

MEETING MINUTES
INCLLEN Board of Trustees Meeting
Hotel Aloft, Aerocity, New Delhi, INDIA
August 15-16, 2018
Participants

Board Members: C N Raghupathi (CNR) - Acting Chairperson & Presiding Officer; Nirmal Kumar Ganguly (NKG); Virander Singh Chauhan (VSC); and K R John (KRJ); Carlos Gomez Restrepo (CGR); and Jiyao Wang (JW)

RAB Members: Francois Chapuis (FC); Sergio Munoz (SM) (Special invitee)

Regrets:

Board Member: Marcel Tanner (MT) and KS Reddy (KSR);

RAB members: Hesham Fathey El-Sayed (HES) and Peter Tugwell (PT)

Secretariat:

Narendra K Arora (NKA); Manoj K Das (MKD); Sanjay Aggarwal (SA), VK Panday (VKP) and Archisman Mohapatra (AM)

Selection of Acting Chairperson

NKA informed the group of last minute inability of Chair MT to attend the meeting due to health reasons. The present BOT members were requested to a working chair in absence of Marcel Tanner (Chairperson, INCLLEN BOT). Board members unanimously nominated C N Raghupathi (CNR) as the Acting Chairperson for the BOT meeting.

Board of Trustees (BOT) meeting was called to order at 9:30 Hrs on August 15, 2018 by Acting Chairperson. BOT and RAB members unanimously passed a resolution wishing speedy recovery for MT before taking up the meeting agenda.

All participants were requested to sign on attendance, conflict of interest and a non-disclosure agreement.

1. Chair's Welcome

- The Acting Chairperson (CNR) welcomed all the Board Members, RAB members and Secretariat members to the INCLLEN Board Meeting. The Chair also welcomed Regional Advisory Board (RAB) members (FC and SM) as observers and special invitees to the Board meeting.
- Apologies were received from Board members including Marcel Tanner (MT) and K S Reddy (KSR), who were unable to attend this year's meeting. The Chair also informed that Dr Gita Sen had resigned from the Board. Dr Jonathan Simon's position on the board is also vacant since last year. Thus, one national and one international positions were available on the BOT.
- CNR thanked Secretariat for hosting the Board meeting and for making the arrangements.
- Meeting agenda was reviewed and accepted. MT will be available for telephonic/skype call during 17:00-18:00 Hours for the executive session.

2. Introduction of staffs at INCLEN Executive Office (IEO)

- NKA introduced the IEO secretariat staff attending the meeting to the Board. The Board was also introduced to the multi-disciplinary technical leads working at INCLEN, who attended the first part of the meeting as observers. NKA informed that VKP has been functioning as the Chief Operations Officer.

3. Review of last meeting minutes

The following minutes were reviewed:

- INCLEN BOT Meeting on August 13-14, 2017 (FC wanted to insert the sentence that he could not attend the BOARD/RAB meeting last year because of short notice period. Along with this year's minutes, the revised minutes will also be shared with all board members)
- Finance Committee and Executive Committee Teleconferences on March 26, 2018 and August 4, 2018

The Board unanimously approved the minutes with above modification.

4. Action taken report

NKA presented the actions taken on previous year's board decisions.

4.1 IIGH activities

4.1.1 *Program Portfolio*: As per the advice of the Board in 2017, the following activities were undertaken

- Alignment of projects and programs with SDGs: For vaccinology projects MCV-2 has been added as a key measure (SDG indicator) and the new projects being written with SDG indicators in considerations
- Program Portfolio added: The new projects developed on antimicrobial resistance, HBV/HCV surveillance and HPV surveillance, and dementia science program
- Project status: In last one year, 10 Projects were completed, 16 Projects are ongoing and 28 new proposals were developed and submitted to various funding agencies. Out of these 12 projects have been accepted for funding and in various stages of implementation; 7 new proposals are still under review and 9 proposals were rejected.
- New approved projects also include two Grand Challenges Ideas and a 10-year long Dementia Science Program – the projects will be rolled out over next few months

4.1.2 *International Collaborative Research Projects*: During last one year, 3 multi-country proposals were developed by IEO:

- Scoping the Path to Leadership in Health Research in Africa and India: Proposal with INCLEN network in IndiaCLEN and INCLEN Africa submitted to Wellcome Trust. There was prompt response from all INCLEN Africa members under the leadership of Hesham. The funding agency split the project in to two components- India (assigned to INCLEN) and unfortunately, the Africa component was assigned to a non-INCLEN entity.
- Two proposals with multi-continental partners have been funded: Global Vaccine Safety Project (8-countries: 4 Africa; 3 Asia; 1 Europe) and HPV surveillance and vaccine impact (India and Ethiopia)

- 4.1.3 *Expand funding base:* Funding base has been diversified with addition of new projects funded by Wellcome Trust, MRC-UK, DBT/BIRAC- India, Grand Challenges Canada, ICMR and WHO
- 4.1.4 *Public Health Laboratory:* The IIGH laboratory at SOMAARTH has been established and a dedicated virologist is engaged. One multisite project is being initiated.
- 4.1.5 *Inclusion in INDEPTH network:* The current round of census at SOMAARTH DDES is in progress. Application shall be submitted after the census round is completed
- 4.1.6 *Capacity building:* There are 2 PhD students with one 1 new enrolment last year. 11 Interns from various institutes have (PHFI, IIMR, Amity University) have completed internship. The LAMP course is in progress with 73 alumni so far trained.
- 4.1.7 *Land procurement:* The Auditor and Legal opinion have been obtained in this regard. According to the opinions, the Trust can purchase immovable property and legally own it. After Board approves the purchase of land, two Trustees can be authorized to sign the legal document on behalf of the Trust. The Land will be owned by the Trust and can be sold or used as deemed fit by the Board even after the Trustees change. Management shall approach the Board when land purchase will become financially possible and there are options for discussion.

4.2 RAB and Network Activities

- 4.2.1 *Strategic work plan and be prime movers for regional and or multi-CLEN studies from RAB:* No progress
- 4.2.2 *RAB membership:* The issues related to RAB membership to be discussed during the meeting include:
- Rotation of membership for RAB and nomination in to BOT
 - Engagement of younger members who are actively involved in research, have interest aligning with RAB, and ready to invest some time with the Network activities

4.3 Regulatory compliances

- 4.3.1 *Professional liability insurance:* For clinical trial besides the study subjects, the Investigators and staff, will be offered insurance
- 4.3.2 *Financial Management process:*
- Quarterly statutory audit was done in 2018 along with monthly internal audit; Complementarity was ensured between both auditors. Patience, handholding and mentoring by CNR and VSC was highly appreciated.
 - The financial reports now reflected both restricted and unrestricted funds
 - Two Board teleconference after quarterly statutory audit done last year
 - Audit report for 2017-18 finalized and approved by Executive and Finance Committee, tabled for Board ratification
- 4.3.3 *Update on Income Tax case (year 2013-14):* INCLLEN appealed before Commissioner IT (Appeal); the case was subsequently decided in favour of INCLLEN. The IT Department (Assessing officer) decided to appeal against the decision and has moved to the Tribunal
- 4.3.4 *Anti-sexual Harassment Report:* It was included in the administrative report (tabled before Board). The Chair of the Anti-Sexual Harassment Committee, Ms Vaishali Deshmukh, was also present who informed that there was no case reported in last one year.

4.4 Board Matters

4.4.1 *Board members:* Dr Gita Sen resigned

4.4.2 *New Board member:* Nominations for new Board Member(s) to be discussed in the Executive session

5. Update on Program Activities

5.1 Research activities at IEO

MKD presented the update on the program activities at INCLIN in the seven research portfolio (Annexure-1 and -2)

He informed briefly about the new projects launched including the Dementia Science project, Pneumonia surveillance for PCV impact assessment, early childhood development, air pollution and health impact and research leadership scoping in India. The sanctioned projects in pipeline include HPV surveillance and linkage with cervical cancer, probiotics trial in low birth weight new-borns, minimal invasive tissue sampling for cause of death, global vaccine safety network for maternal immunization and data integration in immunization.

He also briefed about the progress made under the Childhood Pneumonia Program in India, hospital based surveillance for intussusception and hospital based surveillance for multiple AEFIs in India.

He informed about the impacts of the research activities by INCLIN:

- (a) Based on the findings from the Indo-Zimbabwe AEFI Causality Assessment project, the WHO AEFI Causality Assessment Guideline and AEFI CA software by WHO have been revised. 333 case studies for training in AEFI Causality Assessment has been developed and uploaded on WHO, MOHFW, Gol and INCLIN websites.
- (b) Under the project 'EcoEyes', maps for the villages for WASH were developed and shared with village panchayats and district administration; these maps are now used for development planning. The village Sanitation agenda has been taken up by Chief Minister under the Super Village Challenge effort in Haryana. MOU with Palwal District Administration has been done for technical support in WaSH and public health improvement.
- (c) INCLIN team contributed in revision of ICMR Ethics Guidelines (2017)
 - (1) A multisite Ethics Committee Review and Coordination process for Multisite Projects in India has been initiated in partnership with ICMR – pilot process has been initiated linking the INSPIRE project (11 sites). A coordination meeting was done in May 2018.

5.2 Data management facilities

MKD informed Board that the software and data management efforts at IEO are being strengthened and incrementally updated regularly based on the experience.

5.3 Capacity Building

MKD informed that one more staff at IEO has registered for PhD at University of Basel, Switzerland (currently total 2 PhD students). The LAMP alumni number has expanded to 73 with 4 cohorts. INCLIN received 11 interns with 3-6 months internship tenure.

5.4 Publications attributable to INCLIN

In 2017, 37 publications were attributable to INCLIN including 15 from IEO, and 9 from LatinCLEN (special series in Journal of Clinical Epidemiology). In 2018 till now, from IEO 14 articles have been published.

5.5 Ethics Committee

The Ethics Committee retained the same membership and met 3 times during 2017. The DCGI registration and FWA registration has been renewed in 2018.

Discussion and Decisions (Based on action taken report and details of the program activities)

- The Board appreciated the aggressive approach adopted by IEO to attract new grants and suggested to further foster portfolio-wise leadership; identify areas that require focussed perusal and establish a mechanism for the same. Board was particularly appreciative of getting two multi-country projects funded after a long interval. Board advised IEO to look for more donor options beyond the Delhi NCR region particularly in western and Southern India, (e.g. Tata, Reliance, Birla), along with continuation of pursuing international and global funding agencies.
- INCLIN must look at CSR funding within India: approach those corporates for whom health is a priority e.g. Meru Trust; Apollo Tyres that have interest in aging population and are working in south Haryana (Mahendragarh district). Google USA offers grants for expanding the role of technology in social sector.
- Management may also explore possibilities of getting land as gift from the villages of SOMAARTH and in lieu offer services and initiate projects in the area that create jobs for the young.
- IEO should not let go the proposals and or letter of intents where it did not succeed; new avenues and donors should be actively pursued.
- Board suggested IEO to adopt a balanced approach for seeking funds and be both opportunistic as well as strategic keeping in mind the available bandwidth of manpower and recruiting additional manpower with the objective of expanding Institutional bandwidth. Board suggested for meetings with international and national donors to put forth the projects of their relevant areas.
- Board suggested IEO to explore modalities of developing a digital repository and knowledge bank and aim for a digital global epidemiology institute as part of the IIGH.
- Board advised to explore expanding the PhD training modality with option of linking to the universities in the network within India and globally. The LAMP should also be expanded to other regions of the network.
- Some RAB representatives felt that IEO has been putting huge effort to keep IEO alive and relatively less focus on Network sustainability and growth. RAB members also agreed that

different strategies were adopted by IEO during last decade to activate the regions but have not been successful.

- Board observed that ‘past-is-past’ and today is a different environment and context. Board agreed that senior members of the CLENs are busy with several of their administrative responsibilities and have time constraints. They approved the suggestion that young researchers who have active grants needed to be brought onto RAB as representatives.
 - The RAB members agreed to discuss the issue in their meeting and suggest a specific work plan.
- IEO and RAB to map the existing DHSS sites in the network and explore for potential proposal development projecting the sites as Public Health Laboratories.
- Board appreciated the Finance Team for ensuring rigor and timely completion of audits.

6. Administrative and financial issues

6.1 Finance report

SA presented the financial report of the year 2017-18 in the presence of the statutory auditor, Mr Rethinam (on behalf of V Shankar Iyer & Co). The auditor informed the Board that there were no observations and all expenditures had been done as per the guidelines and for the purposes for which the funds were meant for. The EC & FC were presented with the financial report and the audit reports during the 4th August 2018 teleconference.

The summary financial report is: (i) income for the year – 4.6 m USD; (ii) expenditure – 4.2 m USD; (iii) variance between the projected budget and actual expenditure was almost 25% (less); (iv) out of the total grants received, approximately 90% is restricted and meant for specific project activities as per the funder and remaining 10% is unrestricted funds, mostly in the form of overhead; (v) during the FY 2015-16, the organization was in net deficit of 0.36 m USD which has now been wiped off and the net surplus for the current year was USD 90K; (vi) projected budget for the FY 2018-19 is 4.64 m USD with administrative expenditure of 0.26 m USD; (vii) statutory audit for the first quarter of the FY 2018-19 already done, presented to FC & EC during teleconference and now placed before the Board; and (viii) the monthly internal audit and quarterly statutory audit plan was shared with the Board.

Mr Rethinam detailed the procedure for purchase of land (already alluded to in the previous section). He informed that currently the organization did not hold any separate accounting head for assets/land and building. Only surplus unrestricted funds can be used for the purpose and no project money or restricted funds can be used for the purpose.

6.2 Discussion and decision

Board appreciated the turnaround from a deficit state during last three years. While accepting the uncertainties of projects and available funding, the Board advised the management to be more aggressive with revenue generation and target an annual growth rate of 20-25% with the immediate annual revenue target of approximately 6 m USD. Based on the past experience, there was discussion about the financial vulnerability of the organization if the annual revenue and expenditure was less than 3 m USD. As already mentioned in the ATR and program update section, INCLEN should devise strategies to

identify research and academic talent of the global Network, leverage on both the credibility of individual researchers based in different parts of the Network and the organization to expand its activities. The management has to expand its funding base and approach donors, philanthropies and charities it has not explored so far. The management can also explore possibilities of generating resources and or additional projects using the existing protocols and intellectual property generated in the form of instruments. The budget is to be revised to make it more aggressive and for this a half day brainstorming with CNR, VSC & NKG to be organized within next few weeks.

Board approved increasing the group insurance of the employees.

7. Work plan

NKA presented the work plan for year 2018-19.

- NKA informed about the efforts of last decade regarding development of new research proposals, success in generation of the revenue and diversification in the funder base.
- With financial prudence and better accounting procedures, the losses incurred in the past have been wiped off but the situation remained vulnerable in view of the small current reserves.
- The positive response in attracting international projects during last two years indicated improving confidence of the funders and partners in INCLEN due to the continued efforts in last decade.
- With the successes and failures of last 10 years, the management shall be pursuing more aggressively to generate resources and re-engineering the global Network; focus on active researchers located in Network institutions who perceive positive answers to their question of 'what is in it for me'.
- To maintain the global character, proactive engagement with RAB in identifying the active young researchers from their respective regional networks, map their research interests and bring them on RAB for developing and participating in collaborative proposals.
- The maturation of SOMAARTH DDESS (Palwal, Haryana) and planned investments to set up the demographic-development-environment surveillance sites (at Shillong and Bareilly) provide hope for attracting donors interested in population and community based projects.
- As part of our capacity building mission among the researchers and young faculty members, structured short courses are proposed in niche areas like GIS epidemiology; Vaccinology; Advanced biostatistics techniques; Big data analytics (AI & ML); Nutrition epidemiology; and Health Leadership program (LAMP). The IEO has in-house expertise in these areas and there is good possibility to generate resources for capacity building linking with on-going research programs.
- Expanding the PhD program with the existing university affiliations and possibilities of exploring new opportunities.
- Corporate Social Responsibility (CSR) funds are to be explored.
- To ensure permanency and stability, a land and building must be planned for IIGH. The cost of the land and building is estimated to be around 1 million USD, to be mobilised over next 5-7 years.

- For succession of Executive Director in next 3-5 years, a systematic search process is to be initiated. Board to discuss the issue and provide guidance.

Discussion and decision

- Board re-emphasized for working towards the re-engineering of the Organization and the Network with focus on youth, aggressiveness and alignment with the global health priorities. This was essential for addressing the financial and structural vulnerabilities of INCLEN.
- Board advised to explore several new potential funders and philanthropies with interest in health like Meru Foundation, TATA Trust, CSR funds.
- Board advised to continue working towards attracting resources for multi-country projects. This will help in rebuilding the network. Recognising the diversity in challenges across the regional networks, Board advised the RAB and ED (NKA) to work together for identifying the young researchers to strengthen the network and generate collaborative research.
- Networking of SOMAARTH DDESS with other demographic sites being managed by INCLEN members / institutions; this can become a continuous source of revenue
- Portfolio of research may be enlarged to include emerging challenges in chronic diseases and nutrition, in addition to mother and child health and neuro-development disorders. There might be an opportunity to establish mother-child repository.
- The Board also cautioned to be slow on opening new frontiers and keep the institutional bandwidth in consideration at all times.
- Board endorsed the work plan related to capacity building programs. IIGH should try for short courses at present and continue its efforts to expand the affiliations with universities and opportunities for PhD. For the courses, plan to induct visiting or honorary faculty affiliations to improve the resource pool. Several Board members expressed their willingness to be associated with areas like vaccinology, cardiovascular-nutrition epidemiology, measurement of health equity. There was a suggestion to seek the possibilities of getting the short courses accredited. Board advised to establish a digital epidemiology portal as part of IIGH.
- Board felt that infrastructure investment may not be possible at this point in view of the financial status and may be deferred till next year, unless there is some attractive opportunity. IEO should continue to look for affordable / donated land.

8. Regional Advisory Board (RAB) & Network Affairs

RAB members had their close door meeting for about 2 hours on Day – 2 (16th August 2018).

Members present: CGR (Chair), JW, KRJ, FC, SM

Thereafter RAB reported back to the Board. Following points were discussed and decided:

- *Mapping members in the network:* RAB discussed and agreed on the criteria for young researchers (age <45 years, willingness to work for the network and invest time, have participated/led at least one funded research project, evidence of publications during last 5 years, and preferably 5 years of association with network). As many CEUs have not been inducting new members for quite a while, it was suggested to identify and consider young and active researchers but working in the institutions where CEUs/CERTCs are located. The RAB members shall write to the CLEN leaderships and CEU leaders for this.

IEO to provide the latest available directory to RAB members. The mapping shall be completed by October 31, 2018.

- *RAB composition and membership:* The current RAB shall be retained for one more year i.e. till next RAB meeting. RAB members decided that CGR and JW to continue to represent RAB along with IndiaCLEN president for one more year. JW was nominated as Chair of RAB during this period unanimously. It was agreed that new young active researchers shall be induced as RAB members from the regions. The senior RAB leaders shall provide mentorship and guidance to the young RAB members. Therefore, in the next RAB meeting, along with a senior member, every CLEN will also have a young researcher serving on the RAB.
- *Grant surveillance system:* IEO to continue to support the network in grant environment surveillance and communication in the network.
- *Support from IEO:* NKA assured full support from IEO for development of any multi-country/inter-CLEN/multi-CLEN project, if initiated by the members, even if there is no financial contribution to INCLEN Executive Office. IEO can offer technical coordination and grant management for international projects (if the project can provide manpower for coordination), even if there is no overhead received by INCLEN. IEO shall create a digital resource library housing the completed projects with all the tools, materials, reports and also upload the ongoing project summary. IEO will facilitate use of the protocols developed by IEO staff including those that could not be short listed for funding by Network members. Network members should explore funding from their national and regional donors and research councils.
- JW graciously offered to host the next Board meeting in Shanghai back-to-back with the ChinaCLEN meeting in June 2019.
- NKA also requested RAB members to suggest potential names for independent Board members.

9. Executive Session

Board had an executive session with participation of MT (Chair) over telephone/skype (during which ED, the IEO staffs and non-Trustee RAB members were not present). Following the executive session CNR briefed about the key decision points taken by Board during the executive session.

- The Board has noted the progress of the organization with appreciation and the achievements of recent years
- Notwithstanding these achievements, there are structural and financial vulnerabilities which need immediate redressal.
- A meeting between Board members (CNR, NKG, VSC) and ED is to be organized within next few weeks to re-work on the work plan to generate revenue over 5 m USD per annum and develop an annuity based income generating plan.
- Board will guide the process of re-imagining INCLEN and finding successor to the current CEO (NKA). This can be an international candidate as well. Effort should be to have the deputy CEO for the next Board meeting.

- Board requested the current CEO (NKA) to continue for at least next 3 years to have a sufficient time for overlap and for a smooth transition. (NKA thanked the Board for reposing faith in him and agreed to remain on-board as suggested).
- ED will work with Board to identify names of potential Board members.
- Board will also work for a harmonious transition of Chair of the Board of Trustees.

10. Resolutions for administrative and financial matters

The following resolutions for administrative and financial management for the Trust were signed:

- Appointments of statutory auditor, internal auditor and legal consultant
 - Authorisation to ED for bank operations, investments, hiring of office space, procurement of fixed assets, filing tax returns
 - Change in FCRA bank account and FCRA fund application
- Furthermore, Board advised to clear issues related to applicability of GST to INCLEN. Management has already applied for cancellation of GST registration and preparing for applying for advanced ruling for INCLEN.

The Chair thanked the Board members, RAB members and IEO for preparing, attending, contributing and bringing enthusiasm to the meeting. The Board meeting was officially closed.