months after being established

YES: XBC, MB, JC, NC, GFB, SG, TH, KJJ, MK, CM, JPP.

NO: None;

ABSTAIN: None

GBMIN-2020-28 Editor in Chief Verbal Report:

Karla Soares-Weiser spoke to the ongoing work being done by Cochrane staff and members around the world to provide evidence to support decision-making on issues relevant to

COVID-19. In addition, work was continuing on completing the dependencies required to implement the new Conflict of Interest Policy for Cochrane Library Content.

On behalf of the Board, the Chair thanked all staff and Cochrane members working to support Cochrane’s response to COVID-19.

GBMIN-2020-29 Any Other Business
There was no other business.

GBMIN-2020-30 Date of Next Meeting
Within two weeks – to be scheduled.
The Chair closed the meeting at 21:30 BST.

----MEETING END---