

CMAJ GOVERNANCE COUNCIL - TERMS OF REFERENCE

Purpose: The role of the Governance Council is to steward and promote the overall well-being and integrity of the Canadian Medical Association Journal (CMAJ), including editorial independence,¹ in accordance with Governance Council policies as developed and approved by the Joule Board and ratified by the CMA Board.

Background: These Terms of Reference have been established to provide a clear governance framework for the CMAJ Governance Council to support the CMAJ in achieving its mission, vision and values. CMAJ is a peer-reviewed general medical journal that publishes original clinical research, commentaries, analyses, clinical reviews, health news, clinical practice updates, medical humanities and editorials. CMAJ has published continuously since 1911, and has had substantial impact on health care and the practice of medicine in Canada and around the world. CMAJ, owned by Joule Inc. ("Joule"), is a value proposition for the entire Canadian Medical Association (CMA) enterprise.

CMAJ Mission, Vision and Values: See Annex 1.

Reports to: Joule Board of Directors (Joule Board)

Responsibilities: The Governance Council shall:

1. Ensure that both the CMAJ strategy and business objectives are aligned with CMAJ's mission, vision and values, in order to optimize its value to CMA members.
2. Act as a resource to the Joule Chief Executive Officer ("CEO"), Editor-in-Chief ("EIC") and Publisher on CMAJ performance, including review of achievement against Joule Board-approved metrics (editorial, publishing, operations and financial).
3. Act as a resource to the Joule CEO, EIC and Publisher on strategic opportunities.
4. Review the CMAJ vision and mission every 3 years and make any recommendations to the Joule Board.
5. Collaborate with the CEO to establish metrics for the evaluation of the EIC and the Publisher.
6. Participate in the hiring, evaluation and firing of the EIC and the evaluation of the Publisher as per policy.
7. Participate in the dispute resolution process in both editorial and business matters as per policy.
8. Actively advocate for CMAJ within each Council member's sphere of influence.
9. Adhere to the Code of Conduct, Confidentiality and Conflict of Interest policies of Joule.

Reporting: The Governance Council will report regularly to the Joule Board to keep it apprised of any issues it is deliberating. At a minimum, the Governance Council will provide the following reports:

1. Three quarterly written reports to the Joule Board on Governance Council work, including CMAJ metrics ("Dashboard")
2. A fourth quarterly report with CMAJ Dashboard metrics to Joule Board made in person by the Governance Council Chair, EIC and Publisher.

¹ As defined by World Association of Medical Editors (WAME), Editors-in-chief should have full authority over the editorial content of the journal, generally referred to as "editorial independence." Editorial content includes original research, opinion articles and news reports, both in print or electronic format, and how and when information is published. Owners should not interfere in the evaluation, selection or editing of individual articles, either directly or by creating an environment in which editorial decisions are strongly influenced.

3. An annual written report to the CEO to provide recommendations for the performance appraisals of the EIC and Publisher.

Membership: The Governance Council shall comprise the following members (each a Member and collectively as Members):

Voting:

1. CMA Board Chair or approved designate from the CMA Board
2. Joule Board Chair or approved designate from the Joule Board
3. Editorial Advisory Board member
4. Peer editor at large
5. CMA physician at large – practicing clinician
6. CMA physician at large – academic / researcher / medical school dean
7. Scholarly publishing industry expert with financial expertise

Ex-Officio Non-Voting:

8. Editor-in-Chief, *CMAJ*
9. Publisher, *CMAJ*
10. Chief Executive Officer, Joule

The members representing the Joule Board and CMA Board are to be selected by the Joule Board and CMA Board respectively. The member representing the Editorial Advisory Board is to be selected by the Editorial Advisory Board and approved by the Joule Board as per policy. Members appointed to the Governance Council will serve 3-year staggered terms, renewable once. All ex officio members will serve on the Governance Council for the term of their Board position.

Chair: The Joule Board shall elect a Chair from the Governance Council from voting members, and the Chair should not be a member of the CMA Board, Joule Board or Editorial Advisory Board.

Meetings: The Governance Council shall meet at least four times annually with at least one in-person meeting a year.

Compensation and Expenses: Voting Members of the Governance Council shall be entitled to an honorarium and compensation for expenses as per Joule policy.

Amendments & Policies: Policies established for the Governance Council, and any amendments to the Terms of Reference or any Governance Council Policy, shall be approved by the Joule Board and ratified by the CMA Board.

Date: May 18, 2017

Annex 1

CMAJ Mission, Vision and Values

Mission: CMAJ champions knowledge that matters for the health of Canadians and the rest of the world.

To help physicians provide the best care for their patients, CMAJ will feature original research, comment, and clinical content such as reviews, guidelines and practice articles. CMAJ will publish good writing that serves to highlight emerging issues and advocate for change. CMAJ will be the platform for the most influential health services research that informs public health policy in Canada and globally.

Vision: “Best evidence. Best practice. Best health.”

Values: “Service. Evidence. Integrity” which are achieved through:

Serving the public good by (i) publishing and contextualizing high quality research for better patient care, (ii) providing access to medical and health services through multiple channels, and (iii) highlighting emerging issues to improve health in Canada and globally;

Informing physicians and policy-makers through (i) rigorous and unbiased assessment of evidence, (ii) balanced insight and analysis, and (iii) provision of a broad platform for informed debate; and

Exhibiting the highest levels of integrity by (i) managing the peer review process with care and respect, (ii) maintaining the highest ethical standards of publication and (iii) meticulously protecting editorial independence.