

Draft minutes of the Cochrane Governing Board face to face meeting held in London on 31 August, 1 September and 2 September 2023

Governing Board Members present:

Tracey Howe	Co-Chair
Catherine Marshall	Co-Chair
Yuan Chi	Trustee
Juan Franco	Trustee
Karen Kelly	Trustee
Tamara Kredo	Trustee
Gillian Leng	Trustee
Wendy Levinson	Trustee
Jordi Pardo Pardo	Trustee and Interim Chair
Emma Persad	Trustee
Vanessa Piechotta	Trustee

Others in attendance:

From the Council:

Stefano Negrini	Council Co-Chair
Bob Dellavalle	Council Co-Chair

From the Executive Leadership Team:

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

From the Central Executive Team:

Lucy Johnson-Brown	Head of Governance
Weronika Oblak	Governance and Administration Officer

Others

Barney Tallack for agenda items 3 and 4
Tracey Barr for agenda item 18
From Wiley for agenda item 22:
Deborah Pentesco-Murphy (Editorial Director), Bertrand Man (Director Technical Product Development) and Martin Vinding (Senior Director, Partner Publishing Europe, Middle East and Africa)
Scott Wayne for agenda item 27

Apologies:

Sally Green (SG)
Karen Kelly joined at 1pm on Thursday 31 August

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 highlighted in yellow and is made available to the 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:

Minute:	
GB-2023-54	It was AGREED that a single Chair will be appointed after a robust recruitment process. A Vice Chair will be recruited from within the Board (the Vice Chair will ordinarily chair the Governance and Nominations Committee).
GB-2023-55	It was AGREED that the Governance and Nominations Committee will oversee the recruitment of Treasurer from September 2024 when Karen Kelly stands down.
GB-2023-56	The Board AGREED with a recommendation from the Governance and Nominations Committee that remuneration of the Chair should not be automatic but available in certain circumstances.
GB-2023-59	The Board AGREED in principle with the recommendation that the number of Committees and working groups and the number of members on each should be reduced.
GB-2023-63	The Board AGREED that it should approve a membership strategy but that Board's role was not to decide how that should be implemented.
GB-2023-64	The Board AGREED that the Council as it currently exists will not continue. A new Advisory Panel will be established to gather perspectives from the whole community.
GB-2023-71	With the corrections noted, the minutes of the meetings held on 18, 19 and 20 May 2023 were APPROVED as an accurate record of the meetings.
GB-2023-73	The Board AGREED that the meeting during the first quarter of 2024 should be held face to face and linked to the German Evidence Based Network meeting to be held in Berlin between the 13 - 15 March 2024.
GB-2023-73	The Board AGREED that there was no clear reason to rebrand or rename but that the branding guidelines should be updated to remove reference to <i>not</i> referring to Cochrane as The Cochrane Collaboration.
GB-2023-76	The remuneration of the Interim Chair (Jordi Pardo Pardo) was APPROVED.
GB-2023-77	Changes to the Financial Delegations in respect of contracts management were APPROVED Changes to the authorized signatories in the NatWest bank mandate, for all accounts to remove Tracey Howe and add Jordi Pardo Pardo were APPROVED
GB-2023-86	A list of Emeritus and Lifetime membership awards (recommended by the Membership and Awards Committee) was APPROVED

---MEETING START---

Thursday 31 August 2023 10am

GB-2023-53 Governance Review discussion

Barney Tallack and Lucy Johnson-Brown joined Trustees. In introducing his report Barney Tallack said that the Board isn't facing a crisis, Cochrane's governance structure is functional and the recommendations in his report are designed to build on good foundations and make improvements. He encouraged Trustees to focus on decision making and taking forward agreed actions.

The report noted that Cochrane is a complicated and a complex organization. The governance and non-governance groups, bodies and entities have become increasingly complicated over time. For many of these bodies, the primary role and purpose is not entirely clear. The review concluded that the governance arrangements and the ways in which the central organization engages with the Cochrane community need simplifying, clarifying and strengthening.

The most pressing recommendations included in the report were discussed:

GB-2023-54 Role and appointment of a Chair

The Governance and Nominations Committee considered the recommendations included in the governance review and reviewed a number of role descriptions for Chairs at similar and comparable organizations. The Committee's recommendations were set out in paper GB-2023-28. The Committee agreed with Barney Tallack's recommendations that a single Chair (rather than two co-Chairs) be appointed in future.

Other views were considered including the suggestion that having two co-Chairs might provide an opportunity for adding diversity if the second co-Chair was appointed from a lower or middle income country.

The Board agreed with the Committee's recommendation that appointing one Chair and a Vice Chair was in the best interest of the organization.

The role description will make explicit that experience and knowledge of similar organizations to Cochrane is an essential requirement as is alignment with Cochrane's vision and mission. An existing knowledge of Cochrane will be an advantage.

The Board agreed that the process of appointing a chair should be completed by January 2024 and that ideally, the chosen candidate will be able to take up their role during the first quarter of 2024.

ACTION: A single Chair will be appointed after a robust recruitment process. A Vice Chair will be recruited from within the Board (the Vice Chair will ordinarily chair the Governance and Nominations Committee). The Governance and Nominations Committee will take the actions forward and report back to the Board.

GB-2023-55 Appointment of a Treasurer from September 2024

The Board agreed that the Governance and Nominations Committee will oversee the recruitment of Treasurer from September 2024 when Karen Kelly stands down. A recruitment consultant will be used and a handover period before Karen leaves will be ideal. The Treasurer will need to understand the regulatory and accounting environment for a charity registered in England and Wales.

GB-2023-56 Remuneration of the Chair

The Board discussed remuneration of the Chair and agreed with the recommendation from the Governance and Nominations Committee (set out in paper GB-2023-28) that remuneration should not be automatic but available in certain circumstances if a set of yet to be agreed criteria are met (the criteria would include the appointment of a Chair or co Chair from a low or middle income country).

ACTION: The Governance and Nominations Committee will take the action forward and report back to the Board.

GB-2023-57 Appointment term for the Chair

The Board discussed the term of appointment for the Chair which is currently two years with the option of serving for a second two-year term. The benefits and drawbacks of serving for a longer or shorter period were discussed. Barney Tallack pointed out that a maximum term is not obligatory.

The Board agreed that the Chair should be appointed for three years with the option of being reappointed for a second term of up to three years. Whether this will require a change to the Articles of Association will be investigated and the change need not be made before the permanent Chair is recruited.

The Board agreed that the Governance and Nominations Committee should make a recommendation around the appointment term for the Vice Chair

ACTION: The Governance and Nominations Committee will take the actions forward and report back to the Board.

A paper setting out the implications of the movements in the Co-Chairs / Chair positions from September 2023 and the Governing Board elections in 2023 was noted but not discussed.

GB-2023-59 Sub Committees

The Board agreed in principle with the recommendation that the number of Committees and working groups and the number of members on each should be reduced. The Board agreed that the Chair should not chair all of the sub committees as had become the case in recent years. Once appointed, the Vice Chair will chair the Governance and Nominations Committee (which is currently chaired jointly by Tamara Kredo and Tracey Howe) and this will provide a mechanism for holding the Chair to

account (and is common practice in other organizations).

The Board noted that the set of recommendations around reducing the number of committees and not getting caught up in detailed, operational issues had already been agreed at the Governing Board meeting held in Barcelona in October 2022 but that progress in embedding the agreed changes had not yet been made.

The Governance and Nominations Committee will draw up a work plan to take forward the agreed actions. The list will need to be prioritized and a realistic implementation plan will be developed with the Head of Governance and Executive Leadership Team.

The Board noted Barney Tallack's summary that changing behaviours is challenging and that the Board might need some support in embedding the agreed actions and monitoring progress. Observed and facilitated sessions and holding each other to account (self-monitoring) were suggested ways of approaching this.

A set of Key Performance Indicators and a more developed approach to risk management would give the Board additional assurance and enable them to focus their role at an oversight level rather than an operational one.

The Board agreed that the Governance and Nominations Committee should oversee the following work plan:

1. Finalise the role description for the permanent Chair
2. Finalise the process and timetable for recruitment of the Chair from January 2024
3. Appoint a recruitment consultant
4. Finalise the role description for the Treasurer
5. Finalise the process and timetable for recruitment of a Treasurer from September 2024
6. Appoint a Vice Chair (after a light touch election process has been agreed)
7. Update the skills matrix with functional areas (identify a list of functional skills first)
8. Review the election process (adding an extra step which involves the Governance and Nominations Committee and references the updated skills matrix)
9. Hold Governing Board elections (between September and December 2023)
10. Review the number, membership and remit of the many sub Committees
11. Review the term of appointment for the Chair to 3+3 years rather than 2+2 years (and confirm whether this needs to be updated in the Articles of Association. If the Articles are to be revisited then it should be done as a whole rather than in a piecemeal way. The Articles cannot cover every operational eventuality).
12. Review the balance of elected/appointed members and the strengths and weaknesses of the different options

GB-2023-60 Document management

The governance review found that there are far too many papers / pages of papers for Board members to reasonably read in advance of meetings which hinders the Board

from focusing attention on the big strategic issues and that document management systems are weak.

ACTION: Tracey Howe who was in the chair made a related comment that an approach to document management and implementation of an organization wide move to Teams and SharePoint should be prioritized.

GB-2023-61 Editorial Board

The Board agreed that Karla Soares-Weiser should review the recommendations around the Editorial Board and the Cochrane Library Oversight Committee that were included in the governance review and return to the Board with a proposal around which ones should be implemented.

ACTION: Karla Soares-Weiser to report back to the Board

GB-2023-62 Cochrane groups

The Board agreed that information around the governance of groups should be collected and collated. Strategic decisions around the structure and function of groups, policies around how and when new groups are constituted should be approved by the Board but taking forward the way in which groups deliver work is an operational issue for the Executive Leadership Team to agree and oversee.

The Board should have an overview of the associated risks and asked for more information about the structure and function of existing groups.

ACTION: The Chief Executive and the Editor in Chief will consider how best to review the structure and function of groups. (CS and KS-W)

GB-2023-64 Council

Members of the Board (without the co-Chairs of Council present) discussed the recommendations around the future role of the Council. They agreed that there was value in having a sounding board that allowed people involved in Cochrane and its work to feel heard by the central organization. It was noted that there are different mechanisms or structures to enable bilateral communication and engagement, a Council or Advisory Group is not the only way.

Board members agreed that there was widespread understanding and acceptance that the current Council is not able to fulfil all of the functions that it has been attempting to. Electing representatives from constituencies doesn't allow for all of the voices in the Cochrane community to be heard. Constituencies are changing as the decisions that have already been taken about how work is delivered are implemented across the Community.

It was agreed that the Council cannot be the totality of member engagement and that a multi stranded engagement plan is needed.

ACTIONS:

A working group made up of members of the Governing Board, the Council, Executives and possibly others will be established to explore existing and new mechanisms for two way communication, engagement and participation between the central organization (the Board and the ELT) and the community.

A stakeholder map which sets out who is engaged and how will be developed. Some of the engagement mechanisms already exist, others will need to be invented. The exercise will help to identify the role and membership of a new Advisory Panel.

Perspectives of the organizations that fund Cochrane groups (which are outside the oversight and control of the central organization, it's Governing Board and Executive Leadership Team) will be important too.

GB-2023-65 Cochrane communications

Following the publication of a Cochrane review on a controversial topic which generated adverse publicity, a short-term panel was convened to consider what actions could be taken to help mitigate the risk of adverse publicity in the future. Gill Leng presented a report from the panel which made the following recommendations:

- expectations with authors should be set at the start of the review process
- Cochrane's role in assessing the evidence should be reinforced
- potentially controversial reviews will be identified proactively
- producing only one review summary will be considered to avoid confusion

The Editorial Board had seen the report and would take forward the recommendations included in it.

The Governing Board noted the report and asked Karla Soares-Weiser to develop an implementation plan and timetable for taking the recommendations forward. The spokesperson policy will be reviewed too.

ACTION: To be included on the agenda for the Governing Board meeting to be held in December 2023

Catherine Marshall said that she and Karla Soares-Weiser had both been subjected to personal criticism and the fact that the panel did not find that anything had been done incorrectly should bring comfort. The Board confirmed that the Editor in Chief had their full support.

ACTION: A statement setting out the process, findings and next steps will be drafted with input from the Head of Communications. (KSW)

GB-2023-66 Charity Commission advice and guidance

The Charity Commission wrote to Cochrane 10 July 2023 because it had received concerns that the charity had acted outside of its objects and not for the public benefit. The concerns related to editorial policy and its application.

The letter makes clear that the Charity Commission does not have any regulatory concerns and does not intend to engage further on this specific issue. It concluded that it was appropriate to alert Trustees to the concerns that had been raised.

Trustees were content that no action was required and they noted the letter.

GB-2023-67 Open Access

GB-2023-68. Fundraising

Gavin Adams thanked members of the Fundraising Committee for their input to developing the income generation strategy. He said that historically, Cochrane's fundraising has been sporadic and small scale, £738k was raised in 2016, £52k in 2020, and nothing at all in 2021.

There has not been a substantial, sustained effort to raise funds, so the starting point as Erik Daubert the fundraising consultant said when he joined the Governing Board at the meeting held in Paris in May 2023 was 'below zero'.

The goals of the fundraising strategy are to:

- focus on achieving organizational stability and supporting key priorities
- support Cochrane to respond to the most pressing global health issues
- support Cochrane to promote Open Access, enhancing global equity
- enhance evidence synthesis methods and capacity worldwide

Gavin reported on progress that has been made which included the completion of an exercise to map funders, the development of a general Case for Support, a draft Open Access Case for Support and Cases for Support for 6 of the 7 Thematic Groups . A website redevelopment project is underway and the Head of Fundraising has been appointed.

Members of the Board approved the Income Generation Strategy and noted that it will need to align closely with the Scientific Strategy

Friday 2 September 2023

GB-2023-69. Approval of the agenda

The agenda for the meeting was approved

GB-2023-70. Declaration of conflicts of interest

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

Catherine Marshall reported that she was working on a contract with the New Zealand government which would be added to her register of interests.

Jordi Pardo Pardo recused himself from the Remuneration Committee discussion about his own remuneration as interim chair.

GB-2023-71. Minutes of the meetings held on 18, 19 and 20 May 2023

The following administrative errors were noted:

-
- Resolution GB23-45 – voting numbers were incorrect (12 yes *and* 12 no votes were recorded. This should read yes:12 no:0 abstain:0)
 - Resolution GB2023-43 - voting numbers were incorrect (12 yes *and* 12 no votes were recorded. This should read yes:12 no:0 abstain:0)
 - Paper number GB23-24 (Communications strategy) should read GB23-25

With the corrections noted, the minutes were approved as an accurate record of the meetings.

GB-2023-72. Review of the actions/ decision log

The action log was noted.

Actions that had not yet been completed were:

Lisa Bero will be invited to attend a future meeting of the Governing Board to provide advice around managing conflicts of interest related to editorial independence.

ACTION: Lucy Johnson-Brown

Gavin Adams and members of the Fundraising Committee will consider seeking input to the income generation strategy from a small number of critical friend

ACTION: Gavin Adams and members of the Fundraising Committee

GB-2023-73. Report from the Chief Executive Officer

Catherine Spencer presented her report which covered operational performance since the last Board meeting held in May 2023 to the end of August 2023.

Members of the Board discussed the name of The Cochrane Collaboration and Cochrane and noted that in 2015, the Cochrane Collaboration rebranded as 'Cochrane'. This was part of a significant rebranding and new visual identity exercise and the brand guidelines developed at that time indicated that the 'Cochrane Collaboration' should no longer be used.

The rationale for making the change no longer holds (and could be argued didn't hold at the time). One rationale given for the change was to make things 'clear and consistent'. However, the organization's legal name as registered with the Charity Commission and Companies House remains the Cochrane Collaboration.

It would be expensive and time-consuming to go through a rebranding process and redesign the logo but a simple decision to call ourselves the Cochrane Collaboration could be implemented in a straightforward way.

The following points were made during discussion:

- The original name, the Cochrane Collaboration still appears on hundreds of publications.
- Clarity around what the organization does will be important when approaching funders. The name doesn't communicate what the organization does, a strapline should be considered.
- Collaborating is a behaviour and never went away.

The Board agreed that there was no clear reason to rebrand or rename but that the branding guidelines should be updated to remove reference to *not* referring to Cochrane as The Cochrane Collaboration.

ACTION: The Head of Communications will take the recommendation forward

Members of the Governing Board discussed whether the Governing Board meeting during the first quarter of 2024 will be held virtually or as a face-to-face meeting. There is obvious value in an international Board meeting face to face regularly. Cochrane will be in a period of uncertainty during the first part of 2024 with an interim Chair (or a permanent chair may have been recently appointed) and several new members (if the elected members who are coming to the end of their terms in 2023 are not re-elected). Significant decisions around Open Access will need to be made during 2024 and recommendations from the governance review will be implemented.

The costs associated with an international Board meeting face to face are not insignificant so the value of meeting face to face should be balanced with Trustees' responsibilities around managing the organization's resources responsibly. The resources needed to organize a face to face meeting are also significant.

After discussion, a majority of members of the Board eligible to vote agreed that the meeting during the first quarter of 2024 should be held face to face and linked to the German Evidence Based Network meeting to be held in Berlin between the 13 - 15 March 2024.

One member of the Board believed that the decision to meet face to face ought to be informed by the budget and voted for a virtual meeting to be held in the first quarter of 2024.

ACTION: Lucy Johnson-Brown to action

The Chair thanked the Chief Executive Officer for her report and suggested that in future, the report should contain some key performance indicators.

ACTION: Catherine Spencer

GB-2023-74. Report from the Editor in Chief

Karla Soares-Weiser presented her report which gave an overview of editorial matters, of Methods Groups activities and key projects within the Future of Evidence Synthesis (FES) programme.

Additional resources had been provided but challenges linked to the closure of UK Review Groups and the subsequent surge in submissions to the Central Editorial Service continued to put pressure on staff.

In the first half of 2023, Cochrane published 224 reviews and updates, along with 67 protocols, this was an increase when compared to the same period in 2022 (178 reviews, 110 protocols). The number of published protocols in 2023 had decreased and was being monitored.

The Chair thanked the Editor in Chief for her report and for her team's work.

GB-2023-75. Report from the Co chairs of the Governing Board

Catherine Marshall reported that since the last meeting she and Tracey Howe had commented on drafts of the governance review, planned for the AGM, discussed the publishing contract with Wiley, carried out an informal performance review with Catherine Spencer to mark the end of her first year at Cochrane.

There would be a chance to say farewell to Catherine Marshall and Tracey Howe who were both ending their terms as co-Chairs on 4 September 2023 at a dinner to be held on Saturday 1 September. Another dinner for past Co-Chairs of Cochrane was to be held on Monday 4 September 2023.

GB-2023-76. Report from the Remuneration Committee

Jordi Pardo Pardo recused himself and left the meeting. The Board reviewed a paper from the Remuneration Committee and approved a resolution setting out the remuneration of the Interim Chair (Jordi Pardo Pardo).

The Governance and Nominations Committee recommended a way forward around the remuneration of the Chair in the future which the Governing Board approved during discussion on Thursday 31 August.

GB-2023-77. Report from the Finance, Audit and Risk Committee

The Governing Board approved two resolutions:

1. Minor changes to the Financial Delegations in respect of contracts management as set out in the report.
2. That the authorised signatories in the current NatWest bank mandate, for all accounts, be changed to remove Tracey Howe and add Jordi Pardo Pardo.

GB-2023-78. Strategy 2024-2027

Tracey Barr joined the meeting. Catherine Spencer gave an update on the developing Strategy for 2024-2027. Comments made at the Governing Board meeting held in Paris in May 2023 had been incorporated into the latest draft, the Strategy Working Group had met regularly, a group of critical friends had been formed and a series of engagement sessions held

The latest iteration of the strategy was discussed. Catherine said that two main messages had come out of the engagement session; that the direction of travel is the right one and that much more work needs to be done to communicate and embed the changes that have already been agreed (such as a new model for producing Cochrane Evidence Syntheses).

Tracey Barr said that there had been a week of intense engagement activity during August. The community and consumers sessions were very well attended and there

was appetite to understand how the strategy will be put into operation and priorities agreed.

The special session during the Colloquium will provide another opportunity for engaging and collecting feedback and the goals will be shared at the Annual General Meeting.

During discussion, members of the Governing Board made the following comments:

- The phrase *evidence based* should be replaced with *informed by evidence* or *evidence informed*.
- Consideration should be given to making the desire to work with partners explicit
- The fundraising strategy and the scientific strategy should closely align with the goals identified in the organizational strategy
- Members of the Governing Board should use their relationships and networks to identify opportunities for Cochrane to work in partnership with others or bid for funding.

GB-2023-79. Scientific strategy

Karla Soares-Weiser presented a brief update on progress with the development of the scientific strategy which was discussed at the Governing Board meeting held in May 2023.

A working group had been established, members included Tamara Kredo and Emma Persad from the Governing Board, Roses Parker (commissioning editor in the Central Executive Team), and an external consultant, Bey-Marrie Schmidt who is based in South Africa. A long list of global health priorities based on the United Nations Sustainable Development Goals (SDGs) will be identified in consultation with the Governing Board, Editorial Board, Council and the Methods Executive.

Karla reported that the working group had started the wider consultation process which will narrow down the health themes from a preliminary list of 15 broad areas. Members of the Governing Board were asked to provide feedback on the health themes and the survey itself.

ACTION: Comments to be sent to Emma Persad

A dedicated session during the Colloquium will introduce the draft Scientific Strategy plans to the Cochrane community.

GB-2023-80. Open Access

Laura Ingle and Jordi Pardo Pardo presented a paper which set out the steps that had been taken to validate a model for moving the Cochrane Database of Systematic Reviews (CDSR) to Open Access (OA).

GB-2023-81. Product development

The Product Development Oversight Committee met on 7 August 2023 and the draft

minutes of the meeting were noted.

ACTION: Laura Ingle will keep the Governing Board updated via the Product Development Oversight Committee

GB-2023-82. Publishers report from Wiley

Deborah Pentesco-Murphy, Bertrand Man and Martin Vinding joined the meeting. Tracey Howe congratulated the team on the impressive Cochrane library sales figures. Deborah reported that as of June 2023 sales were 12% up on 2022. 11 out of 14 National Provisions renewed in 2023 while unexpected funding issues for Norway, South Africa and Brazil caused delays or non-renewal. New licensing arrangements had been agreed where possible and discussions with local partners were ongoing.

Free one-click access was available in over 100 low to middle income countries and as of June 2023, 82% of Cochrane reviews could be viewed freely on Cochrane Library and PubMed Central.

The annual impact reports which covered a wide range of metrics were noted. A Cochrane Database of Systematic Reviews (CDSR) review published in 2021 or 2020 was cited, on average, 8.4 times in 2022 (this is the Impact Factor). This was a decrease from 11.9 in 2021, which follows a general trend across other journals and is widely attributable to a decrease in COVID review citations.

The CDSR ranks 22nd of 167 journals in the Medicine, General and Internal category, down from 20th in 2021 (out of 172 journals). Average cites to Cochrane Reviews in Guidelines (published Jan 2021 to March 2023) is 6.0, up from 5.5 in the previous year.

Deborah presented the customer survey results which showed that Cochrane's most attractive feature is credibility.

In summing up a wide ranging discussion, Jordi Pardo Pardo said that the Governing Board is looking forward to having Wiley's insight to inform the decisions around Open Access that the Governing Board is going to need to make in the near future.

GB-2023-83. Report from the Future of Evidence Synthesis Oversight Committee (FESOC)

Members of the FESOC considered a list of nine questions around the draft application guidance for the Cochrane Evidence Synthesis Units pilot.

The Board agreed that no maximum number of pilot ESU's should be set and noted that any requests for additional resource should be considered by the FESOC and brought to the Board for consideration.

ACTION: The Board's decisions will be fed back to the Future of Evidence Synthesis Oversight Committee

GB-2023-84. Development Directorate Update

Gavin Adams reported on key activities within the Development Directorate since the last Governing Board meeting held in May 2023

He mentioned special thanks to the Support Team who had responded to a record number of queries during March 2023. The Team had been expanded to manage the administrative tasks associated with transferring content from UK Cochrane Review Groups leading up to and following their closure. The Support Team is now handling the technical process associated with the publication of protocols, reviews, updates, and amendments on the Cochrane Library.

The team is working at full capacity and more resource will be needed as other groups close. Resourcing will be considered as part of the 2024 budget and operational planning process.

Gavin reported that he and other members of the Executive Leadership Team were considering how best to take forward the recommendations included in the 2021 Diversity and Inclusion Report which came out of the Listening and Learning exercise. Members of the Governing Board discussed equality, diversity and inclusion and agreed that the principles should be embedded in all of Cochrane work and processes.

Implementing and embedding an organizational policy on Equality, Diversity and Inclusion will require coordination and dedicated resources.

Some organizations appoint an Equality, Diversity and Inclusion Lead to oversee the programme of work but this is not the only model to consider.

ACTION: Gavin Adams and the ELT will report back to the Board in December with progress

A fully resourced communications team is now in place within the Development Directorate and a digital agency has been appointed to work with on the website redevelopment project. There are over 200 satellite websites as well as the main Cochrane ones. Catherine Marshall thought that this might provide an opportunity for attracting a commercial sponsor.

Members of the Governing board discussed the financial outturn of the 2023 Colloquium on Thursday 31 August and agreed to return to the discussion around options for holding a Colloquium in 2025.

Hosting a Colloquium is a significant undertaking, planning should start 2 years before the event and so a decision on whether there will be a Cochrane Colloquium in 2025 needs to be taken by the end of September 2023.

The Executive Leadership Team had considered a range of options and proposed that there should be a number of online events/meetings/symposia during 2025 and a face-to-face Colloquium in 2026.

The new organisational Strategy and Scientific Strategy both focus on how Cochrane can contribute to reducing health inequality globally and support low and middle income countries (LMIC) in embedding evidence in health decisions so, it would be timely and appropriate to host a colloquium in an LMIC or an UMIC (Upper Middle Income Country) in 2026. A robust plan for ensuring that delegate numbers are achieved and that the thematic focus is explicitly on issues of relevance to LMICs or UMICs would need to be developed.

Members of the Governing Board discussed the issues and in a wide ranging discussion the following points were made:

- The proposal was reasonable but the success of virtual events was not convincing.
- The Colloquium is the most important engagement event for the whole Cochrane Community.
- The Board was keen to see the development of a multi stranded approach to engagement and promoting regional events (as had been endorsed previously) was one of the ways to do this but there was a view that this should not replace the annual Colloquium.
- An annual flagship events provides opportunities for attracting sponsorship
- Many membership organizations hold an annual event and comparable organizations (for example the Guidelines International Network) do too but there is usually an expectation that the event generates a profit or at least covers the costs.
- There is an expectation that conferences and events are hybrid as standard and virtual attendance opens up participation to a larger number of people. However, hybrid events create an inequality between those who can afford to travel and those who cannot.

Gavin Adams said that the key issue was cost, he did not currently have the resources to plan and deliver a Colloquium in 2025.

In summing up the discussion, Tracey Howe said that the Board did not feel able to vote on the proposed resolution but that there was appetite for holding a face to face event in 2025. A small working group should be established to consider the options and costs. The working group will consider working in partnership with another organization, attracting sponsorship and fundraising and learning from other organizations. The substantial experience of members of the Cochrane Community and in particular the Events Working Group will be utilised in developing a business case for the Board to consider.

ACTION: A business case will be developed for the Board to consider in December 2023. If a decision needs to be made more quickly then the paper will be circulated between meetings. (GA)

GB-2023-85. Acceptance and refusal of donations policy

The policy (which was based on best practice guidance from the Institute of Fundraisers) was considered by the Fundraising Committee at their meeting held on 10 July 2023.

The policy will apply to all solicited and unsolicited donations from individuals, trusts and foundations, companies, community groups and government agencies. It was designed to ensure that all donations reinforce Cochrane's mission by outlining some guiding principles. Donations are defined as either financial or non-financial contributions.

The Board discussed the policy and whether it should be broadened to include the food industry (the draft refers to companies that produces energy drinks). Whether 'exploitative labour practices' should be defined and whether pornography should be specially referenced will be considered before a second draft is brought to Trustees for approval

The Board agreed that the issues are complex but many organizations grapple with similar issues and so there was no reason to 'reinvent the wheel' when drafting the policy.

Implementing the policy and ensuring that processes are aligned to the conflicts of interest and other relevant policies will be important.

The Board did not vote on the proposed resolution to approve the policy and asked for more consultation.

ACTION: A second draft will be brought to the Governing Board meeting in December 2023. (Gavin Adams)

GB-2023-86. Emeritus and Lifetime membership awards

The Governing Board noted that the criteria for awarding Emeritus and Lifetime members were agreed in September 2022 and the first round of Emeritus and Lifetime membership awards was held in March and April 2023

It was agreed that in the future, nominees who are former Central Executive Team members will be considered by the Chief Executive Officer and Editor in Chief, rather than the Membership and Awards Committee. They will then be included in the list of names to be approved by the Board.

The Board also agreed that a 50/50 gender split in both award categories was an aspiration to be worked towards.

The following awards were **approved** on the recommendation of the Membership and Awards Committee:

Lifetime Membership	Emeritus Membership	Emeritus Membership
Leon Flicker	Martin Burton	Mario Tristan
Patricia Graves	Christopher Williams	Nicky Cullum
Karen Steingart	Robin Grant	Hilda Bastian
Fiona Rowe	Paul Garner	Gladys Faba
Maoling Wei	Rob Scholten	Fergus Macbeth
Linda Clare	Petra Macaskill	Malinee Laopaiboon

Rob Scholten subsequently turned down his award.

GB-2023-87. Preparation for the Annual General Meeting (AGM)

Members of the Governing Board discussed the AGM to be held on 4 September 2023

GB-2023-88. 25. Date of next Meeting:

6 December 2023 7pm – 9pm (UK time) – Virtual meeting

---MEETING END---