

## Minutes of the 376 meeting Council

**Friday 6 July 2018 09:00-12:30**

**Venue: Charles Darwin House 2**

**Present:**

Neil Gow (President, in the Chair)

Ian Roberts (Treasurer)

Maggie Smith (General Secretary)

Jodi Lindsay (Chair of Publishing Committee)

Pat Goodwin (Chair of Policy Committee)

Tadhg Ó Cróinín (Chair of Professional Development Committee)

Mick Tuite (Chair of Scientific Conferences Committee)

Helen Brown (Chair of ECM Forum)

Nicola Stonehouse (Elected Member)

Paul Kellam (Elected Member)

John Morrissey (Elected Member)

**In attendance:**

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 members to the 376 meeting. Apologies were received from George Salmond (Elected Member) and Tracy Palmer (Elected Member).

### **1.2 Declaration of any new conflicts of interest**

None were declared. The President reminded all members that they had a responsibility for their own conflicts of interest and to notify the Society of any new conflicts that may arise.

Pat Goodwin reported that she no longer had a conflict as Honorary Treasurer of the Royal Society of Biology, as her term of office had ended.

### **1.3 Minutes of the 375 Meeting of Council**

Under item 2.14, the word 'initiative' should be amended to 'initiate'. With this amendment, the minutes were accepted as a true and accurate record of the 375 meeting of Council.

### **1.4 Matters arising from the minutes and action points**

Arising from item 1.4, the President confirmed that three of the Society's nominees to the REF panels had been successful, representing eukaryotic microbiology, virology and prokaryotic microbiology: Neil Gow, Mark Harris and Ian Henderson.

Arising from items 2.8 and 2.9, the Director of Publishing gave a brief update on the closure of *JMMCR*, where all of the editors had been informed and most offered the opportunity to transfer to one of the other titles. She confirmed also that there will be no article processing charges for articles submitted during the wind-down. There would be a soft launch of *Access Microbiology* at this year's AGM in September.

Arising from item 2.14, the Chief Executive confirmed that Charles Dorman had accepted the role of Chair of the State of Microbiology project, and the working group had held a successful first meeting.

## **2. Finance and Operations**

### **2.1 Update from Finance and Operations Committee**

Council was provided with an update paper from the Finance & Operations Committee meeting held on 5 July 2018. Council was asked to note and approve a series of recommendations as follows:

#### **2.1.1 Investment portfolio**

Council noted the conclusions from the review of the portfolio conducted by the Finance & Operations Committee.

Since the last meeting of Council, the Finance & Operations Committee had held two additional meetings to consider the overall performance of Waverton as the Society's investment managers. There were several outcomes of these meetings detailed in the summary paper 160-03.

At the Committee's request, the Society's advisers – ARC – had produced further data for analysis by the Committee.

Council approved the recommendations of the Finance & Operations Committee to leave the portfolio under Waverton's management for the time being; to continue monitoring carefully; and to set up a meeting with ARC to examine its performance.

### **2.1.2 Annual Report and Audit 2017**

The Treasurer reported that the audit had found no concerns of substance, and the auditors were prepared to sign an unqualified report.

Council noted the draft Annual Report and Accounts for 2017. Nicola Stonehouse requested that where activities were categorised by geography, the phrase "Rest of Europe" be used to distinguish from the UK and Ireland, rather than just "Europe".

The President and Council approved the Annual Report and Accounts and delegated to the Chief Executive responsibility for minor amendments.

### **2.1.3 Management Accounts – to end May 2018**

Council noted the accounts.

### **2.1.4 Annual Conference delegate fees**

Council approved recommendations of the Finance & Operations Committee that (a) delegate fees for Annual Conference be increased in line with inflation, (b) that the fees for the fourth day be held at the same level as the other days, noting that the programme on the fourth day was increasing in content and value and (c) that a 10% discount be offered for any delegate booking for all four days.

### **2.1.5 Reforecast 2018 and Budget Proposal 2019**

Council noted that the reforecast for 2018 was currently showing a surplus, and that, unless something unforeseen were to occur, the outturn would be balanced or better.

The Treasurer outlined the three elements of the budget proposals: a balanced operating budget for 2019; a five-year budget for investing in the future with funds released following a review of the Society's reserves policy; and a ring-fenced pot of money for activities associated with the Society's 75<sup>th</sup> anniversary. He reminded Council that there must be evidence of impact from the investment and 75<sup>th</sup> anniversary spending, and an option to terminate activities if they show no evidence of impact.

Council supported the initial proposals for the budget for 2019, and instructed the staff to bring forward more detailed proposals in September. Council approved the budgets for investment in the future and for the 75<sup>th</sup> anniversary.

The Treasurer thanked the Society staff, the previous Treasurer and everyone involved for all their hard work in reaching a positive financial situation.

#### **2.1.6 Persons of Significant Control Register**

Council approved the recommendation of the Finance & Operations Committee that a blank return be submitted in relation to the statutory duty to maintain a register of Persons of Significant Control.

### **3. President / Chief Executive Business**

#### **3.1 General business**

The President and the General Secretary had attended *The Mould That Changed The World* musical, thoroughly enjoyed it and recommended that other Council members might wish to see it. The link would be circulated to Council.

Further to email correspondence, the Chief Executive reported that the EPSRC was holding a general call for Centres of Doctoral Training centres. The Biofilm KTN, led by one of the Society's members, was bidding for funding for a centre, which if successful would produce a cohort of 50 to 70 PhD students working on biofilms in the UK. Council was asked to approve a letter to complement the Biofilm KTN bid, pointing out that the Society was not supporting the bid, but outlining our commitment to providing professional development opportunities and community support for any members of the centre who joined the Society.

In answer to a question from Steve Oliver, the Chief Executive confirmed that there would be no "exclusive" activities that were closed to other Society members who happened not to be part of the Centre for Doctoral Training. The Chair of the ECM forum said it would be a fantastic opportunity from an Early Career point of view. The Chair of the Policy Committee stated how much of a good opportunity this could be to get involved in interdisciplinary microbiology.

It was agreed that a letter be provided concerning the opportunities potentially open to the students if the bid were successful and it was made clear that the same opportunities would be available to other bids.

This was not the first time the Society had been asked to support a bid to a Research Council, and when it had agreed not to give support but to state what it would do if the bid were successful. At the Chief Executive's suggestion, it was agreed that a statement be drafted concerning Council's policy on such approaches, and once approved that it be posted on the website.

### **3.2 Composition of Council and Committees**

Council noted the paper circulated in advance.

### **3.3 Resolving ties in elections**

Council approved the recommendation that, in the event of a tie, a second ballot be held by transferrable vote, with the lowest ranked candidate eliminated.

The Treasurer suggested that, for the future, the Society consider changing the election of the President to be extended to a membership-wide ballot. Council agreed to consider this at a future date, in advance of the next Presidential election, which would be in 2021.

### **3.4 Council appointed positions**

The General Secretary summarised the process for Council-appointed positions. Owing to various conflicts of interest on the part of the original panel, the panel had comprised the General Secretary, two members of Council (Jodi Lindsay and John Morrissey) and the Chair of the Virology Division, Gill Elliott.

The General Secretary outlined the process by which the nominations for President had been shortlisted. The candidates presented a good spread of diversity.

Two members of Council were absent and not eligible to vote. Two further members of Council, Paul Kellam and Steve Oliver, had conflicts of interest by virtue of being in the same institution as short-listed candidates, and did not vote.

Council elected Professor Judith Armitage FRS as the next President of the Society, for a three year term to begin on 1 January 2019.

The Chief Executive undertook to telephone Prof Armitage and the other candidates.

On the recommendation of the panel, the Chair-elect of the Communications Committee was confirmed as Dr Chloe James.

Owing to David Bhella's resignation earlier in the year as Chair of the Communications Committee Council approved a recommendation of the Officers that Nicola Stonehouse be appointed Chair of the Committee for a one-year term for 2019.

Professor Kathryn Holt was approved as the Editor-in-Chief of *Microbial Genomics*.

### **3.5 Results of 2018 elections**

The Chief Executive apologised for the errors in the number of nominations on elected positions, and pointed out that it was the first time in at least five years when there had been enough nominations to require elections in all Committees.

Council approved the elections of Charles Dorman, Deirdre Devine and David Blackbourn as members of Council.

Council approved the elections of Nicola Crewe and Helen Brown as new members of the Professional Development Committee.

Council approved the elections of Nicola Holden, Tina Joshi and James Kelly as new members of the Policy Committee.

Council approved the elections of Chris Randall, Andre Antunes and Nigel Brown as new members of the Communications Committee.

Council approved the elections of Alison MacFadyen as the Conferences Representative, Purna Vohra was appointed as the Professional Development Representative, Angharad Green as the Policy Representative and Omolulu as the International Representative for the Early Career Microbiologists' Forum Executive Committee.

John Morrissey raised a question about the number of blank votes and what this meant. The Chief Operations Officer confirmed that this could be an individual who was eligible to vote in more than one election, but who decided not to vote in some.

### **3.6 New members list**

The President observed that the list of incoming members was growing. The Chief Executive noted that at this particular point in the year, many members had joined or renewed to benefit from the reduced Annual Conference rates. The Director of Strategy and Members' Programmes explained the additional care that needed to be taken with the data now that GDPR was in force. There had been a 4% increase on new members, compared to this point last year.

### **3.7 Outcomes of Thursday session – ECM and Mid-Career**

The President gave a brief summary of the workshop on Thursday and Council agreed that it was looking forward to further proposals from the ECM Forum Executive Committee in relation to early-career scientists and from the Professional Development Committee in relation to mid-career scientists.

### **3.8 Collated AGM papers and Society Showcase**

Council approved the papers for the AGM, subject to minor amendments

The General Secretary confirmed that the prizes panel had met on the 5 July to consider the Outreach Prize. On the panel were the General Secretary, Nicola Stonehouse, Mick Tuite, and Tadhg Ó Cróinín. Council approved the recommendation of the panel that Senga Robertson-Albertyn should be awarded the prize. She would give the special lecture *Microbe motels: How to make a healthy poo* at the AGM in September.

### **3.9 Code of Conduct**

Council approved the proposed Code of Conduct.

### **3.10 75<sup>th</sup> Anniversary**

The Director of Strategy and Members' Programmes summarised the paper, which gave further details following Council's initial discussions at the last meeting. She also noted that there had been a change in the title from "Top Ten Microbiology Discoveries" to "Why Microbiology Matters".

The President noted the cost of the Fleming event and that it seemed quite high, the Director of Strategy and Members' Programmes explained that this was down to room hire and breakdown of catering space.

Steve Oliver suggested that we have a competition or approach an artist to design a commemorative 75<sup>th</sup> Anniversary stamp.

### **3.11 Automatic disqualification of trustees and senior staff**

All Council members confirmed that they would not be automatically disqualified when the new regulations came into force on 1 August.

## **4. Key points for Council**

### **4.1 Summary of progress – Strategy 2018-2022**

The Chief Executive summarised the Society's progress against the strategy and it was noted that this paper would replace the multiple Key Points papers that Council had previously received.

## **5. Minutes from Committee Meetings**

### **5.1 Policy**

Council noted the minutes circulated in advance.

The Chair of the Policy Committee reported that the Committee had unanimously agreed the Society's name appearing as a supporter of the British Pharmacology Society's new curriculum about using animals in experiments. Council approved the recommendation.

### **5.2 Communications**

Council noted the minutes circulated in advance.

### **5.3 Communications Framework (2018-2022)**

Council noted and agreed the framework.

### **5.4 Publishing Committee minutes**

Council noted the minutes circulated in advance.

### **5.5 Council Statement on research metrics**

Council noted that the statement had been approved by email since the last meeting.



## 5.6 Impact Factor Analysis

Council noted the report circulated in advance.

## 5.7 Professional Development Committee minutes

Council noted the minutes circulated in advance.

## AOB

None was raised.

The meeting closed at 12:06pm

## Summary of actions

No.	Action	Owner
376/01	All of Council to send through their conflicts of interests. Governance and Operations Executive to update change in existing conflicts.	Council/GOE
376/02	Governance and Operations Executive to amend Council minutes 375.	GOE
376/03	Governance and Operations Executive to redact the Council minutes 375.	GOE
376/04	The Chief Operations officer to draft specific questions for ARC for the Committee's review by email ahead of the meeting along with circulating the original agreement with ARC.	COO
376/05	Error in nominations paper to be amended	GOE
376/06	Chief Executive to contact incoming President and successful and unsuccessful candidates for Council appointed positions.	CEO
376/07	Wording in Annual Report to be amended.	GOE
376/08	Chief Executive and General Secretary will attend the meeting on the 19 July.	CEO/General Secretary
376/09	A blank report to be produced for Person of Significant interest register.	COO/CEO

376/10	Link for The Mould That Changed The World musical to be circulated.	GOE
376/12	Seek further clarification from ERS around blank votes.	COO/GOE
376/13	Make changes to AGM papers	COO/GOE
376/14	Code of Conduct document to be written for website.	CEO/COO
376/15	Code of Conduct document to be discussed for Twitter usage.	COO