

Minutes of the 391 Meeting of Council

Friday 10 December 9:00-14:30 GMT

Venue: Hybrid meeting held 14-16 Meredith Street, London and via Zoom

Present:

Judith Armitage (President, in the Chair)
Robin May (Treasurer)
Mark Harris (General Secretary)
Paul Hoskisson (co-Chair of Building Communities Committee)
Stephen Smith (co-Chair of Building Communities Committee)
Paul Kellam (co-Chair of Impact and Influence Committee)
Chloe James (co-Chair of Impact and Influence Committee)
Tadhg Ó Cróinín (co-Chair of Sustainability Committee)
Jose Bengoechea (co-Chair of Sustainability Committee)
Laura Bowater (Elected Member)
Sharon Brookes (Elected Member)
Deidre Devine (Elected Member)
John Morrissey (Elected Member)

In attendance:

Gurdyal Besra (President-elect)
Gill Elliot (Incoming co-Chair of Building Communities Committee)
Tina Joshi (Incoming co-Chair of Impact and Influence Committee)
Kim Hardie (Incoming Elected Member and Building Communities Committee Representative)
David Clarke (Incoming Elected Member and Impact and Influence Committee Representative)
Sarah Maddocks (Incoming co-Chair of Sustainability Committee)
Nigel Brown (Incoming Elected Member and Finance Committee Representative)
Peter Cotgreave (Chief Executive)
Joanne Manning (Chief Operations Officer)
Sarah Buckman (Chief Programmes Officer and Director of Strategy)
Charlotte Mitchell (Associate Director of Communications, Brand and Marketing)
Curtis Asante (Associate Director of Members' Programmes)
Justin Clark (Head of Digital Publishing)
Rosie Waterton (Executive Secretary)

Gaynor Redvers-Mutton (Head of Business Development and Sales) for item 3.10 only

Alexander Mulhern (Head of Journal Development) for item 3.10 only

1.1 Apologies for absence and welcome to new attendees

Apologies were received from Andrew Edwards (Elected Member) and Colman O'Cathail (Chair of Early Career Microbiologists' Forum Executive Committee).

1.2 Declaration of any new conflicts of interest

Tadhg Ó Cróinín (co-Chair of Sustainability Committee) declared he would take office on the board of Adelaide Health Foundation, a Dublin based charity focused on improving equity in healthcare, in January 2022. Council agreed that as this would not overlap with Dr Ó Cróinín's term as a trustee of the Microbiology Society, which would end on 31 December 2021, it was not a conflict.

Sharon Brookes updated that she had been appointed as President of the Veterinary Research Club from 2022.

Action 01: The Executive Secretary to update the relevant register of interest documents.

1.3 Minutes of the 390 meeting of Council

Council received paper 390-01. The minutes of the 390 meeting of Council were accepted as a true and accurate record of the meeting.

1.4 Matters arising from the minutes and action points

The President noted that all actions on the action log were completed or in progress and the Chief Executive reported on the following items:

Honouring Tony Trinci

Arising from the 389 meeting, Item 1.4, noting the previous decision that there was strong justification for honouring Toni Trinci but that the Society already had a full programme of named Prize Lectures, the Chief Executive reported on further discussions. In discussion with the President of the British Mycology Society it has been agreed to propose to the Councils of the two organisations that towards the end of each calendar year each organisation would nominate two people, which for the Microbiology Society would likely include the Chair of the Eukaryotic Division, to meet and review the planned events programme for both organisations and find a suitable mycological talk or element of the programme that should be celebrated in Professor Trinci's name. Each organisation would contribute an amount of money (£500) to be offered to the recipient by way of a prize.

Council agreed Ed Louis, Chair of the Eukaryotic Division and John Morrissey to be the Society representatives for the 2022 review panel.

Prize Lectures

Arising from the 390 meeting, Item 3.7, Council noted that all the prize winners had been contacted and accepted the awards. The 2022 Prize Medal Winner, Bonnie Bassler, was unable to attend Annual Conference 2022 in person but would give her talk remotely and join for a live Q and A or separate "audience with" session for Early Career members.

The Chief Executive reminded Council that due to a number of conflicts of interest between current Council members and the 2023 Prize Medal Winner candidates, an extraordinary meeting of Council was scheduled for the 17 January 2022 when the incoming members of Council would have taken office and the composition would be such that the number of conflicts would still enable a fair vote.

Covid-19 mitigations for Annual Conference 2022

Arising from the 390 Meeting, Item 3.10, the Chief Programmes Officer reported that the Society was in close communication with the Annual Conference 2022 (AC22) venue, the ICC in Belfast, to ensure timely updates regarding Covid precautionary measures. Detailed plans were included in the General Secretary's Group papers and following further concerns raised from the Virus Division, a working group meeting with Virus Division representatives and staff was scheduled to develop a framework for COVID secure events in the future. The group would be chaired by Paul Kellam (continuing beyond his term of office on Council) and the incoming Chair of the Scientific Conferences Panel would also attend.

Council approved Paul Kellam, Gill Elliott and the General Secretary to approve the wording to be included on the website for any Covid-19 mitigation measures the taskforce may wish to implement.

Council also considered the risk level point at which they might have to consider cancelling Annual Conference and agreed that with circumstances changing daily, a judgement could not be made until 2022. It was confirmed that the Society would maintain discretion within the conference refund policy for those who, for various reasons, might feel more cautious about attending in person at the time.

2. Finance Committee

2.1 Finance Committee key points

Council received paper 391-02, report from the 174 meeting of Finance Committee, which had been circulated the previous evening and noted:

2.1.1 Management Accounts – to the end October 2021

The draft management accounts to the end of October 2021 showed a surplus of £1.26M, with considerably more expenditure than income expected for the remaining portion of the year. The reforecast presented in July had been prudent and Council could expect there to be a larger surplus by the end of the year than estimated in July, owing to stronger than expected income, largely from Publish and Read, and lower than expected expenditure due to the continued impact of the pandemic. The balance sheet showed the Society was worth over £1.2M more than this at the same time in the previous year.

2.1.2 ICTV proposal

The General Secretary summarised the request from the *International Committee for the Taxonomy of Viruses* (ICTV) for bridging funds for continuation and completion of the ICTV Report and the Profile series currently being published in the *Journal of General Virology*, and to develop a longer term, closer collaborative interaction between the ICTV and the Society. The Finance Committee recommended that the Society support with funding for a two-year period, with a third-year contingent on progress from ICTV on deliverables and in securing funding from elsewhere. Council approved this recommendation with the further condition that ICTV accepted the Society's assistance in forming longer term plans for financial sustainability.

2.1.3 ICSP and IUMS contract negotiations

The Chief Executive reminded Council of the background of this item, noting that the Society published the *International Journal of Systematic and Evolutionary Biology* (*IJSEM*) on behalf of the International Committee on the Systematics of Prokaryotes (ICSP), under a contract which was due

to expire at the end of 2022. ICSP was a Committee of the Bacteriology and Applied Microbiology (BAM) Division of the International Union of Microbiology Societies (IUMS).

The Society had requested a meeting with both IUMS and ICSP together to try and move this forward and the Head of Business Development and Sales had been in regular contact with Iain Sutcliffe, the Society's nominated member of the ICSP who was on his second term as Chair of ICSP and was also keen to try and work a way forward. Council would receive a further report in March 2022.

2.1.4 Financial impact of flipping the journals to Open Access

This item was discussed by Council as a substantive matter under agenda item 3.10.

2.1.5 Fundraising update

The Chief Executive reported that the Unlocking Potential Fund had received donations totalling over £7,500. The Fundraising Working Group had met in September and generated a range of ideas which had been developed into an implementation plan. Work had already begun on several items on the plan, including writing to Honorary Members to provide a donation to Unlocking Potential in lieu of having to pay for membership, and within days several members had already donated. The Society hoped to launch the first round of the Unlocking Potential Grant in 2022 but should donations not have reached a sufficient level to support several grant recipients, funds could be used from the investment in future fund to ensure a cohort could be supported in the first round.

2.1.6 Update on significant operational matters

The Chief Operations Officer reminded Council that the Society had retendered the Society's finance and accounting services, currently provided by JS2 Ltd. She noted that there were no specific issues or problems with the current provider, but the Society had used them as its accountants since 2013 and it was good practice to regularly review.

Three companies (including the current providers JS2) had presented to a panel comprised of Sharon Brookes and Rebecca Hall from the Finance Committee, Kathryn Kerle, the Chair of the Audit, Risk and Evaluation Committee and key staff with some responsibility for finance or regularly in contact with JS2. Following unanimous feedback from the panel, the Finance Committee recommended to Council that JS2 be re-appointed subject to the inclusion of three additions to their services as detailed in the Finance Committee papers.

Council approved the appointment of JS2 as the Society's accountants and financial services.

Council approved the proposal to enable staff to employ reasonable flexibility with the expenses policy during 2022, to allow for potential pandemic related price fluctuations to travel and other costs.

2.1.7 Contingency budget statement

Council acknowledged the contingency budget statement of commitments as of December 2021.

2.1.8 Investments update

Council had been invited to attend this section of Finance Committee to receive the annual report from Andrew Kettleby and Peter Gilliver from ARC and Rebecca Davidson and Matthew Dickens from Tilney. They had provided an update on investment performance to the end October 2021 and an annual review of the investment performance. Council noted the continued positive performance by

Tilney with the ARC traffic light rating remaining green for performance versus the benchmark, the peer group, and the target return, following the continued and sustained period of good performance, which had given a 19.8% return over the last 12 months and had resulted in the portfolio being worth approximately £12M. ARC had again awarded the portfolio a three-diamond rating (out of a maximum of four), which was 'significantly ahead of reasonable expectation'.

Tilney reported that performance was up 11.37% for the year to date against a target return of CPI+4% and up from inception (28 February 2020) by 35.48%, and that the good performance was largely down to maximising its position in equities as reported previously plus very strong performance and excellent timing when Tilney first took over the portfolio.

The Treasurer confirmed that the Committee and Council would be looking at environmental impact in more detail at their March meetings and would invite ARC and Tilney to be involved in those discussions in relation to the Society's investments.

2.1.9 Amendment to the bank mandate

Council passed a resolution to make a change to the NatWest bank mandate; to remove the outgoing President, Professor Judith Armitage at the end of her term on 31 December 2021 and add the incoming President, Professor Gurdyal Besra, at the start of his term on 1 January 2022.

Action 03: The Chief Operations Officer to ensure Society bank mandate was updated to reflect the above.

2.2 Collated finance papers

These were taken as read.

2.3 Charles Darwin House Ltd liquidation update

The Chief Executive reported that HMRC had given the liquidators sufficient confidence over the phone that the corporation tax bill was settled that the liquidators had redistributed the remaining funds held by the company. The Society had received its share of £26.5k back. However, written confirmation from HMRC would be required before Companies House could be instructed to remove CDH Ltd from the statutory register.

2.4 Critical Risk Register

The Chief Operations Officer reported that the Chair of the Audit, Risk and Evaluation Committee had facilitated a management team risk workshop, at which senior staff and members of the Committee had undertaken a "drains up review" of the current Critical Risk Register. The group considered the following question: "Is the Society exposed to these corporate risks and, if so, how might each affect the ability of the Society to achieve its strategic objectives and what mitigation could be put in place to manage these?"

A further workshop would be held in early 2022 to examine the differences between 'embedded risks' and 'risk events' and attempt to take this a step further to consider risk appetite. Council would be invited to consider developing a risk appetite statement, specifically to define the level and types of risk that Council might be willing to take or to avoid, in order to achieve its strategic objectives. The Chief Operations Officer committed to reporting back at the March meeting with further detail.

3. President/Chief Executive Business

3.1 General business/report back from the CEO

The Chief Executive gave a short presentation to Council regarding the staff survey, which was undertaken every year. Overall feedback via the survey demonstrated that staff felt extremely valued and any residual issues in morale and communication noted were down to working remotely because of the pandemic. Other areas of strength raised were the Society's attitude towards EDI.

The Chief Executive reported that *Microbial Genomics* had published an editorial piece about parachute research; a term used to describe situations in which researchers based in the global north visited developing countries for fieldwork, gathered their data, and then returned home to publish their research without acknowledging the contributions of the local researchers in that community. He observed that it was a topic that was becoming of wider interest, that the editors of other titles were considering their policies, and that a Society wide position and statement might be needed to ensure cohesive treatment of the issue across all activities and platforms. Staff were to consider areas of impact across the organisation and would submit a proposed approach to July Council.

The Chief Executive reported that the Society's Governance Handbook had been updated and would be distributed to Council in early 2022.

He reminded Council of two key dates during the Annual Conference 2022 in Belfast; on Tuesday 5 April a reception would be held in Belfast City Hall to celebrate *Microbiology* journal's 75th Anniversary and the Prize Lecture Winners' Dinner, hosted by the President, would be on Wednesday 6 April.

3.2 Outcomes of the Thursday session

The Chief Programmes Officer and Director of Strategy summarised the session held the previous afternoon which had focused on key themes emerging from the early strategy review. She noted that responses from surveys to staff, Council and Committee members regarding the current strategy had considered what had worked well and concluded that the Society's core Vision, Mission and values were strong so were likely to remain relatively unchanged.

She highlighted some areas of potential opportunities and challenges that had arisen from early discussions such as further embedding EDI, internationality and global engagement, cementing a member driven culture and focusing on putting Microbiology at the centre of activities as well as increasing digital engagement and therefore members.

Following further planned consultation with Committees in February 2022 and a report to Council in March 2022, a draft 2023-2027 strategy would be presented to July Council.

3.3 Nominations for Honorary Membership

The Chief Executive reported that there had been no nominations for Honorary Membership this year and that this was not uncommon. To maintain the prestige of the accolade, Council had previously decided normally to elect only a maximum of one per year.

3.4 Draft 2021 AGM Minutes

Council received paper 391-03, the draft 2021 Annual General Meeting (AGM) minutes, and was content for them to be circulated to members in advance of the 2022 AGM.

3.5 Composition of Council and Committees

This paper was taken as read.

The Chief Executive reported that one external member to the Audit Risk and Evaluation Committee had resigned due to a family matter. This gave the Society an opportunity to stagger the terms of external members on the committee and he urged Council to consider their networks for potential candidates.

Council noted the gender balance of the committee structure and acknowledged the mechanisms in place via the General Secretary's Group diversity work to review this.

3.6 Membership Report

Council received paper 391-05 and the Chief Programmes Officer and Director of Strategy noted that the Society's membership figures now stood at 6700 members which was the highest in a number of years. Council acknowledged this increase was largely in the Affiliate member category which was currently a feeless category and following discussion at its 390 meeting, it would receive a proposal from the Sustainability Committee in 2022 to further develop this category of membership with more use of digital engagement and look to introduce a donation or fee structure for it. Considerations for low-income countries would be included and a proposal for a sponsoring membership scheme linked to a mentorship scheme was suggested. Council also supported the suggestion of including an option for other paying members to add a donation towards the membership fee of a member from a low-income country at the point of paying their own fees.

The Chief Programmes Officer and Director of Strategy confirmed that 11 members had been approved by the General Secretary's Group to form the new Members Panel. Two of the 11 had expressed interest in the role of Chair and thus the panel would proceed under a Co-chair model.

The co-Chair of Building Communities Committee (SS) noted that the number of Postgraduate Members had dipped and suggested that this was likely due to the cancellation of an in person Annual Conference in 2020 and 2021. This would be reviewed at future Council meetings as face-to-face events were able to return.

Council approved the new members list.

3.7 FEMS Update

The Chief Executive reminded Council of the Society's relationship with the Federation of European Microbiological Societies (FEMS). As a member, the Society had a nominated FEMS delegate who had historically been the General Secretary until the positions were decoupled in 2018. At this stage Council had agreed that to ensure sufficient reporting mechanisms, the FEMS delegate would submit an annual report to Council with the minutes of the FEMS Council meetings. Council noted the minutes of the September FEMS Council meeting and agreed, in the interest of transparency, to publicise the FEMS Trustee positions to the Society membership and noted that it would review any expressions of interest at the 393 meeting of Council in March 2022 to discuss offering support.

Council agreed to promote the three-month industry placement grants to any Early Career members.

Council noted the potential opportunity of links with FEMS in supporting the Society's future strategic focus on internationalisation.

Action 04: The Chief Programmes Officer and Director of Strategy to ensure the FEMS Council positions and industry placement grants were promoted to Society members.

Action 05: The Executive Secretary to ensure the Society membership of FEMS listing was updated to reflect its status as a UK and Ireland representative.

3.8 Report from the General Secretary's Group

The General Secretary reminded Council that the co-Chairs of all Committees, and the Chair of the ECM Forum Executive Committee formed the General Secretary's Group to act as a unified group in bringing issues to Council in a coherent way, with proposals having been examined from all angles simultaneously to support the Society's three main strategic objectives. In due course the incoming co-Chairs of the Members Panel would also join.

The General Secretary summarised the key points of the report noting the involvement of a Virus Division representative to the site visit to ICC Belfast to assure concerns regarding mitigations in place to host a successfully 'Covid-secure' in person event.

He reported discussions regarding building the infection science community and that enthusiasm for initiatives to be developed was high but there was an acknowledgement that further resource would be required to forge more links and that future proposals may be submitted regarding this but further engagement through existing activities such as FIS and through Divisions would be explored in the first instance.

He reminded Council that the group had discussed optimising the relationship between the Divisions and the Editorial Boards, to make them more collaborative for the purpose of generating content and reported suggestions to increase general interactions between the Editors and Divisions by opening up Divisions Day to the Editorial Boards and encouraging members of each to get involved with the other. In addition, ideas were raised to involve Editors in the content generation part of the conferences programme so that commissioning opportunities could be identified at the earliest point and as such all proposers of Focused Meetings and Annual Conference sessions would be asked to identify the most appropriate journal for potential publications during the application form process.

The Chair of the Early Career Microbiologists' Forum had reported to the group that most of the ECM representatives elected in 2021 had already been known to members on committees and they felt more visibility of the committee structure and what they all did on the Society website would be beneficial in encouraging more nominations.

The ECM Forum was working on a proposal to review and refine the Sir Howard Dalton Young Microbiologist of the Year award, including potentially removing the word "young" from the title and would bring this to Council in due course.

At the October meeting the Sustainability Committee had received information on staff development at the Society and this had been very strongly supported by all members. The General Secretary's Group strongly supported this also and wanted to reiterate to staff through its report to Council that they had the support of the General Secretary's Group and that all Chairs were aware and appreciated the hard work, dedication and skillsets of those in the office.

Council noted the ECM support statement – "Safeguarding the future of the microbiology research" and applauded the substantial piece of work. At the suggestion of Steve Smith, it requested a replacement image be sought because potentially unsafe lab practices were displayed in one of the stock images.

Action 06: The Associate Director Communications, Brand and Marketing to ensure a more suitable image was found for the ECM support statement, with authority for signing it off on Council's behalf delegated to Steve Smith.

3.9 Council-appointed positions and related matters

3.9.1 Council appointed positions on Council

The Chief Executive reminded Council that each December it received a summary of positions to be appointed by Council over the following calendar year. Council noted the Council vacancies due to be filled through the 2022 appointment process and the Chief Executive observed that Council would wish to consider the overall composition of the Executive Officers and representation of the discipline and the membership where possible. Council was reminded that a co-Chair-elect for the Impact and Influence Committee had not been identified through the previous year's process and so a co-Chair would be sought and asked to act as elect from July 2022 to December 2022 and then take the full co-Chairship in January 2023.

Paul Hoskisson (PH), co-Chair of Building Communities Committee and Chair of the Publishing Panel left the room. Council acknowledged that the current Chair of the Publishing Panel and co-Chair of the Building Communities Committee was due to stand down in December 2023 but that in the context of decisions to be taken regarding the Society's move to Open Access of its journals portfolio, this would be a potentially disruptive change at a crucial point. The President had therefore authorised the Chief Executive to consult Council about whether it wished to extend Professor Hoskisson's term for a further year, to the end of December 2024. This would allow continuity and expertise at the head of the panel and to enable a staggering of terms for the Building Communities co-Chairs. Council was unanimously supportive; Professor Hoskisson rejoined the meeting and accepted the extension to his term.

The Chief Executive reminded Council of the process for seeking Council appointed position nominations and more specifically that Council members at the time of the call for expressions of interest would not be eligible to nominate.

3.9.2 Other Council appointed positions

Council noted the other Council appointed positions for recruitment that did not sit on Council as:

- Audit, Risk and Evaluation Committee external Chair, which would be advertised externally
- Deputy Editor in Chief of *Journal of Medical Microbiology*, for which applications would be sought from the membership, and

- FEMS Delegate, for which applications would be sought from the membership.

3.9.3 Elected positions on Council

The Chief Executive reminded Council that the Chair of the ECM Forum Executive Committee was elected by members of the ECM Forum and was a member of Council. He reported that having witnessed the success of the co-Chairing model in the rest of the committee structure, the Chair of ECM Forum Executive Committee was proposing to introduce this to the ECM Forum Executive Committee. Council approved the proposal and noted that this would increase the size of Council by one member.

Council considered that due to unforeseen changes to terms of office of previous Council members, there was no elected member standing down in 2022. Council agreed with the principle that there should always be an election to Council each year and so approved the proposal to seek one elected member to Council in 2022 (to take office in January 2023) to sit as an additional representative on the Audit, Risk and Evaluation Committee. Council acknowledged that to stagger the terms of elected members, at some stage an elected member's term may need to be extended or a member may need to be elected for a shorter term, but agreed to review this in due course.

3.9.4 Roles for approval

Council approved the appointment of current Deputy Editor in Chief, Sam Sheppard, as Editor in Chief of *Microbial Genomics*.

Council approved the appointment of FIS Chair-elect Ashley Otter.

Council approved the appointment of members of the *Microbiology Today* Editorial Board

- Karen Campos-León, Shadowing Member (Impact and Influence Committee)
- Raphael Galleh, University of Sheffield, ECM Forum Executive Committee
- Mel Lacey, Sheffield Hallam University, Impact and Influence Committee
- Michael Macey, Open University, Building Communities Committee
- Arindam Mitra, Adamas University West Bengal, Champion (co-opted member)
- Marta Filipa Simões, Edge Hill University, Sustainability Committee
- Michael Ukwuru, Federal Polytechnic Idah, Building Communities Committee
- Ashish William, Lady Harding Medical College New Delhi, Sustainability Committee

Action 07: Executive Secretary to remove the co-Chair of Building Communities Committee (Chair, Publishing Panel) role from the advertised vacancies in 2022 and commence the Council appointed position process for 2022.

3.10 Flipping Journals to Open Access

Council welcomed Head of Business Development and Sales, Gaynor Redvers-Mutton (GRM) and Head of Journal Development Alex Mulhern in attendance for this item.

The Society had already set out a considered course to transition its journal portfolio to Open Access (OA) and Council had previously acknowledged that not moving to OA would result in authors from

European funders being unable to publish in the Society's four hybrid journals from 2025. It understood that there would be a number of financial, reputational, editorial and operational risks involved in the transition but that ultimately not "flipping" was not an option. Having observed that the greatest risk to the Society was confusion or criticism of the route taken once inevitable challenges materialised, wide consultation had taken place with key stakeholders on Council, Committees and Editorial Boards for them to hear more about the transition to OA, to ask questions for further clarification, and to consider the proposals from all angles. Feedback from all groups had been overwhelmingly positive and their input had informed paper 391-09, which provided various options for the Society's transition to OA for Council to take a well-informed decision on the following:

- a. approve the next phase of transitioning the Society's journals to Open Access (OA), by deciding the phasing, order and dates for each title to flip.
- b. review and approve a statement to be made publicly at the end of 2021, regarding the Society's journey to OA, and
- c. review and approve a new OA inclusivity (waiver) policy.

Council noted that an additional fourth option for point a. had been modelled on the request of the Finance Committee and was detailed in the Finance Committee report to Council paper received on the 9 December.

The Chief Executive reminded Council that there was no benchmark for a journey of this nature as the Society was the first organisation of its kind to undertake the transition and that the financial modelling used to inform the four options presented was inevitably based on best estimates. However, he noted that Council would want to consider the financial implications of the options presented, especially in the light of the Society's healthy financial reserves, but to also weigh up the editorial and reputational risks and benefits. This was further supported by the Treasurer who reminded Council that the Society had a healthy investment portfolio which could be drawn down to buffer any financial losses.

Flipping order and timescales

Council considered the following scenarios for transitioning the Society's portfolio to OA:

- Scenario 1 - flipping all three journals (*Microbiology*, *Journal of General Virology* and *Journal of Medical Microbiology*) on 1 January 2023
- Scenario 2 - flipping *Microbiology* first in 2023, followed by the *Journal of General Virology* in 2024, then the *Journal of Medical Microbiology* in 2025;
- Scenario 3 - flipping *Journal of General Virology* first in 2023, followed by *Microbiology* in 2024, then *Journal of Medical Microbiology* in 2025.
- Scenario 4: Titles flip in the following sequence: *Microbiology*: 1 January 2023, then *Journal of General Virology* and *Journal of Medical Microbiology*: 1 January 2024.

The Chief Executive noted that all scenarios were considered operationally achievable though scenario 1 would create the most operational pressure on staff. He noted that any scenario in which

one journal was flipped in 2023 allowed the Society to learn valuable lessons from it before beginning the process of flipping another.

The President noted the work undertaken to give Council a great deal of vital information with which to make an informed decision. She voiced her support for the journey the Society would embark on and that from a financial perspective, it was inevitable that the Society would lose some income, and it seemed prudent to take the approach that would lose the least. However, she noted the complexity of the other factors to consider, such as relationship management with customers.

The Head of Business Development and Sales explained that the risk with any flip to OA was that subscription-based customers may be lost, unless they subscribed to another title within the portfolio that had not yet flipped. Council considered the numbers of subscribers of *Microbiology* compared with *JGV* and their geographic spread, as the move to OA had not progressed as far in certain areas of the world compared to the UK and Europe. The Head of Business Development and Sales presented some figures which demonstrated that in terms of possible losses in customer numbers, or financial income, *Microbiology* would always be the biggest risk however the flip was inevitable so any impact would simply be delayed rather than avoided if Council was to decide to flip *JGV* first in a bid to lessen that loss. She acknowledged that arguably having more time to engage with current subscribers of *Microbiology* might increase the chances of them being retained through the flip, but she urged Council to also consider the geographical spread of authorship and the potential new customer base not just those that might be lost.

Council considered if some subscribers might place a higher value on their subscription to certain journals (perhaps attached to impact factor) which might affect the way in which they might be convinced (or not) to continue the customer relationship after the journal in question was flipped. The Head of Business Development and Sales agreed this likely was the case, but it would be very difficult to identify that level of detail to utilise it.

The co-Chair of Building Communities Committee and Chair of the Publishing Panel voiced his support for scenario 2 as flipping one journal first allowed an opportunity to learn. He noted a preference for *Microbiology* to flip first as the financial modelling presented projected this would cause the biggest initial financial hit, which would be buffered by the income from the other journals remaining hybrid and would likely recover quickest. He explained the valuable marketing opportunity that the 75th anniversary of the journal gave to promote publish and read and OA.

The Chief Executive confirmed that staff had met with the Editors-in-Chief and the Deputy Editors-in-Chief of each journal separately and all were enthusiastic about the transition to flipping to OA but had no preference on order, understanding that a sustainable decision needed to be taken to take the whole portfolio along in due course.

Council considered the reputational benefits of scenario 4 in terms of maintaining its position as a leader in this area, as with Publish and Read, by fully transitioning by 2024. However, it noted that the optics of committing to a slower transition and being able to bring it forward was more desirable than overcommitting and having to slow the pace. Council voted and unanimously agreed to plan for scenario 2 - flipping *Microbiology* first from 1 January 2023, followed by the *Journal of General Virology* from 1 January 2024, then the *Journal of Medical Microbiology* from 1 January 2025.

Council acknowledged that *IJSEM* was not considered appropriate for flipping to Open Access (OA) yet as a majority of its authorship was from Asia where there was less appetite for OA generally. Although ICSP was in principle enthusiastic about OA, its members appreciated the Society's openness in discussions about the transition of its portfolio and its treatment of *IJESM* separately.

Statement:

Council appreciated that flipping to OA impacted many different stakeholders and thus the public statement had many audiences including licence customers, authors, institutions and members. Council fed back that whilst the statement needed to clarify the Society's compliance with Plan S, the wording should present a more positive tone and better demonstrate the opportunity that the change in landscape provided. Council requested that the decision taken to flip *Microbiology* in 2023 and *JGV* in 2024 be included in the opening paragraphs and that a "what this means for you as a member" section be added to the end. It was agreed that Council would send final comments on the statement to the Chief Executive by 16 December so that the statement could be finalised for publication in January.

Action 08: Associate Director of Communications, Brand and Marketing, to incorporate comments from Council to the public OA statement and submit a draft to the co-Chair of Building Communities Committee and Chair of the Publishing Panel and then all Council.

OA inclusivity (waiver) policy

This was approved.

The Chief Programmes Officer and Director of Strategy noted that as a general point the journals required more quality papers to be submitted and encouraged Council to submit papers and to spread the word to their networks.

Council extended their gratitude to all staff involved in this project and particularly the Head of Business Development and Sales, the Head of Journal Development and the Head of Digital Publishing, and also extended thanks to the Business Transformation OA working group for all its hard work.

The Chief Executive informed Council of several other factors that would need further work as the Society continued the OA journey. These included work to be more transparent about how we priced our deals which was included in the Plan S principles, and the development of OA principles, on which the Society was working with a number of society publishing groups such as the Society Publishers Coalition (SocPC), the Association of Professional and Learned Society Publishers (APLSP) and the Society Publishers Accelerating Open Access and Plan S (SPA-OPS) project. This would combine collective efforts to further OA standards and practice to enable consistency and ease of negotiation with library customers. These items would be informed by data as it became available and presented to Finance Committee and/or Council when appropriate.

3.11 Governance Structure – light touch review

Following the launch of the new governance structure in January 2021, Council observed that it had agreed to 'formally review the changes in one year's time at its December 2021 meeting, following the annual report from the General Secretary's Group'. Council received paper 391-10 which conducted a light touch review following consideration by the General Secretary's Group and

responses from a survey of Committee members. Council approved the following recommendations.

- To continue with two Committee meetings per year with the understanding that time limited working groups could be set up as subsets of committees to focus on specific topics where input was required in a shorter time frame.
- To move the February committee meetings to later in the Spring after Annual Conference (late April, early May) in order to better balance committee business across the year. This would be implemented from 2023.
- To increase the visibility of the governance structure and the specific remits of the committees and their members on the website.
- To consider adding the following items to future Council and/or Committee agendas for discussion:
 - How the Society helped people with disabilities given that it included this information in its EDI monitoring survey but had not identified specific actions to date as a result of that data
 - The Society's investment portfolio and its ethical considerations
 - The growing movement of anti-science

Overall consensus from feedback was that the new structure was achieving its aim and enabling further cross collaboration between activities.

Action 09: The secretariats to review if publishing full Committee minutes on the Society website would be worthwhile or if it would require too many redactions of sensitive information.

4. Summary of Progress

4.1 Summary of progress- Strategy 2018-2022

Council received paper 391-11 outlining progress on implementing the strategy. This was taken as read by Council, though the Chief Executive highlighted the successful British Yeast Group meeting held over the previous two days and the evening session hosted by Sir Paul Nurse which had been extremely well attended and positive.

The Associate Director of Members' Programmes reported an initiative proposed by Sustainability Committee member Angharad Davies who was also Vice President of Learning at the Royal College of Pathologists (RCPATH). Angharad was proposing a RCPATH & Learned Societies Elective Award scheme whereby RCPATH collaborated with relevant societies such as Microbiology Society, the Pathological Society and the British Society for Haematology, and medical students seeking electives could apply in competition for small project funding. RCPATH and the learned society would each contribute a nominal sum such as £500, making a £1000 award, £500 for consumables and research costs, £500 towards the student's costs. Applications would be assessed and selected by a panel of representatives from the funding partners. The Head of Membership and Professional Development would follow up with Angharad in due course with an aim to launch the scheme next year.

5. Committee Business

5.1 Early Career Microbiologists' Forum Executive Committee minutes, February 2021

These were taken as read.

5.2 Building Communities Committee minutes, February 2021

These were taken as read.

5.3 Impact and Influence Committee minutes, February 2021

These were taken as read.

5.4 Sustainability Committee Minutes, February 2021

These were taken as read.

5.5 General Secretary's Group Minutes, April 2021

These were taken as read.

6. AOB

Dr Sharon Brookes reported that she and Professor S.S. Vasan (CSIRO & University of York) had been in discussions regarding a special issue on 'coronaviruses with Disease-X potential' in 2022 for the *Journal of General Virology* based on a symposium on 'Coronavirus systems biology (multi-omics) and machine learning' being held next September. The special issue would be guest edited by Dr Brookes and Prof. Vasan, and co-sponsored by Australia's national science agency CSIRO, US Food & Drug Administration, the Microbiology Society, and the UK-International Coronavirus Network (UK-ICN). Ten invited articles and an Editorial had been agreed and would be published Open Access in December 2022.

The President commended the Trustees standing down in December 2021 and gave personal thanks, and thanks on behalf of the Society to Tadhg Ó Cróinín, Steve Smith, John Morrissey, Paul Kellam and Deirdre Devine. She noted the personal contribution of each of them to the vast range of topics and issues that Council was required to deliberate, and particularly in a period that saw microbiology thrust into the spotlight during the pandemic.

The General Secretary thanked the President, on behalf of all Council for steering the Society through a tumultuous time and noted how valued her contributions were and that her leadership was much appreciated.

An extraordinary meeting of Council would be held on 17 January 2022. The next full meeting of Council would be held on Friday 4 March 2022.

The meeting closed at 12:36.