

Minutes of the 372 meeting Council

Friday 7 July 2017 09:00-12:30

Venue: Charles Darwin House 2

Present:

Neil Gow (President, in the Chair)

Christopher Thomas (Treasurer)

Maggie Smith (General Secretary)

Charles Dorman (Chair of Publishing Committee)

Pat Goodwin (Chair of Policy Committee)

David Whitworth (Chair of Professional Development Committee)

Karen Robinson (Chair of Scientific Conferences Committee)

David Bhella (Chair of Communications Committee)

Steve Oliver (Elected Member)

Mike Skinner (Elected Member)

Nicola Stonehouse (Elected Member)

Paul Kellam (Elected Member)

David Pearce (Elected Member)

In attendance:

Jodi Lindsay (Chair-Elect Publishing Committee)

Peter Cotgreave (Chief Executive)

Sarah Buckman (Director of Strategy and Members' Programmes)

Tasha Mellins-Cohen (Director of Publishing)

Joanne Morley (Chief Operations Officer)

Gillian Perry-Bland (Governance and Operations Executive)

1.1 Apologies for absence & welcome to new attendees

The President formally welcomed Council to the 372 meeting and welcomed Tasha Mellins-Cohen to the Society as the Director of Publishing, and Jodi Lindsay as the incoming Chair of the Publishing Committee invited to the meeting to present item 2.8. Apologies were received from George Salmond and Helen Brown.

1.2 Declaration of any new conflicts of interest

None were declared. All members were reminded that they have a responsibility for their own conflicts of interest and to notify the Society of any new conflicts that may arise. The Chief Executive requested Council members to liaise with the Chief Operations Officer after the meeting to review their individual declarations, hard copies of which were available.

1.3 Minutes of the 371 Meeting of Council

The minutes were accepted as a true and accurate record of the 371 meeting of Council.

1.4 Matters arising from the minutes and action points

There were none.

2. President / Chief Executive Business

2.1 General business /Report back from CEO

The Chief Executive reported that the organisation 'Protistology UK' had requested a meeting with the Society to discuss stronger links between our organisations. He would meet with them, together with a representative of the Eukaryotic Division and then report back to Council.

The Chief Executive also reported that Cancer Research UK had launched a Grand Challenge on the Microbiota and Cancer, with a grant fund of £20 million to be awarded over a 4-year period. It was agreed that this could potentially be a great opportunity for members and Council agreed to disseminate this information throughout their own networks. The Society had also offered to host a workshop to assist collaboration and support applications from Society members to the fund.

2.2 Composition of Council and Committees

The President noted that there was no Treasurer position listed under the Early Career Microbiologists' (ECM) Forum Executive Committee and therefore there was no representation from the ECM Forum on Finance and Operations Committee. The Chief Operations Officer reported that initially the Forum had found it a difficult position to recruit to, and even to co-opt someone to, and that the Chair had plans to co-opt someone now the Committee had been operating for some time.

Charles Dorman confirmed Johannes Kusters was stepping down from the Publishing Committee due to ill health.

2.3 New Members List

Council approved the list of incoming members. The President noted that it was encouraging to see an increased number of new early career members on the list. The Director of Strategy and Members' Programmes confirmed that there were also more international members.

2.4 Council appointed positions

The Chief Executive gave an update on the process of appointing new members to Council and to Committees. He explained the difference between each role and their durations. For the Chair of Policy Committee, the appointment was to serve one-year as Chair-elect in 2018, and three years as Chair from 2019 to 2021. For the Chair of Scientific Conferences Committee, the appointment was to serve two years as Chair-elect in 2018-2019 and two years as Chair in 2020-2021.

The General Secretary presented to Council the recommendations of the appointments panel, (the members of the panel were Karen Robinson, David Bhella, Paul Kellam and the General Secretary). As Paul Kellam had a conflict in relation to the post of Chair of Policy Committee, the General Secretary confirmed that he had left the meeting when the consideration for this position took place. The General Secretary confirmed that the unanimous recommendation from the panel for the two new Chairs of Committees were Steve Smith for the Scientific Conferences Committee and Paul Kellam for the Chair of the Policy Committee.

This result was ratified by Council and it was agreed that the Chief Executive would contact the unsuccessful nominee.

Council also agreed two changes to the process for future appointments:

- There would be interviews held between the appointments panel and nominees if the panel felt that it would be appropriate and would support their recommendation to Council.
- If a member of Council had a conflict in relation to any future positions, the General Secretary would ensure that they would not form part of the appointments panel.

2.5 Results of the 2017 Elections

The Chief Executive confirmed that there were two new incoming elected members of Council, and because there had been the same number of vacancies as there were nominations, these had not gone to a vote. The two new members were confirmed as John Morrissey and Tracy Palmer.

The Chair-Elect of the Early Career Microbiologists' Forum Executive Committee was confirmed as Amy Richards.

Kevin Marringier was confirmed as a member of the Policy Committee.

Alison Graham and Douglas Browning were confirmed as members of the Professional Development Committee.

Karen Olsson-Francis, Jody Winter, Martin Welch, Stefania Spano, Meera Unnikrishnan and Christine Edwards were all confirmed as members of the Prokaryotic Division.

Alison Smith and Robin Williams were confirmed as members of the Eukaryotic Division.

Holly Shelton, Chris McCormick, Claire Shannon-Lowe and Nicolas Locker were confirmed as members of the Virology Division.

The Chief Executive reported that there had been a 25.7% turnout for voting and apologised to Council for several errors made with the election process this year. Electoral Reform Services (ERS) had sent out a link that did not work in the first email communication that went to the voters, so this had to be sent again. Second, due to pre-set data protection preferences, some people who had opted not to be included in bulk emails, had been missed off the list that was sent to ERS enabling them to vote, despite them wanting to be included in the voting process. Lastly, voters who were based in Ireland were missed off the initial list and had not received their voting information until later, meaning the deadline was extended by a further week, on the advice from ERS. In light of this, the election process as a whole would be reviewed and the Chief Operations Officer confirmed that with the new database, the voting process should be a lot smoother next year.

Council ratified all the results.

2.6 Collated AGM Papers

The President asked Council to agree the AGM papers. The Chief Executive summarised the information being presented to the membership this year. He noted that there was no proposal to increase membership subscription rates this year. The Society had sought advice from a data protection specialist who recommended that a minor change be made to the Society's Articles of Association. Once the wording had been agreed by the Society's lawyer, the Officers would be asked to sign off the final papers for the AGM. Council approved this proposal.

2.7 Annual Society Showcase

The Chief Executive summarised the plans for the AGM and the Society Showcase. A session would be held on the morning of the AGM on 'Careers outside academia' exclusively for members of the Early Career Microbiologists' Forum, Society Champions and the Young Microbiologists' of the Year finalists, with networking sessions, talks and presentations.

The Director of Strategy and Members' Programmes confirmed that there will be eight different speakers including two previous Fleming Prize winners, David Grainger and Stephen Baker. The Chief Executive confirmed that there would not be an Outreach Prize awarded this year as there had been no suitable candidates. Council agreed that the slot should be used for a debate about Brexit and Science.

Nicola Stonehouse supported the idea of a Brexit debate and Council agreed that if this was not negative and could focus less on Brexit itself and more on how the Society's plans over the next 5 years could support the future of science in a more positive way, then this would be valuable.

2.8 Society Strategy: 2018-2022

The Chief Executive confirmed that the strategy had now been reviewed externally. Steve Oliver noted there was an omission in the *Why Microbiology Matters* section of the strategy related to the importance of the use of microbiological techniques across many other disciplines. Council discussed and agreed that Steve Oliver should send the Chief Executive a sentence to be included for this section.

It was also agreed by Council that it was content for the President to include wording relating to collaborative working and for the President to be delegated the authority to approve these two minor changes.

The Chief Executive confirmed that the imagery for the strategy was not quite ready and was currently being worked on, but it would be ready for the AGM in September. Council agreed to delegate authority to the Officers to approve the imagery for the strategy.

Council was very positive and was happy to sign off the strategy for the next five years. The President gave special thanks to the Director of Strategy and Members' Programmes and her team for their hard work on this.

2.9 75th Anniversary (2020) planning

The Director of Strategy and Members' Programmes suggested there should be a standing item on all Committees' agendas as well as a working group to start to plan for the 75th Anniversary in 2020.

Council approved the establishment of a working group to plan the 75th Anniversary. The working group would be chaired by the General Secretary and would include Pat Goodwin, David Bhella and Mike Skinner. A call would go out to the wider membership for volunteers with the aim to get a broad representation across the membership grades and career stages.

The Chief Executive added that anything that the Society decided to do, should fit with what the Society stood for and what the Society was striving to achieve for the next five years.

The President gave an update on talks he had been having with the Wellcome Trust regarding the potential TV documentary. The President reported that he and the Head of Communications were developing plans to progress this and the President would update Council on progress regularly.

2.10 Council Shadowing Scheme

Council discussed the proposed shadowing scheme and whilst there were initially some concerns related to establishing the criteria for selection for the scheme, following a detailed discussion Council agreed that it could be very positive and a way to encourage new members to Council, increase transparency and help members fully understand the Society's governance. It was noted that shadowees would be observers to Council and not participants.

All members of Council confirmed that they would be happy to be shadowed. This would be piloted with Council before being rolled out to Committees and Divisions if it was successful. Council agreed that pairing shadowees and Council members geographically and to field of expertise was considered most appropriate.

2.11 New Membership Model

The Director of Strategy and Members' Programmes confirmed this work brought together the last 18 months of research, and has resulted in a simplified model. In 2017 nine different types of membership were offered, while under the new model there would be three. This would mean that anyone, anywhere could join. With the new membership model, there would still be the option to have *Microbiology Today* included in a members' subscription, for those living outside the UK or Ireland. However, these members would be asked to cover the postage if they would like to receive the hard copy version. A full marketing and communications plan was being developed to promote the new model.

2.12 FEMS update

The Chief Executive reported that when FEMS advertise for new board members, there was little interest internationally and they were often recruited from the UK and Ireland. Currently there were several members of its board that were based in the UK or Ireland. It had therefore developed an Elections Committee, divided by European area (with the UK and Ireland in their Western Europe section) to ensure there was a more balanced selection of people across Europe. Following discussions with Andrew Davison directly, Council approved his nomination to the FEMS board. Additionally, there were some further vacancies and the General Secretary reported that Laura Bowater, as the Education and Outreach representative and Carol Munroe as the Internationalisation and Events representative, had been nominated.

It was agreed that the Society should advertise FEMS grants more widely to members. The President requested that this should be communicated to the Early Career Microbiologists' Forum and highlighted in the next Society newsletter.

2.13 Outcomes from Thursday Session

The Chief Executive reported that the session from the previous day which looked at resourcing the 2018-2022 strategy, had been very positive and the following actions were agreed:

- The Society would complete a SWOT analysis of its occupation of Charles Darwin House with other biological societies.
- Additional measures would be explored to strengthen the Society's cybersecurity.
- Journal production would migrate to the industry standard Journal Article Tag Suite (JATS) data schema, with the aim of improving article discoverability.
- The annualised rate of return on the Society's investments and Charles Darwin House, would be provided to Council.
- The Director of Strategy and Members' Programmes would take forward the proposals to increase member engagement.

3 Finance and Operations

3.1 Finance and Operations key points and update from Treasurer

The Treasurer summarised the update paper circulated to Council before this meeting and Council noted the items set out in the paper. The following items were approved:

Council approved the annual report and final accounts 2016 subject to any minor cosmetic changes and agreed to delegate the authority to make these minor changes to the Chief Executive.

The Treasurer reported that Director of Strategy and Members' Programmes had presented a paper to the Committee detailing the proposed Annual Conference budget for 2018 with a recommendation to increase the Annual Conference delegate fees for 2018. Council approved the proposed smaller increase in the fees as detailed in the paper and congratulated the Director of Strategy and Members' Programmes and her team on their work to achieve this.

Council approved the proposed journal subscription pricing model for 2018.

Council approved the 2018 budget proposal to achieve a balanced budget in 2018 and agreed that the initial proposal should be worked into a final proposal for September's meeting. The Treasurer thanked the Chief Executive and the Senior Management team for their hard work to achieve this.

Council approved the recommendation from Finance and Operations Committee to submit a blank return for the Persons of Significant Control (PCS) register. The Chief Operations Officer would ensure this is officially recorded with the Charities Commission as required.

Council approved the recommendation from Finance and Operations Committee to allocate funds from the contingency budget to the Society kitchen refurbishment works.

Council passed a resolution to change the bank mandate to add the new Director of Publishing and remove the Director of Commercial Affairs and Income Diversification.

The Treasurer reported that the Finance and Operations Committee had received an update at their meeting from Asset Risk Consultants (ARC), on their view of the current performance of the investment portfolio. ARC provided Finance and Operations Committee with reassuring information about Waverton performing at CPI+4% as per the mandate and noted that their performance has improved recently, although ARC stated that their overall performance is disappointing and risk adjusted returns were below reasonable expectation. ARC predicted more volatility over the next few months due to factors such as the impact of Brexit negotiations and the US political climate.

Finance and Operations Committee discussed the options available to the Society and recommended to Council that ARC was instructed to carry out a full risk profiling exercise as well as exploring potential alternative investment managers. ARC also advised that Council should not make any immediate decisions to change managers but it would be wise to explore alternative options with a view to potentially splitting the portfolio across no more than two managers and consideration should be given to setting an alternative mandate with the additional provider. Council approved this recommendation and requested that the Treasurer, Chief Executive and Chief Operations Officer take this forward.

The Treasurer apologised that there had not been enough time to go through the Waverton questionnaire but said he would circulate it with background information so that Council members could complete it in their own time. The Treasurer would then compile a consensus response which would be circulated to Council before being submitted to Waverton.

3.2 Collated Finance papers

These were taken as read.

4 Early Career Microbiologists' (ECM) Forum Executive Committee

4.1 Update from Chair

The Director of Strategy and Members' Programmes gave an update on behalf of the Chair of the Committee. It was reported that the ECM summer roadshows were now underway. The first one was held in Leeds. Although attendance was poorer than had been hoped, the Committee were working on increasing the numbers for the second and third events that were planned for late July. The Committee received positive feedback from those members that attended the Leeds roadshow.

It was also reported that the ECM Forum was planning a summer conference for 2018. This would include talks by PhD students and PostDocs to Undergraduates and Masters students. The Chair would update Council with further details in due course.

Feedback from the Forum members who attended the Society's Annual Conference 2017 was positive. Posters (both actual and flash) were popular and it was felt these sessions were much better this year than at previous Society conferences.

5 Policy

5.1 Policy Committee Key Points and update

The Chair of the Committee confirmed that the paper was taken as read.

It was reported that the Microbiome Report had been delayed until the Autumn due to the volume of information received, investment in stakeholder engagement and the General Election. She also thanked all Society staff involved for their hard work on this piece of work.

6. Professional Development

6.1 Professional Development Committee Key Points and update

The Director of Strategy and Members' Programmes highlighted the following items from the paper; a review of the Society conference grant scheme would be carried out with the Committee to identify the best way to support early career members at the Annual Conference and this would be reported back to Council at the next meeting. She also reminded Council that the Annual Conference 2018 would be run from a Tuesday to a Friday and on the Monday afternoon, there would be a professional development session focused on the theme of teaching.

The General Secretary proposed that the nominations for the Prize medal should be a year-round, ongoing process, which Council agreed to. She confirmed that an individual could be on the list as a potential winner for up to three years, then after this time, would fall off the list.

6.2 Professional Development Minutes

Council noted the minutes circulated in advance.

7. Scientific Conferences

7.1 Scientific Conferences key points and update

The Director of Strategy and Members' Programmes confirmed that speakers for the Annual Conference 2018 would be invited during August. She also reported that the first two Focused Meetings for 2017 had been received very positively. The Society received positive feedback from the Annual Conference 2017, and continue to work on some of the improvements noted in the survey such as the layout for posters and the identification of the poster themes.

7.2 Annual Conference 2017 Evaluation Report

This paper was taken as read, but it was noted that there would be a reduction in the number of speakers at the 2018 Annual Conference and all Divisions would have fewer sessions. The Director of Strategy and Members' Programmes also noted that the deadline by which expenses need to be claimed was being reviewed as there was still a large number of claims outstanding which made

accurate budgeting for 2018 more difficult. It was likely that the window for making expense claims would be reduced to 6 weeks.

8. Publishing

8.1 Publishing Committee key points and update

The Chair of the Committee confirmed that the paper was taken as read.

The Director of Publishing noted that there had been a high turnover in staff in the Publishing team but this had now settled down and all vacant posts had been recruited to.

9. Communications Committee

9.1 Communications Committee key points and update

The Chief Operations Officer reminded Council that there was a review of *Microbiology Today* and that she would welcome any views on potential improvements in line with the strategy. The Communications team was working with Rowena Jenkins, Editor of *Microbiology Today* to develop some new ideas. The Chief Operations Officer also drew Council's attention to the section of the paper that detailed plans to operate individual journal Twitter accounts. This was well received by Council.

The Chair of the Scientific Conferences Committee mentioned that we needed to look at how we communicate to our older members, some of whom were not technologically savvy.

The President congratulated the Head of Communications and the Multimedia Producer on their award from the Association of British Science Writers, for the Society's blog.

9.2 Communications Committee Minutes

Council noted the minutes circulated in advance.

10 AOB

There were no items to report.

There being no other business, the President closed the meeting at 12.45pm.

11. Summary of actions

No.	Action	Owner
372/01	All members of Council to send through their conflicts of interests to the Chief Operations Officer.	All Council members
372/02	The Chief Operations Officer to update the website to state 'prize withdrawn' and hyperlink to the standard wording which explains the reason in March 2018; one year after the decision was taken.	COO
372/03	Council members to disseminate information about the Cancer Research UK Microbiota fund, throughout their networks	All Council members
372/04	The Chief Operations Officer to make two changes to the Council appointed positions process as detailed under item 2.4.	COO
372/05	The Society elections and voting process to be reviewed for 2018.	COO
372/06	The Officers to approve the final papers for the AGM once the special resolution wording had been agreed by the Society's lawyer.	COO and the Officers
372/07	Full marketing and communications plan to be developed for the new membership model.	Director of Strategy and Members' Programmes and COO
372/08	The Chief Executive to contact the unsuccessful nominee for the Chair-Elect of Policy Committee.	CEO
372/09	Steve Oliver to send the Chief Executive a sentence regarding the <i>Microbiology Matters</i> section of the strategy.	SO and CEO
372/10	The President to send the Chief Executive an additional sentence for the strategy regarding collaborations.	The President and CEO

372/11	Imagery for the strategy to be approved by the Officer completed by the AGM.	Director of Strategy and Members' Programmes, COO and the Officers
372/12	The Council shadowing scheme to be piloted with immediate effect.	Director of Strategy and Members' Programmes and All Council members
372/13	To form a working group to look at the 75 th Anniversary Planning for 2020.	Director of Strategy and Members' Programmes and the General Secretary
372/14	Advertise FEMS grants in the August newsletter.	COO
372/15	To complete a SWOT analysis of the Society's occupation of Charles Darwin House with other biological societies.	CEO and COO
372/16	To explore additional measures to strengthen the Society's cybersecurity.	COO
372/17	Journal production will migrate to the industry standard Journal Article Tag Suite (JATS) data schema, with the aim of improving article discoverability.	Director of Publishing
372/18	To provide the annualised rate of return on the Society's investments and Charles Darwin House to Council members.	CEO and COO
372/19	To progress plans to develop member-led activities; co-ordinating	Director of Strategy and

interested members; communicating opportunities for members to get involved and developing and managing resources for use externally.

Members'
Programmes