

Minutes of the Cochrane Governing Board meeting held online on 9 January 2024 via Teams

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| Governing Board Members present: | Jordi Pardo Pardo | Interim Chair |
| | Yuan Chi | Trustee |
| | Juan Franco | Trustee |
| | Sally Green | Trustee |
| | Tamara Kredo | Trustee |
| | Gillian Leng | Trustee |
| | Wendy Levinson | Trustee |
| | Emma Persad | Trustee |
| | Vanessa Piechotta | Trustee |

Others in attendance:

From the Executive Leadership Team:

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|---------------------|------------------------------------------|
| Catherine Spencer | Chief Executive Officer |
| Karla Soares-Weiser | Editor in Chief |
| Gavin Adams | Director of Development |
| Casey Early | Director of Finance & Corporate Services |
| Laura Ingle | Director of Publishing and Technology |

From the Central Executive Team:

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| Lucy Johnson-Brown | Head of Governance |
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Apologies:

Karen Kelly, Trustee

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 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:

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|-------------------|--------------------------------------------------------------------------------------------------------------------------------------------|
| GB-2024-04 | The minutes of the meetings held on 6 December 2023 were APPROVED as an accurate record of the meetings. |
| GB-2024-06 | The Governing Board APPROVED Option 3: To work with Wiley on the proposed route to Open Access |
| GB-2024-07 | The Governing Board AGREED that an open call is made to all Geographic Groups in LMICs to submit a formal bid to host a 2025 event. |
| GB-2023-08 | The Governing Board APPROVED the appointment of Prospectus to lead the Chair recruitment. |

Resolutions approved between meetings:

22 January
2024

The Governing Board APPROVED the updated complaints policy and process.
Yes:10 No:0 Abstain:0

---MEETING START---

GB-2024-01 Apologies for absence

Apologies for absence from Karen Kelly were noted.

GB-2024-02 Approval of the agenda

The agenda was approved.

GB-2024-03 Declaration of any conflicts of interest relating to items included on the agenda.

None were declared.

GB-2024-04 Minutes of the meetings held on 6 December 2023

Minute GB-2023-102 Report from the Future of Evidence Synthesis Oversight Committee

The minutes of the Committee meeting included an error. Sally Green recused herself from the item on Evidence Synthesis Units and it was Jordi Pardo Pardo who took over the chair not, as was the recorded in the minutes, Karen Kelly.

With the correction noted, the minutes were **AGREED** as an accurate record of the meeting.

Resolution:

The minutes of the meeting held on 6 December 2023 were APPROVED

Yes: 8 No:0 Abstain:1

GB-2024-05 Actions and decisions log

The action and decision log was noted.

The minutes of the meeting held on 6 December 2023 included the following:

Minute GB-2023-101 Report from the Fundraising Committee:

Wendy Levinson reminded the Board that the fundraising strategy is not a short term one and that substantial work will take time. Trustees will need to use their own contacts and work on building relationships over the next two years.

This will be added to the action and decisions log.

ACTION: Add the action to the log (LJ-B)

GB-2024-06 Open Access Pathway

Laura Ingle presented the proposed next steps in the pathway to Open Access as set out in paper GB-2024-02.

Comments made on the paper before the meeting were addressed and some of the detail around the three options to be considered was clarified.

There was a discussion around whether the pressure to achieve Open Access had altered since Cochrane's funding from NIHR came to an end. A previous group of Trustees made a commitment to Open Access as it was required by the major funder at the time.

Laura Ingle and Gavin Adams confirmed that current ways of operating meet the requirements for most research institutes in the UK, USA, Canada and South Africa and being able to demonstrate a pathway towards Open Access satisfies most large funders.

Trustees agreed that the risk of not achieving Open Access ambitions in the time frame already agreed needs to be balanced with the financial risks.

GB-2024-07 Event format 2025 and beyond

Comments made on the paper before the meeting were addressed and the background was clarified. At meetings held in September 2023 and December 2023, the Board discussed member events generally and the size, format and location of a Cochrane Colloquium in 2025 specifically.

Geographic Groups had previously asked the Board to consider hosting a Colloquium in a country with a low-income or middle-income economy (LMIC).

After discussion, the Board agreed that a face to face Colloquium will be held in 2025 and that all Cochrane Groups in LMICs and UMICs will be asked to express their interest in hosting the event. The Board agreed to return to the wider discussion around Cochrane events at the next meeting to be held in March 2024. The advantages and disadvantages of in person, virtual and hybrid events will be explored along with the benefits and risks of one large event (a Colloquium) or several regional events. Criteria for choosing a host, consideration of environmental impact, ability to generate income, safety, strategic benefit to the organization and to the host and diversity/equity will all be considered then.

ACTION: To be covered at the next meeting to be held in March 2024 (GA)

The Chair asked Trustees if they felt ready to vote and they confirmed that they did. The following resolution was passed:

Resolution: The Governing Board agreed that an open call is made to all Geographic Groups in LMICs to submit a formal bid to host a 2025 event.

Yes: 6 No:2 Abstain:1

GB-2024-08 Chair recruitment update

Jordi Pardo Pardo recused himself for this discussion and Tamara Kredo chaired this item.

In May 2023, Jordi Pardo Pardo was appointed as Interim Chair from September 2023 for a period of up to one year while a Chair was recruited. In August 2023, the Board agreed that a single Chair will be appointed after a robust recruitment process and, to ensure openness and transparency a recruitment consultant will be used.

The Governance and Nominations Committee considered proposals from three recruitment consultants and scored each of them using criteria including understanding of the requirements, track record in international recruitment to Governing Boards and cost as set out in paper GB-2024-04.

The Board approved a recommendation from the Governance and Nominations Committee that Prospectus be appointed to lead the recruitment. The process is expected to take several months. The role description and application process will be shared with the Cochrane Community and other existing networks.

Resolution:

The Governing Board APPROVED the appointment of Prospectus to lead the Chair recruitment.

Yes: 8 No:0 Abstain:1

GB-2024-09 Governing Board meeting to be held in Berlin in March 2024

Trustees noted the dates of the meeting, travel details and a list of items that had been suggested at previous meetings for including on the agenda for the meeting in March.

GB-2024-10 Date of next meeting

11, 12 and 13 March 2024 in Berlin.

---MEETING END---