

Follow-up on our discussion today about a complaint related to the HPV vaccines

5 April 2017

Dear Governing Board,

we discussed today the complaints sent to the co-chairs by Mrs. Wind-Mozley and colleagues over the Nordic Cochrane Centre's complaint over the EMA to the EMA itself, and subsequently to the European Ombudsman in relation to the EMA's handling of possible serious harms of the HPV vaccines.

Lisa said that I had received a copy of the original complaint by Wind-Mozley and colleagues. As far as I can see, this is not correct (I have searched my computer and also remember that I did not see the complaint when it came in last year). I have not seen any of their other complaints to the co-chairs either, of which the most recent was from two weeks back according to Lisa.

I noted at the meeting that I feel that complaints over a person to the co-chairs should be seen by that person. I have raised this issue before, see below.

On 28 July 2016, Lisa wrote to us:

"Dear Peter and Karsten,
Cindy and I received a complaint regarding a submission to EMA that you co-authored. Our response is attached."

In their reply to Wind-Mozley and colleagues, Cindy and Lisa stated:

"As members of civil society, the authors are free to send comments to the European Medicine's Association and, to our knowledge, they are using their correct affiliations. We suggest you raise your concerns regarding the letter in a public forum so they can be transparently discussed."

I replied on 2 August, among other things:

"thanks for your reply, which is good." I also wrote:

I have a proposal, which I have today sent also to Mark Wilson:

The main problem lies in our Spokesperson policy and the way in which the Cochrane leadership interprets this policy. This is being abused by outsiders (who may have an agenda of their own) as an instrument for creating internal conflict in Cochrane. We should not allow this to happen, and in our view, the Spokesperson policy would benefit from some changes.

Considering that we make many statements that challenge the traditional power positions in healthcare and that healthcare is riddled with financial conflicts of interest, strong beliefs and wishful thinking, it is to be expected that once in a while people pose questions to the Cochrane

Collaborations leadership about whether a statement put forward by a member of the Collaboration represents official views of the Collaboration. It is actually very surprising that you receive so few emails about this.

I suggest that all emails that come to the Cochrane leadership asking whether what we have written or said represents official views of the Cochrane Collaboration be forwarded to me. You should not use your time on issues like this, and I would prefer to be the one who replies, as it will be about what we do at our centre, copying those of you of course to whom the email was directed. But if you prefer to reply yourself, I should routinely be copied on any such emails so that I know what is going on before any replies are sent, allowing me time for comment.

On 22 Aug 2016, we received this message:

“Finally, thank you for your offer but we will not be forwarding complaints and correspondence received by Cochranes Central Executive or Steering Group/Governing Board to you for you to reply to on our behalf, but we will of course - inform you and consult with you, where necessary, in how we respond to any enquiries we receive as outlined in the Spokesperson Policy.

Yours sincerely,

Lisa, Cindy, Mark & Julie”

Allow me to say again that in my view, it is not in the best interest of Cochrane and it is not fair to me or any other person someone complains about, that they do not see the complaints - indeed, before any action is taken by the co-chairs, the CEO or any other person in our leadership.

I learned today that members of the Governing Board are entitled to see correspondence to the co-chairs. I therefore kindly ask the co-chairs to send me all the emails Wind-Mozley and colleagues have sent to them and also their replies.

I also kindly ask for a fair process next time somebody complains over a person in a leadership role in Cochrane. This process should include mutual respect, information and consultation before any replies are being sent out. As I said today, we need to protect each other in Cochrane against evil attacks from outside.

best wishes

Peter Gøtzsche

5.3 The CET should inform Cochrane Groups of the decision to de-register non-responding Groups in future; and add a page on financial monitoring to the Cochrane Community website policies page.
The CET should include a space in the 2017 monitoring form that asks Groups to confirm that they are not contravening current conflict of interest policies. Additionally, more guidance and categorisation of funding should be enabled, particularly to differentiate between funding for core functions and research funding.

9. There was a question as to whether letters of support should continue to be required and if so, whether that should exclude current members of the Board. However, it was agreed to revisit this decision in the future and make no changes for the moment.

At a future meeting, sanctions for non-compliance would be agreed. (only general mails allowed, pointing to all candidates)

13.2 Complaints procedure

In response to a question from PG, it was clarified that if a formal complaint was made about a member or members of Cochrane their line manager within Cochrane should inform that individual of the complaint – as transparency was important - but the manager is not obliged to share all material from the complainant with that individual. Cochrane's *Charter of Good Management Practice* would apply; and its principles would be followed. As a mutual obligation, Cochrane members also had an obligation to their Cochrane line managers to inform them of conflicts or potential conflicts of which they are aware or involved.

The minutes for item 13.2 **Complaints procedure** are highly misleading and must be changed. I raised this issue for the agenda and we discussed it on 7 April. As you know, I wrote this to the Board the same day (I have now highlighted the most important bits in green):

"Dear all

I was surprised that there was resistance at the Board meeting today against introducing procedural fairness when someone sends a complaint to the Cochrane leadership (the CEO, the editor-in-chief or the two co-chairs) over a senior Cochrane member. Particularly since the lack of such fairness has caused great harm earlier.

Catherine Marshall alerted us to the "Principles of Natural Justice" in New Zealand:

<http://www.ssc.govt.nz/node/7839>

These principles are:

The rights of both parties to a formal complaint should be protected by the principles of natural justice. These are:

- freedom from bias on the part of the person making the decision/judgment; and
- transparency and fairness of the procedure.

Kommenterede [PCG1]: This is highly misleading and some of it is wrong. This must be changed, see my email about this, with a suggestion for a more correct text.

Guidelines for a fair process include:

- take a complaint seriously and act on it immediately;
- maintain confidentiality;
- give the problem resolution procedure priority and respond in a timely manner;
- inform a respondent of the allegations against them;
- give a respondent the opportunity to respond to the allegation;
- do not ask irrelevant questions;
- keep both parties informed about progress of an investigation;
- ensure the parties' safety is protected during an investigation, including protection from retaliation or victimisation;
- give both parties a full opportunity to read/see and respond to all evidence collected in an investigation before a decision is made;
- consider all the evidence and weigh it carefully before deciding whether there is substance to the complaint;
- provide both parties with a copy of the decision and the reasons for the decision, and their options in terms of settlement, review, etc.;
- ensure any disciplinary action is proportionate to the level of behaviour complained of; and
- offer right of appeal or review .

We decided today at the Board meeting that when complaints are raised about senior people in Cochrane, like centre directors or co-ordinating editors, to senior leaders in Cochrane, like the CEO, the editor-in-chief or the two co-chairs, these complaints must be forwarded to the person complained about so that this person has a possibility of explaining him/herself and of participating in the process. I suggested this because the risk of damage is high if such a procedure is not followed. It is also a lack of a fair process.

I have written this as I want to ensure that this gets minuted in some detail. I suggest we abide by the NZ principles.

Thanks beforehand

bw

Peter"

I wrote in my personal notes the same day, also 7 April: "Yes: I will be informed next time. Mark tried to avoid this agreement. Catherine informed that in NZ the person who is being accused must have the possibility of seeing the complaint and respond to it."

9 June 2017

To the Cochrane Governing Board

Item 13.2 in the draft minutes from Genève: Complaints procedure

Dear all,

On 31 May, our CEO Mark Wilson sent us the draft minutes from our Governing Board meeting in Genève 5-7 April. In relation to item "13.2 Complaints procedure", the minutes are highly misleading and must be substantially changed. The current text is this one:

"In response to a question from PG, it was clarified that if a formal complaint was made about a member or members of Cochrane their line manager within Cochrane should inform that individual of the complaint – as transparency was important - but the manager is not obliged to share all material from the complainant with that individual. Cochrane's Charter of Good Management Practice would apply; and its principles would be followed. As a mutual obligation, Cochrane members also had an obligation to their Cochrane line managers to inform them of conflicts or potential conflicts of which they are aware or involved."

I asked to have this item on the agenda. During our discussion, I became worried that the minutes in relation to this item might become misleading because Mark very strongly opposed what I suggested, which was due process. I tried to prevent this from happening by writing a letter to the whole Board the same day we discussed this item, 7 April:

"Dear all

I was surprised that there was resistance at the Board meeting today against introducing procedural fairness when someone sends a complaint to the Cochrane leadership (the CEO, the editor-in-chief or the two co-chairs) over a senior Cochrane member. Particularly since the lack of such fairness has caused great harm earlier.

Catherine Marshall alerted us to the "Principles of Natural Justice" in New Zealand:

<http://www.ssc.govt.nz/node/7839>

These principles are:

The rights of both parties to a formal complaint should be protected by the principles of natural justice. These are:

- *freedom from bias on the part of the person making the decision/judgment; and*
- *transparency and fairness of the procedure.*

Guidelines for a fair process include:

- *take a complaint seriously and act on it immediately;*
- *maintain confidentiality;*
- *give the problem resolution procedure priority and respond in a timely manner;*

- *inform a respondent of the allegations against them;*
- *give a respondent the opportunity to respond to the allegation;*
- *do not ask irrelevant questions;*
- *keep both parties informed about progress of an investigation;*
- *ensure the parties' safety is protected during an investigation, including protection from retaliation or victimisation;*
- *give both parties a full opportunity to read/see and respond to all evidence collected in an investigation before a decision is made;*
- *consider all the evidence and weigh it carefully before deciding whether there is substance to the complaint;*
- *provide both parties with a copy of the decision and the reasons for the decision, and their options in terms of settlement, review, etc.;*
- *ensure any disciplinary action is proportionate to the level of behaviour complained of; and*
- *offer right of appeal or review .*

We decided today at the Board meeting that when complaints are raised about senior people in Cochrane, like centre directors or co-ordinating editors, to senior leaders in Cochrane, like the CEO, the editor-in-chief or the two co-chairs, these complaints must be forwarded to the person complained about so that this person has a possibility of explaining him/herself and of participating in the process. I suggested this because the risk of damage is high if such a procedure is not followed. It is also a lack of a fair process.

I have written this as I want to ensure that this gets minuted in some detail. I suggest we abide by the NZ principles.

Thanks beforehand

bw

Peter"

The draft minutes state:

"it was clarified that if a formal complaint was made about a member or members of Cochrane their line manager within Cochrane should inform that individual of the complaint – as transparency was important - but the manager is not obliged to share all material from the complainant with that individual."

This is highly misleading. Our discussion was about senior members in the Collaboration and about how our leaders - the CEO, the deputy CEO and the Board co-chairs - respond to complaints about senior members. It was not about line managers or about all members of Cochrane (although due process should of course apply also to them).

It is highly unfortunate to state that "the manager is not obliged to share all material from the complainant with that individual." We never agreed to this and it is certainly not due process. In a court of law, the defendant is entitled to see all material that is relevant for the case. The same principle must apply to

Cochrane processes. If not, it would be like leaders of dictatorship states who often use secret processes with no possibility of a proper defence.

Cindy wrote to us on 1 June that Lucie and Mark prepared the minutes and sent them to Cindy and Lisa for further editing; and that Mark sent the minutes out after Cindy and Lisa had approved them.

I find it very concerning that the minutes do not reflect what was discussed and what was agreed on such an important topic, and that our CEO and our two co-chairs do not seem to favour transparency, fairness and due process when senior leaders in Cochrane come under attack.

I request that this be rectified and I also want to know why Mark wrote this (assuming he wrote it) and why the two co-chairs accepted something so highly misleading and unfair.

This is deeply concerning also because, as I explained at the meeting, Mark sent a letter to the Danish Psychiatric Association in 2014, co-signed by David Tovey, and the then two co-chairs, Lisa Bero and Jeremy Grimshaw, which was highly damaging for the Nordic Cochrane Centre.

The draft minutes say that “Cochrane’s *Charter of Good Management Practice* would apply.” I do not recall that we agreed to this at the meeting. Further, this charter is about good behaviour in general and does not ensure that senior members of Cochrane will be treated fairly in relation to the issues I raised in Genève. Particularly not when the minutes state that “the manager is not obliged to share all material from the complainant with that individual.” I consider this an outrageous statement. Whether or not the complainant labels such material as confidential, it must be shared with the accused. This is what fairness is about, both in courts of law and elsewhere. If the complainant writes that the person under attack should not be allowed to see the complaint, then the Cochrane leadership should write to the complainant that since this is not due process, the complaint will be ignored.

I suggest the following text for item 13.2 in our minutes:

“In response to an issue on the agenda raised by PG, it was agreed that complaints raised about senior people in Cochrane, like centre directors or co-ordinating editors, to senior leaders in Cochrane, like the CEO, the editor-in-chief or the two co-chairs, must be forwarded to the person complained about so that this person has a possibility of explaining him/herself and of participating in the process. This is needed to ensure fairness and due process, acknowledging that the risk of damage is high also for Cochrane itself if such a procedure is not followed. CM drew attention to the “Principles of Natural Justice” in New Zealand <http://www.ssc.govt.nz/node/7839>, which the Board agreed were reasonable principles to follow.”

Best wishes



Peter C Gøtzsche, DrMedSci, MSc
Director of the Nordic Cochrane Centre, Rigshospitalet
Professor, University of Copenhagen

17 June 2017

About item "13.2 Complaints procedure" in the draft minutes from the Board meeting in Genève

Dear all,

On Friday, 9 June, I alerted the Board to the fact that the draft minutes were highly misleading in relation to item "13.2 Complaints procedure." I proposed a more correct version and gave my observations in a 3-page letter.

Saturday, 10 June, Catherine wrote to the Board:

"Item 13.2 complaints procedure. I do not recall any reference to "Cochrane's Charter of Good Management Practice" at the meeting so am surprised to see it included in the minutes. I thought that during the course of the meeting the Directors agreed that it is reasonable that the person whose actions are the subject of a complaint should see the complaint and be given the opportunity to comment and that this would now be part of our process. Like Peter, I would like to see this reflected in the minutes."

Later the same day, in reply to both emails, Cindy wrote:

"Happy to revisit it. Lisa and I need to check against our handwritten notes."

Sunday, 11 June, I wrote:

"given that you and Lisa approved minutes that were so obviously misleading in relation to item 13.2, which I raised, and given that I wrote detailed minutes the same day as we discussed this item and now have also proposed a more correct version, I find that you and Lisa should not try to revisit the minutes at this point.

It would be better if the board members stated whether they think my version is one they can accept. I kindly ask the board members to say what they think.

Further, not only I, but other members of the board, expect to get an explanation. I wrote in my letter to the board from 9 June:

"I find it very concerning that the minutes do not reflect what was discussed and what was agreed on such an important topic, and that our CEO and our two co-chairs do not seem to favour transparency, fairness and due process when senior leaders in Cochrane come under attack.

I request that this be rectified and I also want to know why Mark wrote this (assuming he wrote it) and why the two co-chairs accepted something so highly misleading and unfair."

To this, Cindy and Lisa replied, also on 11 June:

"At our meeting in Geneva we extensively discussed the issue you raised about how complaints about you to Cochrane have been handled. You were not in the room for all of the discussion. Lisa and I have checked our notes. We did talk about Cochrane's procedure for conflicts which is located in Cochrane's charter of good management practice, which references our other policy documents. That is the only reason that the charter is mentioned within the minutes. We did not agree to adopting the NZ statement (which we hadn't even seen) although we agreed to the sentiment of natural justice which is within that document.

A summary of the points of the discussion and what we agreed are as follows:

When a complaint is made about an individual to a manager in Cochrane then the individual must be informed.

The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane investigating the complaint.

That we must follow the principles of the procedure that Cochrane already has for dealing with conflicts

(located in the Cochrane's Charter of Good Management Practice and related policies.

Cochrane members must also inform their manager of conflicts or potential conflicts.

We feel the summary in the minutes reflects this discussion. However, we have edited them to address some of the detail. What we have not done is accept using the NZ "Principles of Natural Justice" for the reasons mentioned above ... With regard to your view that the minutes were approved for distribution even though they were inaccurate - this related to 6 lines of 14 pages of minutes from a two day meeting. We don't think that they were misleading or inaccurate and that they address your concerns about being informed when there has been a complaint. The process for the minutes is that the staff of the Central Executive Team send the co-chairs the draft minutes. The co-chairs approve them to be distributed after making some edits (which we did) for the board to consider for final editing and approval. Making changes to the draft minutes at this stage (as we are now) is normal board behaviour. We are happy to be criticised for missing some of the detail of the discussion but I do not accept that they were misleading or inaccurate.

We are happy to hear from other board members about any other changes you want in order to prepare a final set of minutes ...

Peter - if you have any further concerns then Lisa and I can discuss with you by telephone as multiple emails can be difficult to manage. Here is a new version ...

Cindy and Lisa"

The next day, 12 June, Gerald wrote:

"I agree with the minutes, except for 13.2. Even after revisions, I do not agree with the statement that "The manager does not have to disclose all the material from the complainant with the individual" and I do not recall a discussion of this particular point at the meeting in Geneva. When Peter left the room, we discussed exclusively Peter's case. We could not exclude a Board member from a general discussion about the complaints procedure.

I strongly believe that sharing all materials with the person complained about (who might face consequences) is a fundamental principle of justice and fair treatment. I think this statement would be in breach with one of the basic principles of the Cochrane Charter of Good Management Practice, namely "A commitment to transparency, openness, and accountability in our relationships, communication, and actions."

Furthermore, the wording in item 13.2 is problematic. "It was clarified...." hides behind passive voice. Who clarified? I don't think that the Board clarified this.

I would propose to delete this statement and revisit the complaints procedure and the NZ "Principles of Natural Justice" at the meeting in Cape Town."

My comments given the above

Both the process between our CEO and two co-chairs in relation to item 13.2, their original statement, and even their revised statement in item 13.2 are in breach with one of the basic principles of the Cochrane Charter of Good Management Practice, namely "A commitment to transparency, openness, and accountability in our relationships, communication, and actions."

This is serious. The Board should not be exposed to or accept such behaviour which, as far as I can see, has been manipulative. I find that our two co-chairs have demonstrated a remarkable lack of respect for the other Board members. As Gerald wrote: "It was clarified" hides behind passive voice. Who clarified? I don't think that the Board clarified this."

Further, in the email from "Cindy and Lisa" appears this sentence: "We are happy to be criticised for missing some of the detail of the discussion but I do not accept that they were misleading or inaccurate." The use of the word "I" suggests that one person, not two, was happy with distributing misleading minutes that excluded the possibility of due process, which we agreed at the meeting must take place whenever a senior Cochrane person comes under attack.

Who was that person "I"? Cindy or Lisa? Or was it Mark? And was Mark consulted before Cindy and Lisa wrote this email to us and corrected item 13.2 in a way that continued to be seriously misleading? This is important to know because, at the meeting in Genève, Mark very strongly opposed what I suggested, which was due process, and based on other observations I made, particularly but not exclusively during the closed meeting on the Wednesday, it seems to me that Lisa does not favour due process either.

As Gerald states, it is inappropriate for our co-chairs to refer to a closed discussion the Board had on the Wednesday about people who had criticised the Nordic Cochrane Centre's complaint over the EMA to the EU Ombudsman when they commented on item 13.2, which is not about this but about the more general issue of complaints.

Another inappropriate remark our co-chairs made is this one: "With regard to your view that the minutes were approved for distribution even though they were inaccurate - this related to 6 lines of 14 pages of minutes from a two day meeting." The issue is that the minutes on this item were highly misleading, and continued to be highly misleading even after we had pointed this out, which means that someone must have written this and that the two co-chairs happily accepted what they knew was highly misleading. The issue is not about the number of lines.

I requested in my letter from 9 June that this be rectified and I also wanted to know why Mark wrote this (assuming he wrote it) in the first place and why the two co-chairs accepted something so highly misleading and unfair. Three people cannot write the same misleading sentence at the same time. We therefore need to know:

Who wrote this sentence: "the manager is not obliged to share all material from the complainant with that individual."

Who wrote this sentence: "The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane who are investigating the complaint."

Considering our principles about transparency, openness, and accountability, I expect that the whole Board will get answers to all the questions I have asked above.

I furthermore suggest that the Board approves the version of the minutes I included in my 9 June letter, as I believe this version is correct:

"In response to an issue on the agenda raised by PG, it was agreed that complaints raised about senior people in Cochrane, like centre directors or co-ordinating editors, to senior leaders in Cochrane, like the CEO, the editor-in-chief or the two co-chairs, must be forwarded to the person complained about so that this person has a possibility of explaining him/herself and of participating in the process. This is needed to ensure fairness and due process, acknowledging that the risk of damage is high also for Cochrane itself if such a procedure is not followed. CM drew attention to the "Principles of Natural Justice" in New Zealand <http://www.ssc.govt.nz/node/7839>, which the Board agreed were reasonable principles to follow."

Finally, I asked for a summary of the decision we made in relation to item 13.2 to be listed under "Summary of Decisions taken" on page 2 of the minutes, but in the amended minutes this explanation was inserted on this page: "Co-Chairs – no new decision was made. See comments later. We directed the Board to the policy."

This is not correct and the policy does not cover what we discussed and agreed upon. We made a decision and must stick to it and summarize it, as it is important. I suggest this summary of it:

“The Board agreed that when a complaint is raised about a senior person in Cochrane, that person must see the complaint and participate in the process. The Board agreed that the "Principles of Natural Justice" in New Zealand would be reasonable principles to follow.”

best wishes

Peter

JC remained concerned that there had not been closer integration of the structure and function changes to thematic networks and Fields. In response, MW said that organisational structural planning was not starting from scratch, and that it would be a priority to align the structures given the decisions taken by the Board at this meeting. As with CRGs, underperforming Fields – or those with unfeasible/unnecessary remits – would be phased out. MN was encouraged to put her concerns about priority-setting in writing to MW and CCn.

Concluding its discussion, the Board confirmed the future value of Fields within the new, enhanced KT priorities and activities, particularly in relation to the new role of the CRG networks.

DECISION: The Board adopted the proposed structure and function design changes for Cochrane Fields as set out in the paper, with the exception of the proposed name change for the Group type, which would undergo further discussion; and requested that the CET draft an operational plan.

ACTION: The CET should draft an operational plan for structure and function changes to Fields, and should consult the Council in this.

12. Cochrane Membership

JWd explained that the Cochrane Membership activity 'thresholds' presented for approval would be an initial set, but data gathered following the initial implementation of the membership scheme and further research on possible user journeys would lead to changes and additions to these thresholds in due course. She gave, as an example, additional routes into Cochrane for methods activities, which would be discussed and agreed with the Methods community. Following wide consultation during the Geneva meetings, she recommended the reduction of the Cochrane Crowd task threshold from 3,000 to 1,000 microtasks per year (e.g., screening studies to identify which are randomized controlled trials). She reported an excellent discussion with the Council, and following this, another reduction for peer reviewers from five to two reviews per year.

The Board welcomed the paper; and the proposed thresholds for membership and slight amendments to them - as stated above. Some Board members asked the CET to consider whether the 'supporter' name was appropriate and sufficient to value the contributions of people in this category. The de-coupling of active (e.g., former authors) and inactive supporters (e.g., those receiving newsletters) should also be explored.

PG raised a concern that peer reviewers from drug and devices industries could gain membership. JWd recognised this, but said that it would be important for other kinds of peer reviewers (e.g., consumer peer reviewers) to gain membership through their peer review activities. Conflict of interest related to non-review production activities was an area that needed to be finalized, and task-based conflict of interest statements would be integrated in individual membership accounts. Therefore, if individuals are precluded from participation in Cochrane activities due to conflicts of interest, they would not be eligible for membership.

Time limits on membership thresholds would be automated through the membership management system, but individual members requesting exemptions would have those manually considered.

DECISION: The Board approved the proposed Cochrane Membership scheme activity thresholds for the transition from Cochrane 'supporter' to 'member' status as revised in Geneva, with a review after 12 months.

13. Any Other Business:

13.1 March for Science

CM asked about the process for the rapid establishment of a partnership and statement of support which was signed by the Cochrane Co-Chairs with the March for Science. LB said that the Co-Chairs had taken the decision due to the need to respond rapidly on this new partnership, and the Partnership Policy had been followed, with the US Cochrane Center being consulted given the US-based nature of the partnership. The Board agreed that, as a principle, Board members would be consulted where time allowed but where time pressures made consultation unfeasible, the Board would be notified of the intention to release a statement or form a partnership with at least 24-hours' notice, and given the opportunity to raise immediate concerns. This would also allow the whole Board's name to be added to those statements.

13.2 Complaints procedure

In response to a question from PG about how complaints about him have been handled, it was clarified that if a formal complaint is made about a member or members of Cochrane the following should occur:

- The individual must be informed and sent the original complaint. However, to protect individuals making complaints, the complaint is not to be disseminated to the media, posted on blogs, social media, etc.

- The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane who are investigating the complaint.
- That we must follow the principles of the procedure that Cochrane already has for dealing with conflicts (located in the Cochrane's Charter of Good Management Practice and related policies).
- Cochrane members must also inform their manager of conflicts or potential conflicts.

14. Thank you

LB and CF thanked DTh and MN for their long service as this was their last Governing Board face-to-face meeting. JM and MB were also thanked for their service, although they were free to stand for election. LB was given special thanks for her extraordinary decade-long contribution to the Steering Group/Governing Board in various capacities.

LB and CF thanked the CET for their contribution to the meeting; and the CET members then left the meeting with the Governing Board closing following a period of Board-only time (not minuted).

---MEETING END---

From: [Governingboard](#) on behalf of [Catherine Marshall](#)
To: [Joerg Meerpohl](#)
Cc: governingboard@lists.cochrane.org
Subject: Re: [Governingboard] Antw: Proposal to approve Governing Board Minutes, Geneva, 5-7 April 2017 - Link to Doodle poll
Date: Wednesday, 21 June 2017 5:55:49 AM
Attachments: [ATT00001.txt](#)

Hi everyone

Yes - I thought that we agreed that people should see the complaint and be given an opportunity to provide comment.

Happy to discuss at Cape Town along with a discussion about the type of minutes we want recorded.

Best wishes

Catherine

Catherine Marshall
Sent from my iPhone
Ph +64 21 907770

On 20/06/2017, at 9:19 PM, Joerg Meerpohl <meerpohl.jj@gmail.com> wrote:

Dear Gerald and All,

I'd like to strongly support Gerald's view and concern. For transparency and fairness reasons, I think the process should involve the complainant and material be disclosed to him or her. And in fact this is my recollection of our discussion and conclusion.

Given the importance of this, I support Gerald's suggestion of revisiting this briefly in Cape Town.

Best wishes

Joerg.

On 20 June 2017 at 10:44, Gerald Gartlehner <Gerald.Gartlehner@donau-uni.ac.at> wrote:

Dear Lisa and Cindy, dear Board members,

I still have concerns with the wording of section 13.2.

1) "it was clarified" is still passive voice, we need to be specific who clarified. Currently it sounds like the Board clarified which, in my opinion, is not correct. I personally find the statement "The manager does not have to disclose all the material from the complainant with the individual" very troubling and it would be very difficult for me to approve such a statement without further clarification. The example that is used ("For example, emails between individuals of Cochrane who are investigating the complaint"), in my opinion, is about a different issue.

2) The minutes refer to the Cochrane's Charter of Good Management Practice. Can someone please point out to me what

part of the Cochrane's Charter of Good Management Practice justifies such a statement?

I'd be very interested in what other members of the Board think about the wording in 13.2 and about the issue of not having to disclose material with individuals being accused of wrong-doing.

Best wishes,

Gerald

>>> Lucie Binder <LBinder@cochrane.org> 6/19/2017 12:44 >>>
Dear Governing Board members,

As per Lisa and Cindy's earlier message, please find attached the revised and final version of the Minutes. You are now asked to vote on the following resolution by Doodle poll: "The Governing Board approves the Minutes from its meeting in Geneva, 5-7 April 2017" and have the following options: Approve, Reject, or Abstain.

The link to the Doodle poll is: <http://doodle.com/poll/3gih7p2hryay9ab6> and the deadline for your vote is the end of your day on Sunday 25 June. Should the Minutes be approved, an open access version (with restricted access content removed) will be made available on the Cochrane Community website and in the community news channels.

Please note a further correction to the membership thresholds minute (Item 12): The threshold of 1,000 tasks relates to Cochrane Crowd, not Task Exchange. Cochrane Crowd is a 'citizen science platform' that offers a range of 'micro' tasks aimed at identifying and describing evidence. Task Exchange is a virtual 'market place' for tasks, connecting people who need help with their Cochrane Reviews with people who have the time and expertise to help. Both Cochrane Crowd and Task Exchange are part of the Transform project <<http://community.cochrane.org/tools/project-coordination-and-support/project-transform>>. In addition, I have confirmed with Chris Champion that, following discussions with the Cochrane Council prior to the Board meeting in Geneva, the number of peer review tasks that must be completed in one year was reduced from five to two.

Best wishes,

Lucie

Lucie Binder
Senior Advisor to the CEO
Cochrane Central Executive

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27 June from Gerald

Yes, Gerald. We will ensure that the statement is added.

Lisa

On Jun 27, 2017, at 4:27 PM, Gerald Gartlehner

I also still have concerns that the sentence The manager does not have to disclose all the material from the complainant with the individual could be used against Cochrane in a misleading way. Could you please add the following statement to section 13.2:

GG states that he does not agree with the sentence The manager does not have to disclose all the material from the complainant with the individual. He thinks that this statement should be more nuanced and needs further clarification so that it cannot be used in a misleading way against Cochrane.

--

27 June from Peter

Yesterday, you wrote to me: "You do have the right to add your objection to the minutes which were circulated to all Board members with the Doodle poll."

This is what I do now. What comes here is what I request be inserted into the minutes under item 13.2. Please disregard my previous amendment, as as you have now changed the text under item 13.2 once again. I will not accept any editing. Any changes to the text just below will need my approval. This should be the final text under 13.2. Please respect this. It would be unfair if you commented on my comment.

AMENDMENT FROM PETER:

Several Board members have pointed out that the minutes are misleading in relation to item 13.2. I did not raise a question about myself but about how complaints about senior people in Cochrane should be addressed by the CEO and the co-chairs. It was not agreed that the complaint should not to be disseminated to the media, posted on blogs, social media, etc. In my view, irrelevant complaints that have not been submitted in good faith should sometimes be exposed when the case has been dealt with, just like we expose cases of scientific fraud.

Several Board members have objected to this sentence: "The manager does not have to disclose all the material from the complainant with the individual." This was not discussed and not agreed to at the Board meeting, and it would not constitute a fair process. The sentence, "For example, emails between individuals of Cochrane who are investigating the complaint," was not discussed or agreed to either.

The minutes say that we must follow the principles of the Cochrane's Charter of Good Management Practice. Several Board members have noticed that this was not discussed and not agreed to and that the Charter furthermore does not cover what we discussed at the Board meeting. We discussed the New Zealand Principles of Natural Justice and the Board was sympathetic to these.

--

27 from Gerald

In my previous email I outlined the reasons why I cannot approve the minutes in the current form. I made a historical reference that apparently offended some people. I sincerely apologize, it was absolutely not my intention to offend or hurt anyone, particularly in light of my own family's experiences.

26 June

Dear Lisa and Cindy

you cannot do this to the Board members and you cannot say that "This matter is closed".

First: It was not clear what you meant with the amendment, i.e. whether the original text would be retained. I asked but you did not respond and I assumed that the original text would go out and be replaced with what you wrote in an e-mail from 24 June: "So far, 7 Board members have voted to approve the minutes. Given the ongoing controversy regarding item 3.2, we will post hoc amend item 13.2 to say: "Cochrane's complaint procedures were discussed. This item will be discussed further at a future face-to-face meeting."

It obviously makes no sense to retain the original misleading text and then add something about a discussion that will continue later.

Second: You now change what you wrote to us earlier and now say that you retained the original text although it is highly misleading - I have explained that it would be considered fraud if it had been science.

Further, you will not use what you sent to us two days ago and which caused at least one Board member to approve the minutes who had previously had reservations. Such a "procedure" just cannot be accepted.

I will now need to write a different statement than the one I sent yesterday, as you two have now changed what is in the minutes again. I will start working on this now.

Finally, you have changed what I wrote to you without my permission, which you have no right to do, as it is my right to say what I want when I disagree strongly with the minutes, according to our rules.

You are changing the goalpost all the time as you please and do not care that what is in the minutes is not correct.

I find this bizarre and totally unacceptable. I send this email only to the Board private list, as it is a matter for the Board, not for the CET.

bw

Peter

At 08:21 26-06-2017, Lisa Bero wrote:

Dear Peter,

The first sentence in your requested addition is not correct: The Board has not seen the final minutes in relation to this item, only an amendment suggested by the two co-chairs of the Board in an e-mail.

When the doodle poll for the vote on the minutes was sent to the Board, the final minutes were attached. (SEE - From: Lucie Binder; Sent: Monday 19/06/2017 8:45PM; Title: [Governingboard] Proposal to approve Governing Board Minutes, Geneva, 5-7 April 2017 - Link to Doodle poll) These minutes included item 13.2 that we (the co-chairs Lisa and Cindy) had revised in response to feedback from the board. The co-chairs have the responsibility and authority to revise the draft minutes to take all feedback into account. We (the co-chairs) did this.

You continued to disagree with the above mentioned version of the minutes while the vote was ongoing. Therefore, we suggested the post hoc amendment, which you also disagreed with.

Before we suggested the amendment, 7 people voted in favour of the revised minutes that were attached to the doodle poll. This is a majority. Therefore, the minutes as attached to the doodle poll were approved. We will not make the amendment we suggested following the approval of the minutes.

You do have the right to add your objection to the minutes which were circulated to all Board members with the Doodle poll.

Therefore, the approved minutes read as follows for item 13.2:

FROM THE APPROVED MINUTES:

13.2 Complaints procedure

In response to a question from PG about how complaints about him have been handled, it was clarified that if a formal complaint is made about a member or members of Cochrane the following should occur:

The individual must be informed and sent the original complaint. However, to protect individuals making complaints, the complaint is not to be disseminated to the media, posted on blogs, social media, etc.

The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane who are investigating the complaint.

That we must follow the principles of the procedure that Cochrane already has for dealing with conflicts (located in the Cochrane's Charter of Good Management Practice and related policies).

Cochrane members must also inform their manager of conflicts or potential conflicts.

AMENDMENT FROM PETER:

PG: I have chosen not to approve the minutes. I furthermore wish to state the following: In response to a question from PG, the New Zealand Principles of Natural Justice were discussed and the Board was sympathetic to these. It was also clarified that if a formal complaint is made about a member of Cochrane, the individual must be informed and sent the original complaint.

If any other Board members would like to add a statement as to why they did not approve the minutes, please notify the co-chairs and Board. This will be added.

The minutes as noted above (the version sent attached to the doodle board for the vote and Peters addition) are now approved. This matter is closed.

Lisa and Cindy

Professor Lisa Bero PhD / Chair of Medicines Use and Health Outcomes
Charles Perkins Centre
Faculty of Pharmacy

25 June

Dear Lisa and Cindy

I request that you add this to item 13.2 in the minutes:

PG: The Board has not seen the final minutes in relation to this item, only an amendment suggested by the two co-chairs of the Board in an e-mail. I have chosen not to approve the minutes. I furthermore wish to state the following: In response to a question from PG, the New Zealand Principles of Natural Justice were discussed and the Board was sympathetic to these. It was also clarified that if a formal complaint is made about a member of Cochrane, the individual must be informed and sent the original complaint.

According to **Agenda and briefing notes for induction meeting of new Governing Board members**, which new members received in February, I have a right to request an addition to the minutes. Further, the co-chairs have an obligation to accept what I propose, which furthermore is accurate. The relevant text in the briefing notes is this one:

If you strongly disagree with your fellow trustees decision, you can ask for your disagreement to be recorded in the minutes of the meeting.

I have three different e-mail addresses to the boardprivate list and do not know which one to use, so I used two of them.

Dear Joerg and Gerald,

“Amend” means make minor changes. Lisa and Cindy have not responded whether they have retained all the original text and just added the little new bit. But I suppose they have deleted all the old text and now want us to approve: "Cochrane's complaint procedures were discussed. This item will be discussed further at a future face-to-face meeting" as the only text for item 13.2.

Thereby they annul everything that was discussed and agreed to in Genève.

According to **Agenda and briefing notes for induction meeting of new Governing Board members**, which new members received in February:

“If you strongly disagree with your fellow trustees’ decision, you can ask for your disagreement to be recorded in the minutes of the meeting. If you think that your fellow trustees are acting in breach of their duty, you should discuss the matter with the chair or your fellow trustees. If you are still concerned, contact the commission. Ultimately, you may feel that you have to resign in order to distance yourself from the decision”.

I could therefore claim this right and require that this be added to item 13.2:

“In response to a question from PG, the New Zealand Principles of Natural Justice were discussed and the Board was generally sympathetic to these. It was also clarified that if a formal complaint is made about a member of Cochrane, the individual must be informed and sent the original complaint.”

Should I send this along you think?

bw

Peter

Agenda and briefing notes for induction meeting of new Governing Board members

Decisions don't usually have to be unanimous (depending on your governing document), but once the trustees have made a decision, they must all comply with it, including any who disagree. If you strongly disagree with your fellow trustees’ decision, **you can ask for your disagreement to be recorded in the minutes of the meeting**. If you think that your fellow trustees are acting in breach of their duty, you should discuss the matter with the chair or your fellow trustees. If you are still concerned, contact the commission. Ultimately, you may feel that you have to resign in order to distance yourself from the decision.

24 June from Peter

What exactly does your "post hoc amend" mean? Do you wish to retain the rest of the text?

You need to send to us the whole text under 13.2 so that we know exactly what you mean. It is now Saturday. The voting needs to be annulled, as the text is now becoming changed again and as people have voted yes for things that were never discussed in Genève. This should not be accepted in Cochrane, or indeed, in any organisation.

"In response to a question from PG, it was clarified that if a formal complaint is made about a member or members of Cochrane, the individual must be informed and sent the original complaint. This issue will be discussed further in Cape Town."

As Catherine seconded, this is a reasonable wording that the whole Board should be able to accept, as it reflects our discussion in Genève.

--

24 June from Gerald

I don't think simply amending the current text is enough for me. **The problematic sentence is still in there** and taken out of context it can be harmful to Cochrane since the minutes are public. I will follow Nancy and reject the minutes.

--

24 June from Lisa and Cindy

Dear Board members,

So far, 7 Board members have voted to approve the minutes. Given the ongoing controversy regarding item 13.2, we will **post hoc amend item 13.2 to say: "Cochrane's complaint procedures were discussed. This item will be discussed further at a future face-to-face meeting."** Cindy and I had attempted to edit that minute to reflect the extensive amount of discussion, but it remains controversial. We do not think that rewriting that item further will result in consensus by email. If you have not yet voted and wish to vote based on this amendment, the voting is open through the weekend.

We hope we have all learned that introducing a controversial or major item (such as one that changes Cochrane policy) under "any other business" is not good Board practice. The Board cannot prepare for such an item because: 1) there is no board paper, 2) no background material, and 3) no a priori statement of the proposed decision. Although we always welcome items under "any other business," we may need to postpone discussion and decisions on some for future face-to-face meetings. **Lucie can provide the template for Board papers which all agenda items must use. Board papers are due approximately 2 weeks before the face-to-face meeting.**

We have already started the process of reviewing the complaint procedure to included volunteers and non employees. We welcome members of the board to join a group that will prepare a paper to bring to the next board meeting. Marguerite, Jan and Cindy will be part of the initial subgroup. We agree with the suggestion of Marguerite that Joerg also join.

We agree with some of the Board members who do not see our complaint procedure as a priority item compared to other issues facing the Board. We had stated this previously in one of the emails.

We would like to remind the Board that this entire discussion was initiated on the Board list which includes the global Central Executive Team staff. The Board should could consider whether some discussions are more appropriate for the Board Private list. (boardprivate@cochrane.org)

We hope this resolves the debate on item 13.2.

Lisa and Cindy

--

23 June from Catherine:

1. I like the idea of a small working group. Thanks for the people who have volunteered to be part of it.

2. I think the wording Peter has suggested for the minutes is reasonable and from the emails I have read - I think it would be acceptable to all members of the Governing Board.

"In response to a question from PG, it was clarified that if a formal complaint is made about a member or members of Cochrane, the individual must be informed and sent the original complaint. This issue will be discussed further in Cape Town."

3. Mona - I completely agree with your list of Cochrane things that keep me awake at night.

--

23 June from Mona:

I have been silent about this issue in the last emails as I was trying to find the best way to contribute and be helpful rather than more controversial.

One reason for my silence (partially due to cultural issues) I do not have much experience with complaint procedures. In most systems in the world, as an Iranian woman, I am technically never in a strong enough position to complain about anyone and up to now no one complained about me. Its a cultural issue, we do not trust our own system in Iran to treat us fairly and we do not trust any other system in another country to ever treat Iranians especially women fairly. I have not chaired or been involved in dealing with complaint in other organisations and this discussion developed quicker than I would find time to read the literature on complaint management.

Two general issues -

(a) In any discussion, I usually consider them against the main issues that keeps me up at night regarding the future of Cochrane. The main issues that keep me up at night are
- the financial and organisational sustainability with the changing context (Wiley- Cochrane relation, open access, tech develop, changing expectation of funders)

- the coherence and commitment of the cochrane community to fight for the continuity and future of the collaboration/organisation if things get more difficult,

I was trying to decide where the issue of complaint procedure sits with regard the two issues that keeps me up at night. I can see that it can contribute to the second issue but it is not necessarily the highest priority in that category for me in the current situation. I am a big fan to provide time to discuss issues that are controversial but before suggesting we discuss it, I usually prefer to first consider this in context of other issues that are priorities which can be one issue to discuss next week conference call, if we have all the topics we need to discuss in cape town considered, is this a still top priority to discuss in cape town.

I should add for transparency, it has been decided this year that the outgoing members of steering group do not attend the last steering group meeting so I will not be in the meeting in cape town.

(b) Sarah, I often like your approach but struggled with some of your suggestion in the email. I think the difference that I see between this and your approach with the management is - as board members, we have legal responsibility for the charity so I think that's appropriate to raise concerns and discuss it if it feels that we cannot take the legal responsibility of certain decisions. I realise that some historical and cultural issues affect people differently but I don't think its appropriate to ignore them or not consider them in discussion.

I should add the Cochrane steering group in the last few years was the place that I felt that I can discuss issues in most circumstances openly and transparently compare to any other committee that I have been part of.

About the complaint issue

There are two issues that are discussed together (and made it more difficult to participate) (a) do the minutes reflect our discussion (b) are happy with current complaint management procedure. These were discussed interchangeably.

Regarding this sentence, "The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane who are investigating the complaint.". I can see why some people are uncomfortable with it as selective disclosure might put the person complained about in difficult position especially if they don't have a way to appeal. However, I can see another side of this. | nbsp; As someone who usually is part of the less privileged group (or whatever you want to call it), I would be intimidated to complain if I don't have some assurance that I can have some confidential correspondence with the person dealing with complain (although in fairness, if you are like me in a less privileged position, you technically never complain).

My immediate reaction is that the wording can made more accurate to consider both side saying that all materials shall be disclosed expect if there are reason with regard to confidentiality or being damaging to one of the parts of the arguments and this needs to be clear and transparent - to make it an exception rather than norm (if a consensus can be reached in emails) or as has been

already suggested to remove this section and keep it open for further discussion. However, I feel I need to know more about complaint procedure in other organisations to say that's the best approach, If it possible to keep the wording in a way that raises the main issue and keep it open to come back to it sometime in future that will be great. I don't think that I am the best person to contribute to this section for reasons that I outlined but happy to help as required.

--

23 June from Marguerite:

I recognize there is disagreement about the wording used in the minutes, but I am concerned about using valuable Board time in Cape Town to revisit this issue given that we have many other important issues to address. With this in mind, I'd like to suggest that we have a couple of Board members work on revised text and resubmit to the Board for approval next week. I am happy to participate in this effort. Joerg, would you be willing to join me?

--

23 June from Sarah Watson

The newly elected Board members which include Peter and Gerald all took part in an induction which covered expectations of board members, I have attached this again for your records. I would like to draw your attention to one paragraph in the welcome letter from Cindy and Lisa that says "We often engage in lively debate and that is right and proper. But in the end we work as a team, united by our commitment to do our best for Cochrane"

The advice to take the comments made by one individual off line and not discuss it in an open forum was given by me to Cindy yesterday. I am responsible for human resources within the Central Executive Team and were an issue to arise from a comment from one member of the Senior Management Team to another I would expect this to be dealt with by the individuals concerned and not through an open debate.

Cochrane is the most open and transparent organisation I have worked for, there are no secret processes.

I feel incredibly fortunate and proud to be part of an incredibly supportive team, this week as a Senior Management Team we have seen just what can be achieved by a team facing challenges coming together. We are extremely grateful for all your support and the support that has been offered from across Cochrane Central Executive Team and more widely.

Please can I respectfully ask that there are no further comments about reading material, history lessons or inferred hidden agendas. We are all trying to do our best for Cochrane and I do not feel that any of these topics are helpful in fostering a collaborative, supportive working relationship whether that is at a Governing Board or wider organisation level.

With best wishes,
Sarah

Sarah Watson

Head of Finance & Core Services
Company Secretary
Cochrane Central Executive

--

23 June from Peter

Dear all,

If a scientist invents something that did not happen during the experiment and writes about it, as if it had happened, we call it fraud.

The minutes in relation to item 13.2 contains bits that did not happen. We never discussed them and never agreed to them, but the co-chairs inserted them. Item 13.2 is open access and if we retain the minutes as they are and approve them, we will deceive the readers of the minutes. Democracy is about discussions among equals, not about one or two co-chairs imposing on the rest of the Board what is obviously wrong.

We therefore must change the minutes for item 13.2, as it would be illegitimate not to. Given the discussions so far, I am convinced that the whole Board can agree to what I suggest now:

In response to a question from PG, it was clarified that if a formal complaint is made about a member or members of Cochrane, the individual must be informed and sent the original complaint. This issue will be discussed further in Cape Town.

I am going to vote in the Doodle poll, but if the text that is now in the minutes is retained, I consider this voting procedure illegitimate, as voting cannot make right what is obviously wrong.

Finally, the co-chairs' actions and attitudes continue to worry me greatly. On 22 June they wrote in reply to Gerald's e-mail that "we need to keep our correspondence civil. We are taking this matter seriously and will deal with this off-line with Gerald." Gerald's e-mail was both civil and appropriate and I can see no reason why the co-chairs should deal with Gerald offline. It looks like a punishment to me, or yet another sign that the co-chairs favour secret processes. I can recommend reading Kafka's *The trial* and some of Dostojevski's novels about secret processes. This is not what we want in the Cochrane Collaboration. We are highly sensitive to such tendencies in Europe, given our recent history. It is not only Gerald. It is all of us.

—

23 June from Nancy

Thank you Joerg. I think we do need to revise the section.

I have voted to reject the minutes and think we can discuss Joerg's solution on our call and then discuss fully in Cape Town. In addition, I thought Gerald's point was civil. I think it made it very clear that the proposed process for managing conflicts in the minutes is not a good one.

23 June from Joerg

seems to me there are two things now we need to resolve:

- 1) we all want to approve our minutes from the Geneva meeting asap
- 2) for various reasons we might need/want to re-visit the issue of complaints.

So what about shortening the minutes of our Geneva meeting on the complaints issue to say that this has been discussed by the board, and will be tabled again for Cape Town after some further research (e.g. NZ Charter, etc.). And avoid presenting any conclusions, on which it seems (maybe just due to differences in cultural, language, etc. backgrounds) we currently do not fully agree.

Then probably/hopefully all would feel comfortable signing off on the minutes.

22 June

In response to the email from Gerald received yesterday. Lisa and I have discussed the content. We have heard from board members who are disturbed by the email. We are all here to serve Cochrane's best purposes. We may have differences of opinions but we need to keep our correspondence civil. We are taking this matter seriously and will deal with this off-line with Gerald.

Cindy and Lisa

22 June from Peter
Dear Marguerite,

allow me to ask you directly about this. Item 13.2 will be open access and people who read our minutes will think that we discussed and agreed what is in there, which is not the case. It likely comes from Lisa, which Cindy then accepted. We are a scientific organisation, and if this was science, it would be regarded as misconduct. It is not minutes when what is mentioned was never discussed but something one or two co-chairs made up. And what is wrong does not become right because of a Doodle poll.

I am so surprised that you can accept this that I hope you will write to me about this. We can also talk on the phone if you prefer.

My mobile is +45 53 64 20 66, 9 hour time difference.

22 June from Gerald

I respectfully disagree, and I realize that this might have a cultural background. 70 years ago in Austria/Germany we had a justice system that used exactly the approach that we have in the minutes. Accuse people of wrong-doing and not provide the material to them. Reading this in Cochrane minutes, I find deeply disturbing.

I would also like to emphasize that for me this issue is not about Peter. This is about a general

principle of fair treatment and justice. A clarification of the Board that "The manager does not have to disclose all the material from the complainant with the individual" sends an entirely wrong message.

Lisa, I agree with all the points that you make about confidentiality. But this is not how I (and probably others) would interpret this sentence.

Once I am back in the office, I'd be happy to draft language for 13.2 that I am comfortable with and that I think better reflects the discussion that we had at the meeting.

But I am sorry to say that I could not approve the minutes as they currently are.

—

21 June from Peter:

Dear fellow members of the Board,

It is not legitimate for the Board members to vote whether or not they approve the minutes, as they continue to be highly misleading in relation to item 13.2 despite the fact that four Board members have pointed this out repeatedly. The other seven members have not commented on this.

In addition, it is pretty serious that the two co-chairs violate their own rules. On 19 June, Lisa and Cindy wrote:

Although it is typical for edits of the minutes to add detail or correct errors, the purpose is not to change decisions or add new information not discussed at the meeting. This is our usual procedure and, in fact, standard Board procedure. We have reviewed Lucie's original minutes, Mark's minor edits, and our own notes. Cindy and I feel that the edited minutes are an accurate record of our meeting.

In what they call the final minutes they have deliberately inserted text that they know was never discussed at the meeting, although they state that new information not discussed at the meeting should not be included. Further, how can Lisa and Cindy feel that the edited minutes are an accurate record of our meeting when they know that this is not the case? The Cochrane Collaboration is not about feelings, but about what we know but Lisa and Cindy have chosen to disregard what we know.

It would not be legitimate to vote yes or no for the minutes on this background. Allow me to point out the most recent highly misleading statements under 13.2 (I have underlined my comments):

13.2 *Complaints procedure*

In response to a question from PG about how complaints about him (it was NOT a question about complaints about me, it was a general question that addressed senior people in Cochrane. The co-chairs try to make this a personal matter, which unfortunately is a common management strategy

when managers face trouble because of their own actions and try to put the blame on others, but it was not about me have been handled, it was clarified that if a formal complaint is made about a member or members of Cochrane the following should occur:

The individual must be informed and sent the original complaint. However, to protect individuals making complaints, the complaint is not to be disseminated to the media, posted on blogs, social media, etc. (there never was any discussion about not disseminating complaints to various outlets)

The manager does not have to disclose all the material from the complainant with the individual. (both Catherine, Joerg, Gerald and I have objected to this. It was never discussed or agreed to, and we consider this to be an unfair process that should not be allowed). For example, emails between individuals of Cochrane who are investigating the complaint. (this was not discussed either).

That we must follow the principles of the procedure that Cochrane already has for dealing with conflicts (located in the Cochrane's Charter of Good Management Practice and related policies). (As some of us have indicated, this Charter does not cover what was raised in Genève, and we did not agree to this; we agreed that the New Zealand principles of natural justice would be good to adhere to)

Cochrane members must also inform their manager of conflicts or potential conflicts.

The "minutes" in relation to item 13.2 are now worse than ever. It is unbelievable that our two co-chairs can do this to the rest of the Board and think they have the right to do this.

—
Lisa's email 21 June:

Dear Board members,

Catherine's statement below is correct. As stated in the minutes sent for approval (Item 13.2, page 15):

- "The individual must be informed and sent the original complaint. **However, to protect individuals making complaints, the complaint is not to be disseminated to the media, posted on blogs, social media, etc.**
- **The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane who are investigating the complaint."**

In response to Gerald and Joerg's comments (comments below and repeated here):

JOERG: For transparency and fairness reasons, I think the process should involve the complainant and material be disclosed to him or her. And in fact this is my recollection of our discussion and conclusion.

LISA AND CINDY: Yes, and that IS what the minutes say, see above.

GERALD: 1) "it was clarified" is still passive voice, we need to be specific who clarified. Currently it

sounds like the Board clarified which, in my opinion, is not correct.

LISA AND CINDY: Passive voice is commonly used in minutes. When the item re changing our procedure for taking minutes is discussed at our next meeting, we can discuss the voice in which minutes are written.

GERALD: I personally find the statement "The manager does not have to disclose all the material from the complainant with the individual" very troubling and it would be very difficult for me to approve such a statement without further clarification. The example that is used ("For example, emails between individuals of Cochrane who are investigating the complaint"), in my opinion, is about a different issue.

LISA AND CINDY: Although the complaint is shared with the person who is complained about, this does not necessarily have to include all correspondence. The example given above is highly relevant because investigations of complaints often involve eliciting independent reviews. (In the case of the last complaint against Peter, this was not the case. As stated at our Geneva meeting (board only time): We told the complainant that Peter was not speaking on behalf of Cochrane and the scientific issues should be discussed with Peter directly and Peter got a copy of this response.)

Cindy notes in her roles in both the university and the hospital she has to resolve complaints almost every week (between colleagues and by patients about their care, etc.) and she has never had to share the various discussions leading up to the response. **Managers need to be able to prepare response to complaints without involving the person who is being complained about.**

Lisa notes she has extensive experience serving on committees that review disputes and complaints: Former chair of PLoS Medicines Competing Interests Advisory and Publication Ethics committee, Chaired and served on university and government committees that reviewed scientific misconduct complaints, served on university committees that reviewed complaints ranging from sexual assault to scientific fraud. I have also been an independent reviewer for 2 journals involved in scientific fraud and misconduct cases. During the course of these investigations, confidential information is almost always shared with the committee and reviewers. **Release of this confidential information 1) violates trust, 2) can be damaging for all people involved, people reviewing the case, and people tangentially related, and 3) can have legal consequences** (e.g., release of patient data, commercial in confidence, etc).

If we made a policy requiring that Cochrane share confidential information related to all complaints, Cochrane could face serious consequences and would not be acting similarly to other organizations.

GERALD: 2) The minutes refer to the Cochrane's Charter of Good Management Practice. Can someone please point out to me what part of the Cochrane's Charter of Good Management Practice justifies such a statement?

LISA AND CINDY: In the Charter, the points on page 4, under handling conflicts, are all

relevant: Fairness, transparency, etc. But, **the charter does not state the confidential information has to be shared with the person who is the subject of the complaint.** There are fair and just reasons for not sharing some information (see above). The Charter also references other relevant Cochrane policies. And, as previously stated in our email to the Board on 19 06 17, "In addition, we have asked the CET to investigate whether Cochrane's policies for managing conflicts and complaints are aligned with principles of fair justice, for example, "New Zealand's Principles of Fair Justice." So, we are reviewing these policies. We would welcome being given other examples of policies that could be included in this review.

LISA AND CINDY: We feel that we are repeating ourselves and are indeed quoting from previous messages we have sent to the Governing Board list and the minutes. **We have been patient, but continuing this discussion by email is not fruitful, especially when our previous comments have been selectively cited.** Before making further comments, please avoid duplication of effort and wasting time. Please do read the minutes AND the entire email correspondence which has been appended as a pdf file to this message.

LISA: As outgoing chair, I am deeply disturbed that the Board is considering making a change in policy based on the personal experience of one of our board members. I respectfully remind the Board that we are here to serve Cochrane as a whole. Any changes to Cochrane's policies must be applicable in all relevant situations and into the future. I urge the Board to keep this in mind and to share my message with new Board members.

Lisa and Cindy

Professor Lisa Bero

Joerg 20 June:

I'd like to strongly support Gerald's view and concern. For transparency and fairness reasons, I think the process should involve the complainant and material be disclosed to him or her. And in fact this is my recollection of our discussion and conclusion.

Given the importance of this, I support Gerald's suggestion of revisiting this briefly in Cape Town.

Gerald 20 June:

I still have concerns with the wording of section 13.2.

1) "it was clarified" is still passive voice, we need to be specific who clarified. Currently it sounds like the Board clarified which, in my opinion, is not correct. I personally find the statement "The manager does not have to disclose all the material from the complainant with the individual" very troubling and it would be very difficult for me to approve such a statement without further clarification. The example that is used ("For example, emails between individuals of Cochrane who are investigating the complaint"), in my opinion, is about a different issue.

2) The minutes refer to the Cochrane's Charter of Good Management Practice. Can someone please point out to me what part of the Cochrane's Charter of Good Management Practice justifies

meeting. As with CRGs, underperforming Fields – or those with unfeasible/unnecessary remits – would be phased out. MN was encouraged to put her concerns about priority-setting in writing to MW and CCn.

Concluding its discussion, the Board confirmed the future value of Fields within the new, enhanced KT priorities and activities, particularly in relation to the new role of the CRG networks.

DECISION: The Board adopted the proposed structure and function design changes for Cochrane Fields as set out in the paper, with the exception of the proposed name change for the Group type, which would undergo further discussion; and requested that the CET draft an operational plan.

ACTION: The CET should draft an operational plan for structure and function changes to Fields, and should consult the Council in this.

12. Cochrane Membership

JWd explained that the Cochrane Membership activity 'thresholds' presented for approval would be an initial set, but data gathered following the initial implementation of the membership scheme and further research on possible user journeys would lead to changes and additions to these thresholds in due course. She gave, as an example, additional routes into Cochrane for methods activities, which would be discussed and agreed with the Methods community. Following wide consultation during the Geneva meetings, she recommended the reduction of the Cochrane Crowd task threshold from 3,000 to 1,000 microtasks per year (e.g., screening studies to identify which are randomized controlled trials). She reported an excellent discussion with the Council, and following this, another reduction for peer reviewers from five to two reviews per year.

The Board welcomed the paper; and the proposed thresholds for membership and slight amendments to them - as stated above. Some Board members asked the CET to consider whether the 'supporter' name was appropriate and sufficient to value the contributions of people in this category. The de-coupling of active (e.g., former authors) and inactive supporters (e.g., those receiving newsletters) should also be explored.

PG raised a concern that peer reviewers from drug and devices industries could gain membership. JWd recognised this, but said that it would be important for other kinds of peer reviewers (e.g., consumer peer reviewers) to gain membership through their peer review activities. Conflict of interest related to non-review production activities was an area that needed to be finalized, and task-based conflict of interest statements would be integrated in individual membership accounts. Therefore, if individuals are precluded from participation in Cochrane activities due to conflicts of interest, they would not be eligible for membership.

Time limits on membership thresholds would be automated through the membership management system, but individual members requesting exemptions would have those manually considered.

DECISION: The Board approved the proposed Cochrane Membership scheme activity thresholds for the transition from Cochrane 'supporter' to 'member' status as revised in Geneva, with a review after 12 months.

13. Any Other Business:

13.1 March for Science

CM asked about the process for the rapid establishment of a partnership and statement of support which was signed by the Cochrane Co-Chairs with the March for Science. LB said that the Co-Chairs had taken the decision due to the need to respond rapidly on this new partnership, and the Partnership Policy had been followed, with the US Cochrane Center being consulted given the US-based nature of the partnership. The Board agreed that, as a principle, Board members would be consulted where time allowed but where time pressures made consultation unfeasible, the Board would be notified of the intention to release a statement or form a partnership with at least 24-hours' notice, and given the opportunity to raise immediate concerns. This would also allow the whole Board's name to be added to those statements.

13.2 Complaints procedure

In response to a question from PG about how complaints about him have been handled, it was clarified that if a formal complaint is made about a member or members of Cochrane the following should occur:

- The individual must be informed and sent the original complaint. However, to protect individuals making complaints, the complaint is not to be disseminated to the media, posted on blogs, social media, etc.
- The manager does not have to disclose all the material from the complainant with the individual. For example, emails between individuals of Cochrane who are investigating the complaint.
- That we must follow the principles of the procedure that Cochrane already has for dealing with conflicts (located in the Cochrane's Charter of Good Management Practice and related policies).

- Cochrane members must also inform their manager of conflicts or potential conflicts.

Post-hoc notes on this item:

Co-Chairs: *When the draft minutes were circulated to the Board for comment, members contributed to a lengthy discussion by email about item 13.2. The Co-Chairs revised item 13.2 based on the email discussion of the Board. The final minutes, with the revised item 13.2, were then sent to the Board for a vote for approval. Although the version of 13.2 minuted above received majority approval by the Board members – and is therefore the official record -, the following two Board members asked for their disagreement with item 13.2 to be recorded in the minutes:*

Peter C. Gøtzsche *Several Board members have pointed out that the minutes are misleading in relation to item 13.2. I did not raise a question about myself but about how complaints about senior people in Cochrane should be addressed by the CEO and the co-chairs. It was not agreed that the complaint should not to be disseminated to the media, posted on blogs, social media, etc. In my view, irrelevant complaints that have not been submitted in good faith should sometimes be exposed when the case has been dealt with, just like we expose cases of scientific fraud. Several Board members have objected to this sentence: “The manager does not have to disclose all the material from the complainant with the individual.” This was not discussed and not agreed to at the Board meeting, and it would not constitute a fair process. The sentence, “For example, emails between individuals of Cochrane who are investigating the complaint,” was not discussed or agreed to either. The minutes say that we must follow the principles of the Cochrane’s Charter of Good Management Practice. Several Board members have noticed that this was not discussed and not agreed to and that the Charter furthermore does not cover what we discussed at the Board meeting. We discussed the New Zealand Principles of Natural Justice and the Board was sympathetic to these.*

Gerald Gartlehner: *GG states that he does not agree with the sentence “The manager does not have to disclose all the material from the complainant with the individual”. I think that this statement should be more nuanced and needs further clarification so that it cannot be used in a misleading way against Cochrane.*

14. Thank you

LB and CF thanked DTh and MN for their long service as this was their last Governing Board face-to-face meeting. JM and MB were also thanked for their service, although they were free to stand for election. LB was given special thanks for her extraordinary decade-long contribution to the Steering Group/Governing Board in various capacities.

LB and CF thanked the CET for their contribution to the meeting; and the CET members then left the meeting with the Governing Board closing following a period of Board-only time (not minuted).

---MEETING END---

Summary of “Board only” time

5th April 2017, Geneva

Introductions and welcome of new member’s

1. Committees

Subcommittees:

- Remuneration: MJB (Treasurer), Co-chairs and Finance Director
- Investment, Finance and Audit Committee: Terms of reference to be clarified: MJB, Cindy, Mona, Catherine, Mark, Margeurite. Quorum of three.
 - Three volunteers for ethical screening sub-group: Margeurite, Jan, Cindy
- External member nomination committee: Co-chairs, Joerg, Denise (supported by Miranda)
 - New volunteer: Gerald
 - Suggestions for new Board Members: Peter described someone he would like to propose
- Governance reform: Denise, Lisa, Joerg (supported by Mark and Lucie)
 - New volunteer: Catherine, Cindy

Two other committees directly reporting to us (for information):

Cochrane Library Oversight Committee (CLOC)
Funding Arbiter panel

2. External members

- Feedback from Michael Makanga, having left Cochrane Board
- Requirements for new external members:
 - Business/financial experience
 - List from website reviewed
 - Policy experience
 - Skills in quality assurance/processes
 - Geographic/gender diversity discussed
 - The importance of members from strategically important partnerships
 - Importance of getting prestigious people who will *actually* contribute
- No change to application process
- Send names, summary details and contact information to Lisa and Cindy as soon as possible
- Advertise for two to start 2017, and one 2018

3. Board and Council

- Agenda items for Board & Council 1 ½ hour meeting tomorrow:
 - Introductions to understand everyone's role
 - Vision
 - Review of relative roles of the Board, Executive, etc.
 - Where has the Council got to in terms of their terms of reference
 - Process for agenda items
 - Process for consultation (Board to Council): use example – statement of consumer principles
 - What are Council's priorities
 - Questions

4. Development Day – Cape Town

- Possible topics:
 - Strategic planning beyond 2020
 - Basic training to be strategic not operational
 - Big visions – shaping future
 - Financial threats: Open Access, Funders
 - “Keep it simple” – Board papers
 - Strategic development: clear and simple
- Decision: Crystallising vision for the future and making a plan
- ? Retreat involving external people who will be in Cape Town
- Action: Lisa will talk to CET about possible facilitators/experts

5. Correspondence

Discussion about correspondence relating to Peter and his work.

Peter agrees to follow the Spokesperson policy.

6. CEO appraisal

Received feedback from Lisa and Cindy on this.

7. Board papers demonstrations by Chris Champion

----- End of notes -----