

## **Draft minutes of the Cochrane Governing Board face to face meeting held in Paris on 18, 19 and 20 May 2023 at the Crowne Plaza République 10 Pl. de la République, 75011 Paris, France**

<b>Governing Board Members present:</b>	Tracey Howe	Co-Chair – joined virtually via Teams
	Catherine Marshall	Co-Chair
	Yuan Chi	Trustee
	Juan Franco	Trustee
	Sally Green	Trustee
	Karen Kelly	Trustee
	Tamara Kredon	Trustee
	Gillian Leng	Trustee
	Wendy Levinson	Trustee
	Jordi Pardo Pardo	Trustee
	Emma Persad	Trustee
	Vanessa Piechotta	Trustee

<b>Others in attendance:</b>	<b>From the Council:</b>	
	Stefano Negrini	Council Co-Chair
	Bob Dellavalle	Council Co-Chair
	<b>From the Executive Leadership Team:</b>	
	Karla Soares-Weiser	Editor in Chief
	Gavin Adams	Director of Development
	Laura Ingle	Director of Publishing and Technology
	Casey Early	Director of Finance & Corporate Services
	<b>From the Central Executive Team:</b>	
	Harry Dayantis	Head of Communication for agenda item 18 on Friday 18 May 2023
	Lucy Johnson-Brown	Head of Governance (minutes)
	<b>External consultants</b>	
	Tasha Mellins-Cohen	Open Access consultant for agenda item 1 on Thursday 18 May 2023
	Barney Tallack	Governance consultant for agenda item 5 on Saturday 20 May 2023

**Apologies:** None

### **Conflicts of interest:**

Trustees 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. All meeting participants 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 participants may be required to absent themselves from all or part of the Board's discussion of the matter at the discretion of the Chair.

### **Restrictions:**

Board Minutes are open access unless content is restricted when the Board considers it confidential and/or commercially sensitive. Restricted access content is made available to the

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Trustees, Executive Leadership Team, Council Co-Chairs and Head of Governance 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.

#### **Resolutions approved at the meeting:**

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##### **Minute:**

<b>GB-2023-30</b>	<b>With the amendment noted, the minutes of the meetings held on 14 March and 21 March 2023 APPROVED as accurate records of the two meetings. Yes: 12. No: 0. Abstain: 0</b>
<b>GB-2023-37</b>	<b>The letter of representation from Trustees to the auditor was APPROVED. Yes: 12. No: 0. Abstain: 0</b>
<b>GB-2023-38</b>	<b>The Trustees Annual Report and Accounts 2022 document was APPROVED. Resolution: Trustees approved the Annual Report and Accounts 2022 Yes: 12. No: 0. Abstain: 0</b>

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#### **Resolutions approved between meetings**

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##### **Minute:**

	<b>Product development</b>
<b>26 April 2023</b>	The Governing Board <b>APPROVED</b> the creation of an Oversight Committee for Product Development The Governing Board <b>APPROVED</b> the release of an initial staged budget of £65K to provide project management support and begin the discovery phase. The Governing Board <b>APPROVED</b> that the oversight committee will support the approach to research and planning for New Product Development for revenue streams in 2023 <b>The resolution was APPROVED - Yes:12 No:0 Abstain:0</b>
<b>26 April 2023</b>	<b>Emeritus and Lifetime Membership nominations</b> Two additional nominees were <b>APPROVED</b> for Emeritus Membership Awards (Sophie Hill and Nandi Siegfried).

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#### **---MEETING START---**

**Thursday 18 May 2023**

**GB-2023-23 Finance, Audit and Risk Committee – pre meeting discussion on financial implications of Open Access**

**GB-2023-24 Annual external audit - Trustees' responsibilities.**

##### **Presentation from Price Bailey LLP**

Michael Cooper from Price Bailey (Cochrane's external auditor) presented a session for all Trustees and members of the Executive Leadership Team which outlined Trustees' roles and responsibilities, particularly around managing the organization's finances and ensuring that financial controls are robust.

The following points were noted:

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Trustees must ensure that they have read and understood the Charity Commission's guidance, that the Board has the right balance of skills and experience and that all Trustees understand the business model, the organizational strategy and how performance and impact are measured. The auditor also talked about Trustees' responsibilities around ensuring that conflicts of interest are managed and that risk is managed appropriately.

Trustees should ask management to provide assurance that internal financial controls are being reviewed every year.

**ACTION: Casey Early to include on the list of standing agenda items for the Finance, Audit and Risk Committee to review annually**

Boards should review their effectiveness annually and consider commissioning an external review every three years. The updated Statement of Recommended Practice (known as the SORP) expected at the end of 2024 is likely to require all Trustees to review their own effectiveness annually.

**ACTION: Lucy Johnson-Brown to include annual review of Board effectiveness on the list of standing agenda items for the Board of Trustees to consider. The Charity Commission sets out a list of 15 questions that Boards should reflect on annually.**

In response to a question about Cochrane's organizational strategy, Michael Cooper said that the strategy should give stakeholders a clear picture of Cochrane's priorities and business model. The auditor confirmed that their role is to be independent and to consider going concern, fraud, systems and controls inside the organization rather than taking a view on how well organizational risks are being managed.

The audit report included some information about horizon scanning and emerging risks in the charity sector which included the lessons learned from the collapse of Kids Company and the subsequent Charity Commission Inquiry. The Charity Commission recommended that all charities reflect on four broad areas:

- the importance of checks and balances, and the right blend of skills and knowledge, in charity boards
- the requirement for operating models to reflect the nature and scale of the charity
- the role of financial planning and reserves policies
- considerations when charities grow

Another development that was noted was the Online Safety Bill which is currently making its way through Parliament and is intended to be completed and in force by the Summer of 2023

The Bill introduces new rules for firms which host user-generated content, i.e. those which allow users to post their own content online or interact with each other which would include the Cochrane Library.

Platforms which fail to protect people will need to answer to the regulator, and could face fines. The Bill and its implications have been noted by Harry Dayantis, Head of Communications.

**GB-2023-25 Finance, Audit and Risk Committee meeting**

**GB-2023-26 Board only session**

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## **GB-2023-27 Governance and Nominations Committee meeting**

**Friday 19 May 2023**

### **GB-2023-28 Approval of the agenda**

The agenda for the meeting was approved.

### **GB-2023-29 Declaration of interest**

No conflicts of interest relating to items included on the agenda for the meeting were declared.

### **GB-2023-30 Minutes of the last meetings held on 14 March 2023 and 21 March 2023**

#### Minutes of the meeting held on 21 March 2023

The names of the candidates nominated for Emeritus and Lifetime Membership will be added to the minutes of the meeting held on 21 March 2023. With the correction noted, the minutes of both meetings were approved as accurate records of the meetings.

### **GB-2023-31 Resolutions approved between meetings**

The resolutions approved between meetings were noted.

### **GB-2023-32 Review of the action/decision log**

The actions log was reviewed and progress noted.

### **GB-2023-33 Report from the Chief Executive**

Catherine Spencer presented her report which outlined activity since the last Governing Board meeting in March 2023. A summary of progress against the goals and objectives included in the Strategy for Change was noted. It was also noted that Board members had agreed to be actively involved in all future meetings of the strategy working group.

**ACTION: Meeting invitations to all strategy working group meetings will be sent to the Governing Board (Catherine Spencer)**

Catherine Spencer reported that development of the draft strategy for 2024-2027 was progressing and would be discussed with the Governing Board on Saturday 20 May. Following discussion with the Governing Board, input from the Cochrane Community will be sought before the strategy is 'socialised' at the Colloquium in September 2023. An engagement plan was being developed and it was anticipated that the strategy will be finalized soon after the Colloquium in September 2023.

The agreed strategic objectives and goals will inform the plan and budget for 2024.

The role of Cochrane Groups will evolve as the way in which evidence is synthesised changes and the new Strategy (and the Scientific Strategy) are taken forward. It was anticipated that the Governance Review will enable simplification of the ecosystem by reviewing the role of the Council, of Fields, Thematic Groups and Evidence Synthesis Units.

Geographic Groups provide a valuable and expandable network through which to create evidence that is focused on global, national and regional priorities and they fulfil an important role in advocacy and training. Geographic Groups are self-funding and can attract additional funding but managing them requires resources from the Central Executive Team. The Board noted that Geographic Groups have expanded rapidly in recent years but that further expansion has been temporarily paused until the strategy for 2024-2027 is finalized.

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Delaying the expansion of Geographic Groups until the Strategy has been agreed will allow for a more considered approach to setting up Geographic Groups so that they align with the Strategy and accountability and quality assurance can be managed.

**ACTION: The Board agreed that the approach and rationale for delaying the expansion of Geographic Groups should be communicated with the Community and that a roadmap for the future of Geographic Groups should be prepared in time for the next meeting to be held in London in September 2023. (Catherine Spencer)**

**The Geographic Group Executive will create a strategy which will align with the overall organizational strategy.**

Central Executive Team staffing changes were noted and the Governing Board recorded their thanks to Chris Champion (Head of Events, Training and Membership) and John Hilton, Head of Content Publication and Policies who were both moving on after many years' commitment to Cochrane.

The Geographic Groups Officer will be moved into the CEO office which will raise the profile of this function within the organization.

The interim recommendations from the Governance Review will help to provide clarity around the roles of the Governing Board and the Executive Leadership team. The review will be completed in July and reported to the Board in September .

#### **GB-2023-34 Report from the Editor in Chief**

Karla Soares-Weiser presented her report which focused on editorial issues. The Future of Evidence Synthesis and the Central Editorial Service was covered under a separate agenda item later on in the meeting. Karla reported that the Editorial Board is working well and providing support to her and her team.

**ACTION: The Editorial Board and Governing Board will meet for a social event during the Colloquium in London in September (Karla Soares-Weiser / Lucy Johnson-Brown)**

#### **GB-2023-35 Report from the Co-Chairs**

Tracey Howe reported that in the six weeks since the last Governing Board meeting, the Co-Chairs held weekly meetings with the Chief Executive and the Editor in Chief. They discussed staffing issues, managing reputational risk and prepared for the meetings in Paris. Catherine Marshall and Catherine Spencer reported on their forthcoming visit to the World Health Assembly in Geneva and their hopes for establishing relationships and avenues for collaboration and funding with other attendees. The Co-Chairs had also:

- reviewed the Trustees' Annual Report and Accounts
- attended meetings of the Strategy Working Group and the Fundraising Committee
- met with new Board members to provide background on strategy
- met with the local organizing Committee for the Colloquium
- discussed plans for Cochrane's participation in the World Health Assembly in May
- participated in discussions about the options for Cochrane UK
- met with Barney Tallack regarding the Governance Review
- attended Council meetings
- discussed the work of the Governance and Nominations Committee
- engaged in the emeritus and lifetime membership scheme
- attended the Future of Evidence Synthesis Oversight Committee meeting

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- attended the Finance, Audit and Risk Committee meeting
  - engaged in discussions and developments regarding a controversial review
  - engaged in consideration regarding requests from media and potential complaints
  - engaged in discussions regarding the role of the Editor in Chief and Chief Scientist
  - advised on maximising the impact of Cochrane's 30th anniversary

#### **GB-2023-36 Report from the Finance, Audit and Risk Committee**

##### **Audit report**

Karen Kelly reported that the Finance, Audit and Risk Committee reviewed the audit report at their meeting the previous day. The auditor expected to issue an unqualified report and Trustees congratulated Casey Early and the finance team on a successful outcome.

There were 8 findings brought forward from the 2021 audit and 8 new findings were noted. The Director of Finance & Corporate Services will report on corrective actions for all the findings to the Finance, Audit and Risk Committee.

**ACTION: The Director of Finance & Corporate Services will take forward the actions and report back to the Finance, Audit and Risk Committee. (Casey Early)**

#### **GB-2023-37 Letter of representation**

The letter of representation from Trustees to the auditor was approved (with the salutation changed from Dear Sirs to Dear Price Bailey or similar).

**Resolution: Trustees approved the Letter of Representation**

**Yes: 12. No: 0. Abstain: 0**

#### **GB-2023-38 Trustees Annual Report and Accounts 2022**

The Trustees Annual Report and Accounts 2022 was approved.

**Resolution: Trustees approved the Annual Report and Accounts 2022**

**Yes: 12. No: 0. Abstain: 0**

#### **GB-2023-40 Business cases and financial overview**

#### **GB-2023-41 Product development update**

Laure Ingle reminded that Board that they approved the establishment of a Product Development Oversight Committee in March 2023. Gill Leng was appointed Chair of the Committee and Yuan Chi and Jordi Pardo Pardo volunteered to join. Members of the Board were asked to suggest suitable external appointees from the Cochrane Community and beyond who could contribute to the new Oversight Committee. The importance of product users being represented on the Committee was noted. The role of the Committee will be to seek assurance that work is on track at a strategic level (rather than getting involved in operational issues). The committee's role will develop over time, whether it is time limited or focuses on products or products and services for example.

**ACTION: Members of the Governing Board to suggest additional members for the Oversight Committee to Laura Ingle by 20 June 2023 (All)**

In a general discussion about the role and function of Committees it was agreed that balancing the number of Trustee and non-Trustee members of Committees is an important consideration as is ensuring that appointees fill skills gaps whilst maintaining an oversight and assurance function.

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### **GB-2023-42 Open Access update**

Laura Ingle gave an update which was supported by a discussion paper. Cochrane's commitment to Open Access is at the heart of its mission 'to inform health decision making by producing trusted and timely synthesized evidence, making it accessible and advocating for its use'. The decision for Systematic Reviews to move to Open Access by the end of 2025 has already been approved by the Governing Board.

The strategic objective is to deliver full and immediate open access for all Cochrane Reviews on the Cochrane Library, by the end of 2025, without placing the financial burden on review authors, and without risking the financial sustainability of the charity.

The Open Access Working Group had met several times since it was established in December 2022 and members of the Governing Board discussed the strategic decisions that the Board will need to make when deciding upon the model through which open access will be delivered. The chosen model will need to include terms that are acceptable to funders while providing a sustainable business model for Cochrane.

The Board discussed the potential model and the indicative financial returns. The small group that met ahead of the Financial, Audit and Risk Committee to review the draft financial modelling confirmed that it looked robust but agreed that the Board needed to understand the sensitivities and assumptions included.

Feedback on the modelling will be sought from stakeholders and the Cochrane community before the Governing Board is asked to approve further development of the chosen model by the end of 2023. A final decision about the move to the selected model will be made during 2024.

**ACTION: The Board will review the model and roadmap at the meeting to be held in September 2023. (Laura Ingle)**

**ACTION: The terms and conditions (around open access) in the contract with Wiley will be shared with the Board. (Laura Ingle)**

### **GB-2023-43 Report from the Future of Evidence Synthesis Oversight Committee**

The Future of Evidence Synthesis Oversight Committee did not meet on Thursday 18 May as planned as it was agreed that the full Governing Board should consider the issues at their meeting on Friday 19 May 2023.

Board members noted the importance of using resources to produce the 'most relevant' reviews, ensuring equity, considering staff capacity, delivering on contractual obligations to Wiley and ensuring quality, relevance etc. All these issues were covered later on in the meeting when the organizational Strategy for 2024-2027 and the five year Scientific Strategy were discussed.

The Board recognized that change management is difficult and agreed that the decision to expand the Central Editorial Service and the rationale for doing so should be communicated with the Community as a message from the Governing Board.

**ACTION: A communication from the Board will be drafted by the CEO and Editor-in-Chief.**



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Karla Soares-Weiser presented the Governing Board with a proposal for delaying the phase two deadline for transferring new submissions to the Central Editorial service. A delay of 4-5 months would provide time to deal with the influx of reviews from Cochrane UK. The Board discussed the implications of extending the current deadline (1 June 2023) for transferring content to the Central Editorial service.

**ACTION: The Board agreed that the Oversight Committee should review the implications of the delay and confirm that they are content before this is communicated with Groups.**

### **GB-2023-44 Development Directorate update**

Gavin Adams gave an update on activity undertaken within the Development Directorate. He reminded the Board that the Directorate is a relatively new department within Cochrane, having been agreed during the organizational restructure of 2021/22. Functions contained within the Directorate include:

- Fundraising
- Communications
- Engagement, Learning and Support
- Advocacy & Partnerships
- Cochrane Response

The Chair noted that the Board has been seeking advice on the development of a fundraising strategy and activities for more than two years and it was important that the fundraising activity is ramped up over the next months.

The Board asked about the implications arising from Chris Champion leaving his role as Head of Engagement, Learning and Support. Chris was a well-respected, long standing members of staff who had built up valuable relationships over many years and as often happens with long standing members of staff, the role had grown over time. Options for replacing the role and functions covered by it were being considered. Gavin reported that Colloquium management is handled by Cochrane UK, with CET input and coordination led by Sabrina Khamissa (Event Support Officer). Most of the key decisions had been made and the team is in full delivery mode.

In the interim, Sabrina Khamissa will have weekly check-ins with the Director of Development to keep him up to date and a regular fortnightly update report will be shared with the Executive Leadership Team. The Chief Executive Officer and Director of Development will continue to attend meetings of the Local Organizing Committee

Ann Shackleton will take over the Membership and Awards activities from Chris Champion.

**ACTION: Comparisons with previous years, financial modelling and the proportion of attendees who sign up early and later will be shared with members of the Governing Board monthly. (Gavin Adams)**

### **13.2 Fundraising strategy**

Erik Dauber joined the meeting virtually and gave a presentation setting out his background and qualifications.

Erik Dauber advised that over time, and with investment, fundraising is a reliable and consistent model for generating income. Protecting Cochrane's reputation for publishing unbiased and reliable source of evidence-based information will be an important consideration.

Gavin said that in developing a fundraising strategy for Cochrane it was anticipated that



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generating income from government, international institutions and trusts and foundations would be the initial focus.

In summarizing the discussion, the Board agreed that embarking on fundraising and developing a strategy was essential and that substantial progress was required in the near future.

It was noted that there is valuable knowledge and expertise within the many different Cochrane groups who have 30 years of experience in raising funds.

**ACTION: The Fundraising team will produce a draft fundraising strategy, identifying some quick wins, for consideration by the Fundraising Committee. The strategy will be submitted to the Board for further discussion in September 2023. (Gavin Adams and the Fundraising Committee)**

### **GB-2023-24 Communications strategy**

Harry Dayantis (Head of Communications) joined the meeting virtually and presented the communications strategy which had been drafted with input from the Strategy Working Group.

## **Saturday 20 May 2023**

### **GB-2023-45 Board only session**

The Governing Board met without the Executive Leadership Team or the Head of Governance in attendance.

### **GB-2023-46 Leadership roles and structural adjustment**

### **GB-2023-47 Strategic risk deep dive**

Trustees are responsible for ensuring that Cochrane's strategic objectives are achieved, that the charity's resources are managed responsibly, and that Cochrane's assets and reputation are not exposed to undue risk.

A list of 9 strategic risks was agreed in early 2023:

1. Strategy - are we delivering the strategy in order to meet our vision?
2. Impact - are we making the desired impact in support of our beneficiaries and can we evidence it?
3. Governance - is our Governance structure enabling and supporting our compliance with the law and relevant regulations and a culture in which everything works towards fulfilling our vision?
4. Financial sustainability - are we managing the finances to ensure we continue to make an impact in the medium to long term?
5. Compliance - are we meeting our regulatory, legal and donor compliance requirements and expectations?
6. People and culture - do we have the right skills and experience to deliver our goals?
7. Community - Are the Charity and the wider Cochrane community working together towards a common vision?
8. Reputational - are we delivering the strategy in a way which safeguards our reputation (e.g. respond effectively to any incident that could result in reputational damage)?
9. Producing and publishing trusted synthesized evidence - can we maintain the delivery of our mission including any contractual obligations as intended

Members of the Governing Board considered the risks, reviewed the mitigations that are in place and commented on how assured they were that the risks are being adequately managed.

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The result of the risk review exercise will be used to further develop the risk register which will be reviewed by the Finance, Audit and Risk Committee in August 2023.

**ACTION: Casey Early, Lucy Johnson-Brown and the Finance, Audit and Risk Committee**

### **GB-2023-48 Strategy 2024-2027**

Tracey Barr, an external consultant joined the meeting. Members of the Governing Board reviewed the draft strategy which built upon the discussion at the Governing Board meeting held in Barcelona in October 2022. A long term decision making timetable was noted too. Four high level goals had been identified in the draft strategy, they were:

**Goal 1: Accelerate production of trusted evidence and innovation to drive positive improvement in health and social care**

**Goal 2: Increase inclusivity and diversity to enable equity of access and contribution to our evidence**

**Goal 3: Empower and grow our global collaboration to include underrepresented locations to use and benefit from evidence-based health care**

**Goal 4: Enable the success of our strategic goals through excellent core services**

For each of the four goals the following questions were considered:

- What are the key things we will need to do in order to achieve this goal?
- How will we know we have succeeded? What will be different from today?

The SWOT (strengths, weaknesses, opportunities and threats) analysis was revisited and it was agreed that it probably needed updating as other threats and opportunities had arisen since October 2022. As one example, Artificial Intelligence is an opportunity as well as a threat. (*New technologies including AI are already included in the external drivers of change section of the draft strategy*).

**The following points were made and additional comments were captured during a 'walk the room' session:**

#### **Goal 1**

- Is *evidence based* the right term and should evidence-informed be used instead?
- *To address pressing global problems* has more impact than *to drive positive improvement in health and social care*.
- Is *accelerate* the right word?  
Should this goal be to reduce complexity in order to deliver good quality, open, peer reviewed evidence?

#### **Goals 2 and 3**

- Current wording feels 'top down', re wording it to address inequalities and increase engagement so as make the reviews better not so that others can be enabled to contribute. The phrases *increasing engagement, reducing inequalities, increasing access, co production* and *empowering others* were all mentioned.

#### **Goal 4**

- It was suggested Goal 4 should be incorporated into the other three goals as an enabling goal rather than being a fourth goal.  
Working efficiently, ensuring that systems, processes and ways of working are fit for purpose and that the organisation has a sustainable business model will be key to achieving our strategic goals.

Other questions and comments that arose during a wide-ranging discussion included:

- Finding out what funders want and developing the strategy to address that is important

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- Global sustainability and the impact of climate change should be made explicit somewhere in the strategy given the impact on the social and environmental determinants of health
  - How important is Cochrane's role in advocacy, this isn't reflected in the strategy
  - Cochrane's convening power should be made explicit (*it is included as an objective under goal 3*).

In summarizing the discussion, Tracey Barr said that the draft strategy would be shared with external stakeholders and a small number of critical friends. Suggestions of groups or individuals who might be able to provide this critical friend input were welcomed.

The Governing Board thought that discussing and revisiting the vision and mission would be useful:

#### **Vision**

**Our vision is a world where health and care are rapidly improved for all people through trusted evidence-based health care**

#### **Mission**

**We are an independent and diverse, global organization that collaborates to produce trusted evidence, make it accessible to all, and advocates for its use.**

The following points and suggestions were made:

- Include the words *better global health* in the vision
- Include the word *equitable* in the mission
- Should 'rapidly' be included in the vision.

**ACTION: A small number of critical friends will be sought to test out what they think Cochrane's Vision and Mission should be. (Governing Board members to suggest names)**

**ACTION: An understanding of what funders want in terms of trusted evidence will be developed and this will be reflected in the goals and priorities. (Catherine Spencer and members of the Executive Leadership Team)**

Cochrane's objects are set out in the Articles of Association, there are:

*The Charity's objects (the "Objects") are the protection and preservation of public health through the preparation, maintenance and promotion of the accessibility of systematic reviews of the effects of health care or any other charitable activities, for the public benefit*

#### **GB-2023-49 Scientific Strategy**

Karla Soares-Weiser presented a draft approach to developing a 5 year scientific strategy and asked for feedback from the Governing Board.

Despite progress, the world still faces significant health challenges that disproportionately affect people living in low- and middle-income countries.

The United Nations Sustainable Development Goals (SDGs) provide a framework for addressing these challenges and improving health outcomes worldwide.

Using the framework to develop a scientific strategy presents an opportunity for Cochrane to have greater impact.

Karla proposed the development of a scientific strategy based on 20 thematic areas, prioritized using the Child Health and Nutrition Research Initiative (CHNRI). The approach was set out in four steps

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1. Form a diverse, inclusive, high-profile, and external Advisory Group
  2. Define a long-list of themes and pre-specify criteria
  3. Launch a wider consultation process
  4. Analyze results and present the strategy to the Board by Q2 2024

In addition to the Advisory Group it was anticipated that the team will need a part-time project manager, a methodology advisor, communication support and dedicated time from the Editor in Chief to oversee the process and act as the spokesperson for the strategy. Additional resources were not being sought, the roles would be re-purposed from the existing structure.

If the approach was endorsed by the Board then a long-list of themes and criteria would be developed between July and August 2023 followed by wider consultation between September and December 2023. The draft strategy will be submitted to the Governing Board for approval in May 2024.

Members of the Governing Board endorsed the approach and felt excited by the development of a scientific strategy.

**ACTION: Members of the Governing Board should help identify key external stakeholders to join the Advisory Group (all)**

#### **GB-2023-50 Governance review**

Barney Tallack joined the meeting and presented some interim recommendations ahead of the full report being finished in July.

#### **GB-2023-51 Closing remarks and any other Business**

Catherine Marshall thanked members of the Governing Board, the Executive Leadership Team and the Head of Governance for their time and commitment. And in particular, thanked Lucy for managing the complexities of a three day meeting, and Tracey for making herself available to attend the meeting virtually.

#### **GB-2023-52 Dates of next Meetings:**

31 August – 2 September 2023 in London

6 December 2023 – Virtual meeting

Board members were reminded to send any ideas and suggestions for a face to face meeting in the first quarter of 2024, to Lucy Johnson-Brown by 30 August 2023

**---MEETING END---**