

Governing Board Committee

Terms of Reference

Cochrane’s Articles of Association provide the Governing Board with the power to appoint Board Committees, and to delegate to these Committees authority to undertake its duties or functions as required. Non-members of the Governing Board may be invited to participate accordance with the role and remit of the relevant Committee.

Committee	Complaints Resolution Committee
Purpose	The Complaints Resolution Committee oversees Cochrane’s complaints resolution procedure and makes recommendations on decisions related to individual complaints that have been raised at Board level.
Membership	<ul style="list-style-type: none"> • Tracey Howe (Committee Chair and Board Co-Chair), appointed March 2022 • Tamara Kredo, appointed March 2022 • Rae Lamb, appointed March 2022 • Emma Persad, appointed March 2022 <p><i>Non-voting:</i></p> <ul style="list-style-type: none"> • Head of Governance
Remit	<p>The remit of the Complaints Resolution Committee is to:</p> <ul style="list-style-type: none"> • Maintain oversight of the organizational Complaints Resolution Procedure, which is published on the Cochrane Community website, reviewing it annually and updating it as required to ensure it remains fit for purpose. • Support the Governing Board Co-Chairs in handling any complaints made about the behaviour of the Chief Executive Officer or Editor in Chief. • Make recommendations to the Board on the termination of individual Cochrane membership in certain cases, as per section 3.4. of the Complaints Resolution Procedure. • Make recommendations to the Board on cases that may need referral to the UK Charity Commission as ‘serious incidents’. • Make recommendations to the Board on any whistleblowing disclosures received at Board level as per the organizational Whistleblowing Policy.
Quorum	Quorum will be a minimum of two members.
Meetings	<ul style="list-style-type: none"> • The Committee will meet ad hoc when it may be necessary and will review the Complaints Resolution Procedure by email at least once a year. • The Head of Governance be in attendance at all meetings. • Members will be expected to make a contribution to meetings in order to ensure the best decisions can be made, and to allow the Committee to fulfil its role and responsibilities. • Members will be expected to provide pertinent and professional challenge where appropriate, albeit demonstrating clear respect for colleagues and their views. • Members will be expected to maintain confidentiality in respect of all discussed issues where this is so required.

	<ul style="list-style-type: none"> All decisions will be voted on by a simple majority of those present. In the case of equality, the Chair will have a casting vote.
Membership, Reporting and Assurance Arrangements	<ul style="list-style-type: none"> All members of the Committee are appointed by the Board. The Committee shall consist of not less than two Trustees appointed by the Board in addition to the Chair. The Chair will normally be a Co-Chair of the Board. The Committee may co-opt members or advisors who in the opinion of the Committee will bring additional relevant skills to the Committee, but Trustees shall always form the majority. The Committee reports directly to the Board who will take all final decisions on recommendations made by the Committee.
Record of Meetings	<ul style="list-style-type: none"> The Head of Governance will ensure that secretariat services are provided to the Committee, including the taking of minutes, record of attendance and distribution of papers. Approved minutes will be issued normally within 10 working days of the meeting and will list the topics discussed, actions agreed, and all individuals responsible for undertaking these actions. These minutes will be taken to the Committee for approval, and if requested, made available to the full Governing Board. The approved minutes will then be recorded in the Convene Document Library.
Review	These Terms of Reference will be reviewed annually and any changes approved by the Board.
First prepared	June 2022
Last updated	
Governing Board approved	13 July 2022