

## Minutes of the 368 meeting Council

Friday 8 July 2016 09:00-12:30

Venue: Charles Darwin House 2

### Attendees:

Neil Gow (President, in the Chair)  
Christopher Thomas (Treasurer)  
Evelyn Doyle (General Secretary)  
Karen Robinson (Chair of Scientific Conferences Committee)  
Charles Dorman (Chair of Publishing Committee)  
Pat Goodwin (Chair of Policy Committee)  
Andrew Davison (Elected Member)  
Steve Oliver (Elected Member)  
Nicola Stonehouse (Elected Member)  
Mike Skinner (Elected Member)  
Steve Diggle (Elected Member)

### In attendance:

Peter Cotgreave (Chief Executive)  
Dariel Burdass (Deputy Chief Executive and Director of Strategy and Communications)  
Leighton Chipperfield (Director of Publishing and Income Diversification)  
Sarah Buckman (Director of Scientific Programmes)  
Joanne Morley (Head of Operations)  
Rosie Waterton (Governance Manager)

### 01. Apologies for absence & welcome to new attendees

The President formally welcomed Council to the 368 meeting and declared the meeting quorate. Apologies were received from Paul Hoskisson, David Pearce and David Whitworth.

The President wished to note the deaths of several esteemed members of the Microbiology community; Annette Cashmore and Beverly Griffin. He spoke of the contribution made by Annette. Mike Skinner spoke of Beverly Griffin's enthusiasm for engaging early career microbiologists well into her retirement.

The President noted the success of the session with the Divisions held the previous afternoon and recognised the importance of maintaining open communications between bodies in the future.

### 02. Declaration of any new conflicts of interest

None were declared.

### 03. Minutes of the 367 Meeting of Council

Page 3 – Identify should be identity.

With that amendment the minutes were accepted as a true and accurate record of the 367 meeting of Council.

#### **04. Matters arising from the minutes and action points**

Arising from item 12, Dariel Burdass, Director of Strategy and Communications updated Council on the outcomes of the preciously agreed Education and Outreach Award. The process had been launched and a panel of reviewers, including Nicola Stonehouse and Pat Goodwin, had selected two applications from the University of Aberdeen to split the funding between. These were Donna MacCallum – Miracle Microbes and Neil Gow – Killer Fungus.

It was noted that the application from Neil Gow had been received prior to his undertaking the Presidency of the Microbiology Society and thus no conflict of interest was necessary to identify.

Pat Goodwin recognised the ethical approach the Society took to all decision-making processes and identified the need to promote the transparency through which it operates to the members via a Conflicts of Interest page on the website.

Arising from item 14, the President reported that Nigel Brown had accepted election as an Honorary Member.

Arising from item 28, Dariel Burdass reported that the Small World Initiative had been successfully renamed as Antibiotics Unearthed and that the Society had reached a balance of collaboration with the SWI group in America as separate projects, recognising and valuing the work of both. She reported that due to this compromise, moving forward the Society would not push for a memorandum of understanding to be agreed.

#### **1.1 President / Chief Executive Business**

#### **06. General business /Report back from CEO**

The President noted the weight of business to transact at the meeting but wished to briefly discuss the implications and position of the Society following the outcome of the public vote to leave the EU. He noted that the overall opinion from the science community was that it was not in their interest, or in the interest of furthering science research, to no longer be part of the EU. Council agreed to suggest a position statement be released from umbrella organisations such as the Royal Society and Royal Society of Biology (RSB) on behalf of the communities they represent. It was noted that RSB was to call a meeting of member organisations to set up a two year EU group to collate responses of the biology community. CMT noted the success of the Parliamentary Links day and suggested this as an avenue for the Society to release an independent statement of response to Brexit and what it felt Parliament should do going forward for the Microbiology community.

The President invited comment from representatives of the Irish Membership to address any anxieties from the Irish community. He stated that the Society's position was firmly that they are an integral aspect of this community and the Brexit decision would not impact our interactions or collaborations with them in any way. CD and ED reported that they have survived worse instances in the history of political relations between Britain and Ireland and that the Irish Division had always functioned as an all-Ireland group and would no doubt to continue to do so.

PG as Chair of the International Working Group confirmed that the group was reviewing European relationships and suggested engaging support from EU counterparts to agree to continue all scientific collaborations. ED suggested FEMS might be the appropriate organisation to facilitate these discussions. Council tasked ED, as the FEMS delegate, to take an agreed statement to FEMS in September. The Chief Executive undertook to draft this and circulate to Council for comment.

Mike Skinner noted that the Society's work was international by nature and that the larger scientific organisations are not EU based but European. He noted that, as a society we should look at what can we offer to them and what support we offer EU members moving forward.

There had been a suggestion from the previous day's discussions to send a signal that as members of the wider scientific community, the Society still consider those within the EU to be valuable peers. There was agreement that hosting a meeting in Europe would be a collaborative mechanism to make this statement.

Council agreed that the Scientific Conferences Committee should seek suggestions from Division members for the format and topic of the meeting. It was suggested that the Microbiome would be a good option as a microbiology and Europe cross cutting theme. Council suggested the title "Microbes across borders" to signify the collaborative nature of the meeting. Council agreed that the meeting should be funded outside of the budgeted Focused meeting allocation. Pending a firm proposal and associated budget the Treasurer was agreeable to releasing appropriate funds from the contingency budget.

The Chief Executive raised that Council may wish to consider how it might influence a future UK science deal in light of the current uncertain political landscape of the UK. There was a need to understand the process of the new British government post Brexit and to be clear on the Society's position to ensure effective influence of the European Union Unit when the time comes.

He informed Council of a meeting of CDH owner society trustees on 27 September to finalise business plans for CDH and the biosciences hub. He confirmed the invitation was open to all trustees. The Governance Manager undertook to circulate details of the meeting once confirmed.

## **07. Composition of Council and Committees**

Alan Cann had stepped down from the Publishing Committee the previous year and should be removed from the list.

Council requested that the Equality and Diversity Ambassadors and the External Challenge be noted on the list.

### **Council appointed positions**

The General Secretary noted that the breadth of microbiological areas and gender balance had been considered in approaching candidates and that the group had collated information on those individuals who had professed interest in future involvement but were currently unavailable due to professional commitments.

Treasurer-elect:

ED presented a case for support for Ian Roberts. Council accepted the recommendation of Ian Roberts as incoming treasurer-elect.

General Secretary:

The current Treasurer and President spoke in support of both candidates. ED suggested that whoever was not elected should be invited to undertake a different role with the Society.

Council anonymously voted and Maggie Smith was elected as incoming General Secretary with 8 votes to 3.

Council accepted the recommendation of Jodi Lindsay as Chair-Elect of Publishing Committee.

## **Results of the 2016 elections**

Council reviewed the voting percentages in the paper. The Governance Manager confirmed that "blank votes" were not an error in the online system but in fact occurred if members had logged in but only chosen to vote in certain contests.

Council discussed the feasibility of moving the timescales of the process to coincide with the annual conference to utilise the opportunity to communicate and engage higher voting numbers. The Governance Manager undertook to review the time frames for nominations and election.

All results of the elections were ratified.

### **08. AGM papers**

The Chief Executive informed Council that the invited Special Lecture speaker was not available.

Council discussed the options and suggested the lecture be Brexit themed. There was a suggestion of asking someone from the O'Neill review or one of the Honorary Members. Council agreed the final decision to be undertaken by the President and staff.

### **Society Subscription rates 2016- 2017**

The Director of Scientific Programmes confirmed that findings from the ongoing Member Research project would be presented to Council next year so the increase in membership fees was on an interim basis to align with inflation.

MS noted concerns that the percentage increase across categories was not comparable. Full members were to increase by 2.6% whereas a 20% increase was proposed for school representatives. He urged Council to consider a fairer distribution of increase. DB noted the cost to the Society for each School or International Associate member is higher than other categories. She suggested that increasing the costs of Full members and Post doc members to subsidise others might impact on their engagement with the Society.

Council requested additional information, such as the breakdown of each category, in future versions of this paper to be able to better evaluate justification behind recommendations.

The Treasurer raised the question that in light of the current deficit, perhaps the increase was actually insufficient. The Director of Scientific Programmes confirmed it amounted to an overall increase of approximately £10K per year and noted that the member research project results may indeed demonstrate a higher increase to be appropriate but this would be received in 2017.

Council agreed to accept the increases with a corresponding statement to the membership to include justification and details on future plans for increasing benefit package.

### **09. New Members List**

The Chief Executive confirmed that any member who does not list an institution is either supported by an existing member or sends a CV and that practical due diligence is performed in checking the validity of applications.

Council accepted the list of incoming members.

### **11. Appointment of Prizes Panel**

The General Secretary suggested the following Council members form the prizes panel on the basis that they represent a balance of areas of microbiology and gender.

Karen Robinson, Steve Diggle and Andrew Davison. The members agreed to stand.

#### **14. Annual Conference report**

The Chair of Scientific Conferences (SCC) commented on the success of the previous day's discussions with Divisions and confirmed she was to take a clear mandate to SCC to make changes to 2018.

Council reviewed the 2016 Annual Conference report. The Director of Scientific Programmes noted that the figures presented were incomparable with those from 2014 as the information received from the previous management company was limited. 2016 was the first year the Society had been able to break down the costs to properly analyse spend. It was noted that Division Chairs had not previously been included in financial discussions but this was to change moving forward as part of the project to reduce the deficit.

Council acknowledged the detail of the paper and cited its appreciation for the task to reduce costs that SCC and Divisions were to undertake.

#### **15. International Working Group recommendations**

Pat Goodwin as Chair of the Working Group noted that they were recommending the Society should retain a European focus. CD cited that most professionals in wealthy European countries join two societies, their own national Society and one other and the Microbiology Society could aim to fill the role of "the other".

Council accepted the recommendations detailed in the paper and accepted Paul Duprex as the International Ambassador.

The President thanked the members of the International Working Group for all their efforts.

#### **16. Grants review working group interim report**

The Director of Scientific Programmes presented the paper and noted the main intention behind the proposals to align grant spending with the strategic themes, prioritise and redistribute funds where appropriate and balance the budget in light of the deficit.

Council discussed the paper:

KR requested a consideration for registration days of post grad students in regard to the proposals to reduce the Society Conference grant. She noted it would alter the look and feel of conference if they only attend two days. She suggested Council consider allowing four days registration but no contribution to accommodation and travel. Council agreed to request input from the ECM Forum Executive Committee before making a final decision.

Council agreed to discontinue both the Heatley Payne and Hayes Burnett grant schemes and redistribute the funds to broaden the geographical scope of the award. This would require formal notification to the Australian Society for Microbiology and American Society for Microbiology. Council were conscious not to disenfranchise these valuable collaborators as the Society remains internationally relevant, but the decision was reflective of the agreed European strategic focus.

Council agreed to remove the direct grant aspect of the Undergraduate Microbiology Prize but retain the award and free membership for the winners. They agreed that the funds should be redistributed into the Harry Smith vacation studentships.

## **17. Equality and Diversity widening our reach**

Council reviewed the paper and agreed to the recommendations to begin capturing relevant data concerning ethnicity and career stage of our stakeholders.

Council agreed to request HLS continue as E&D External Challenge for another two years.

## **18. Digital Communications Strategy and Online Content Strategy**

The Director of Strategy and Communications presented the key points of the paper and noted, for example, that the strategy took into consideration the importance of less popular pages such as Governance.

Council approved the recommendation in the paper and expressed their thanks to the Digital Communications team for all their hard work.

## **19. Microbiology – based television programme**

The President requested this agenda item be deferred to the next meeting and urged Council to bring ideas for further discussion.

## **1.2 Finance and Operations**

### **20. Finance and Operations Committee Key points**

Council noted the points on the paper for discussion under the next agenda item.

### **21. Report from Finance and Operations Committee**

Fossil Fuels statement:

The Treasurer referred to the draft statement which included a mandate to be prudent but allow flexibility of judgement. For clarity, Council requested an amendment to the final statement to add “identify and consider investing in those companies....”.

CRM

Council accepted the recommendation of Trillium and continuation of Hart Square to oversee implementation of Trillium. They noted the investment would lead to future savings for reducing manual requirements.

Annual Report and Accounts

Council approved the report and delegated authority to the Chief Executive for cosmetic amendments and correction of typographical errors.

The reforecast currently shows the overall expected budget deficit for 2016 as -£451k, which is £130k less than budgeted. There are no major concerns from the Management Accountant at this stage

Income diversification

Council approved the Legacies information to be made live on the website.

Conference:

The Treasurer reminded Council that the Finance Committee were not requesting that the Conference breakeven but were making a more realistic request for a £100k reduction in the deficit by 2018.

The Director of Scientific Programmes welcomed Council to contribute any ideas to SCC. She noted that as planning for the 2017 was already well underway, there would be a limited reduction to the overall costs that year however some areas could be reduced. She cited an awareness of preventing the programme becoming too big. Council acknowledged that although the Society is an innovative and ambitious organisation and the growth of the Conference was a mark of its success, the full expansion was not necessary in fulfilling the strategy and it must be mindful of other strategic themes such sustainability.

Subscription pricing:

Council approved the proposed journal subscription pricing model and the Article Processing Charge for 2017. There were no significant changes to the pricing from the 2016 model.

Royal Society of Biology – enhanced funder

PG declared conflict of interest as a Trustee of RBS and left the room.

Council accepted recommendation to leave RSB as enhanced funder but remain a member of the Royal Society of Biology (RSB). This would reduce the membership rate payable by the Society to the RSB to £7,730 per year, saving the Society £33,270 per year.

2017 initial budget proposals:

Council noted that the Finance Committee had requested some recommendations from their meeting be worked into a final proposal to be brought to Council in September.

Governance update:

Register of Persons of significant control.

Council reviewed the information in the paper and agreed to the Finance and Operations Committee recommendation to submit a blank register. They agreed however that the exclusion of some individuals was due to lack of necessity under current conduct style. Council noted this could alter from individual to individual and thus they agreed to reflect on this decision annually.

Audit and Risk:

Council agreed to the Finance and Operations Committee recommendations:

To begin the tender process for a new statutory auditor as soon as this year's audit is formally closed, with a view to appointing someone in time for the AGM, although this timetable may be challenging and we may have to accept that the AGM delegates power to the Executive Officers on a final decision

- (i) To discuss with the new auditor the best format for an oversight committee that deals with audit, risk and evaluation
- (ii) To advertise for an independent chair of a new Audit, Risk and Evaluation Committee
- (iii) To draft Terms of Reference for the Committee in consultation with the auditors and Chair for sign-off at the December meeting of Council
- (iv) To organise a facilitated session for managers, some trustees and the chair of the Committee to revisit the risk register, so that next year's Annual Report can report risks based on an updated version.
- (v) To build a common evaluation framework that captures our impact across the range of our activities

Contingency budget:  
No items were requested.

### **1.3 Publishing**

#### **22. Publishing Committee key points and update**

The Director of Publishing and Income Diversification reported that Stacey Efstathiou was due to stand down as Editor-In- Chief of the *Journal of General Virology* at the end of the year. He confirmed the process to replace him was underway and the prospective incoming Editor would be submitted to Council once a recommendation was confirmed.

Council noted the agreement *Journal of General Virology* to publish summaries of the next ICTV Report and noted there had been competition from *Archives of Virology*.

#### **23. Publishing Committee Minutes**

These were taken as read.

### **1.4 Scientific Conferences**

#### **24. Scientific Conferences key points and update**

These were taken as read.

### **1.5 Professional Development**

#### **25. Professional Development Committee key points and update**

These were taken as read.

#### **26. Professional Development Committee Minutes**

These were taken as read.

### **1.6 Communications**

#### **27. Communications Committee key points and update**

These were taken as read.

#### **28. Communications Committee Minutes**

These were taken as read.

### **1.7 Policy**

#### **29. Policy Committee key points and update**

The Director of Strategy and Communications reported on the successful progress on the Microbiome project. A strong Chair had been secured for the expert group and the Society expected a productive first meeting on the 14 July. The project would be informed by multidisciplinary stakeholder workshops, involving scientists, policy-makers, funders, industry representatives and other stakeholders. The profile of the project would be further raised through cross-Society activities, including a session at the Annual Conference 2017 and public communication and engagement activities.



**30. Policy Committee Minutes**

These were taken as read.

1.8 AOBs

The meeting closed at 12.30pm