

Minutes of the 396 meeting of Council

Friday 02 September 9:00-14:30 GMT

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

Present:

Gurdyal Besra (President, in the Chair)

Robin May (Treasurer)

Mark Harris (General Secretary)

Paul Hoskisson (co-Chair of Building Communities Committee)

Gill Elliott (co-Chair of Building Communities Committee)

Chloe James (co-Chair of Impact and Influence Committee)

Tina Joshi (co-Chair of Impact and Influence Committee)

José Bengoechea (co-Chair of Sustainability Committee)

Sarah Maddocks (co-Chair of Sustainability Committee)

Colman O’Cathail (Chair of Early Career Microbiologists’ Forum Executive Committee)

Laura Bowater (Elected Member)

Sharon Brookes (Elected Member)

Nigel Brown (Elected Member)

David Clarke (Elected Member)

Andrew Edwards (Elected Member)

In attendance:

Jo Kite (incoming Chair Early Career Microbiologists’ Forum Executive Committee)

Catrin Moore (incoming co-Chair of Impact and Influence Committee)

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 Audiences)

Curtis Asante (Associate Director of Engagement and Insight)

Helen Jones (Associate Director of Strategy and Impact)

Rosie Waterton (Executive Secretary)

1.1 Apologies for absence and welcome to new attendees

Apologies were received from Elected Member Kim Hardie and incoming members Alan McNally and Karen Robinson.

The President welcomed incoming members of Council Jo Kite, incoming Chair Early Career Microbiologists’ Forum Executive Committee; and Catrin Moore, incoming co-Chair of Impact and Influence Committee to the meeting in attendance only.

1.2 Declaration of any new conflicts of interest

No new conflicts of interest had been declared.

1.3 Minutes of the 395 meeting of Council

The following alterations to the minutes of the 395 meeting of Council were agreed:

p3 two mentions of 'Evelyn' be changed to 'Evelyn Partners'.

p9 'appointed' be changed to 'appoint'.

Subject to these amendments, the minutes were approved as a true and accurate record of the meeting.

Action 01: The Executive Secretary to amend the minutes of the 395 meeting of Council.

1.4 Matters arising from the minutes and action points

The co-Chair of Building Communities Committee and Chair of Publishing Panel commented on Action 15 and confirmed that to limit the impact on authors and to prevent barriers to submitting content, a process had been agreed by which authors were required to submit a statement, similar to a Conflict-of-Interest Statement, to confirm due consideration and/or accreditation to the appropriate contributors was given.

All other actions were either complete, in train or appeared as substantive matters on the agenda of the current meeting.

2. Finance Committee

2.1 Finance Committee key points

The Treasurer presented this item.

2.1.1 Investments update

The Treasurer reported that Finance Committee had received from its advisers and investment managers an overview of the markets as a whole and that July had been a good month resulting in a 7.1% return on the Society's portfolio but acknowledged that political and global economic changes meant continued market uncertainty. He assured Council that although the portfolio return was negative over twelve months at -1.6%, the positive performance over the last three years had provided a good buffer.

Asset Risk Consultants had informed the Committee that if Council was considering its cashflow position, then it would be better to make a withdrawal from the portfolio sooner rather than later, even if this requirement was over the next 12-18 months, and that there was approximately £0.57m available in cash. Council considered its position in reference to agenda item 2.1.3, the 2023 budget proposal, the current economic uncertainty and the cost-of-living crisis. Council approved a drawdown of £250K subject to a discussion with Evelyn Partners regarding precise timing. Council also agreed to request that Evelyn Partners retain some flexibility in the investment of the remaining funds to ensure these were accessible for potential drawdowns in the future as Council had approved a significant deficit budget.

Action 03: The Chief Operations Officer, Treasurer, and Chief Executive to discuss the timing of a drawdown from the investment portfolio with Evelyn Partners.

2.1.2 Management accounts

The Treasurer reported that Finance Committee had reviewed the management accounts up to the period 31 July 2022 and noted that they demonstrated a surplus of £665k at that point against a reforecast deficit of -£462k for the whole year. Expenditure was largely in line with budget, apart from payroll costs which by the end of the year would also include the redundancy costs from the recent voluntary redundancy offer, though many of the vacated posts would not be replaced immediately or in some cases at all which would offset some of the costs. He also noted the foreign exchange gain, due to the Society receiving a large proportion of its income in US dollars, which would offset some of the increase in expenditure.

2.1.3 Final budget proposal 2023

The Treasurer presented this item and 2.1.4 together as both had an impact on the final budget proposal. He noted that the deficit presented at Finance Committee was significant due to the potential loss of income through the flip of *Microbiology* to open access and the increasingly volatile global economy which exerted significant pressures on expenditure. He also reported that the economic pressures would impact on Annual Conference costs and the event was projected to make a loss of £200K (over and above staff costs). He reported details of discussions at Finance Committee in which further measures to reduce costs or increase income had been proposed.

Council discussed and approved the following:

- Increase Annual Conference delegate fees by 20% for Full Member and Non-Member categories and by 10% for all other membership categories
- Reduce the catering offering to serve a less substantial lunchtime meal, and remove the alcohol offering, following the decision to move poster sessions earlier in the day, shortening the overall timetable and therefore allowing delegates the opportunity to go out to dinner in the evening. Council was mindful to ensure there were other networking and social opportunities available to delegates at which alcohol would be available at their own cost. It noted that the replacement catering was designed specifically to meet requirements for charitable redistribution of excess or environmental factors (e.g. plant-based menu) and Council requested this be well communicated to delegates.
- Reduce the recorded content to minimum levels to include the Prize lectures and the sessions held in the main auditorium only. Council was mindful to ensure that sessions timetabled to be held in the auditorium were from across the full breadth of the areas of microbiology being presented and tasked the Scientific Conference Panel with ensuring this balance.
- The inclusion of the additional grants contingency approved at the last meeting in the 2023 budget.
- Delay the launch of the AMR project to late 2023 and early 2024, therefore reducing upfront costs and allowing time to investigate potential external funding once the UK AMR action plan was launched. This would also enable the Society to spread the costs across the 2024 budget

as well as align the project communications with the surge in press interest around the 2024 UN AMR meeting.

- Council to alternate ‘in person’ meetings, holding meetings virtually for its March and September meetings and then in person in July and December, to reduce travel and associated costs. Council noted this may result in reduced engagement depending on the availability of members to attend the in-person meetings but agreed to trial it.

Council requested that the Society communicated honestly and clearly with its members to explain that the reasons for the changes were to protect funds for opportunities for younger members and for better environmental and financial sustainability.

Council approved the 2023 budget with a proposed -£817k deficit, reduced from the original -£977k projected deficit.

Action 04: The Chief Operations Officer to oversee the implementation of the approved 2023 budget.

2.1.4 Annual Conference delegate fees

This item was considered by Council as part of item 2.1.3 the 2023 budget proposal.

The Treasurer noted that an update on fundraising, operational matters and the contingency budget was provided to Finance Committee and the full details were provided in the Finance Committee’s written report to Council which had been distributed the day before the current meeting.

2.2 Critical Risk Register

The Chief Operations Officer presented the item and reminded Council that the Critical Risk Register was submitted for review every six months. She noted the risk of “failure to manage relationships” which included key personnel and confirmed that 19 members of staff had accepted the voluntary redundancy offer. She reassured Council that the risk was being adequately mitigated through staggered leaving dates and planned handover periods. The Chief Executive also noted that staff who had decided to remain at the Society and new members of staff had been contributing ideas to inform the new structure and realise the new strategy. The Chief Operations Officer noted that this linked to another key risk of “managing groups and silos”, commenting that the planned new staff structure which would involve more matrix management structures and more project-based working would assist in mitigating this.

In terms of risks associated with income diversification, she noted that the transition to open access continued with plans to flip *Microbiology* in 2023, the Publish and Read model and good relationships with agents had led to the exploration of new markets and several North American, (including the US) deals secured.

Council was reminded that the Audit, Risk and Evaluation (ARE) Committee was considering risk appetite and the development of a statement and framework to assist Council in assessing circumstances where it might be appropriate to take risks in order to mitigate and/or develop other areas of concern. The Chief Operations Officer reported that recruitment for an incoming external Chair of the committee was still ongoing, but some potential candidates had been identified via one of the committee’s external members.

Council requested that the ARE Committee consider the economic uncertainty and cost of living crisis in terms of impact on the building owned by the Society and on staff. Council was invited to send anything further for consideration to the Chief Operations Officer or to Andy Edwards as the Elected Member on the ARE Committee.

Action 05: The Chief Operations Officer to raise the economic uncertainty and cost of living crisis in terms of impact on the building owned by the Society and on staff at the next ARE Committee meeting.

2.3 Collated finance papers.

These were taken as read.

2.4 Charles Darwin House Ltd liquidation update

The Chief Executive reported that all administration to liquidate Charles Darwin House Ltd had been undertaken and the record on the Companies House website confirmed that the company would be dissolved and removed from the register on 30 September 2022.

3. President/Chief Executive business

3.1 General business/report back from CEO

The President reported on a successful roadshow event in Newcastle the previous month, citing high attendance and a vibrant and dynamic community and including those from clinical and industrial microbiology settings. He reported feedback from early career members that they had interacted with more experienced members of the Society and found them approachable and engaging.

The Chief Executive reminded Council that as part of encouraging more involvement from the membership in the governance structures, the Society was creating a series of short films entitled “get involved”. He urged Council members to be filmed expressing their reasons for being involved in the Society and the opportunities it created.

3.2 Outcomes from the Thursday session

The Chief Executive reported back from the discussions held with the Members Panel the previous day. The session was focused on the Equality, Diversity and Inclusion and Internationalisation aspects of the new strategy and he expressed gratitude to the Members Panel for their engagement with the topic. He summarised the outcomes of the day noting that Council had been committed to ensuring that “whoever you are, wherever you are, we will amplify your voice”. Council had observed that there was a great deal that could be done, and a pragmatic approach was required. He confirmed next steps were to build the notes made for the session into a formal implementation plan for options to be presented to the December meeting of Council. Consultation with members may be required in the meantime to build the detail of the plan accordingly.

Council expressed its thanks to the Members Panel, many of whose members had attended the session and made valuable contributions.

Action 06: The Chief Programmes Officer and Director of Strategy to incorporate relevant actions into the strategy implementation plan to be presented to Council in December.

3.3 Composition of Council and Committees

This document was taken as read.

3.4 Deputy Editor-in-Chief of *Microbial Genomics*

The co-Chair of Building Communities Committee and Chair of Publishing Panel reported on the recruitment process and confirmed that the panel comprised himself in the Chair, Elected Member of Council Laura Bowater, Kathryn Holt and Samuel Shepherd as the previous and current Editors-in-Chief of *Microbial Genomics*, and Gavin Thomas as the Editor-in-Chief of *Microbiology* and Member of the Publishing Panel.

Two applications had been received and the panel agreed that both brought different essential skills and approaches to the role. Following consultation and agreement in principle from the candidates, the panel recommended that they both be appointed as co-Deputy Editors-in-Chief.

Council considered the practicalities of the workload split and following assurance that this had worked well before in other similar positions, agreed this could be considered across all Editorial roles with the Society.

Council approved the recommendation that Alan McNally and Eva Heinz be appointed co-Deputy Editors-in-Chief of *Microbial Genomics* for a three-year term and, following approval by Council, go on to be co-Editors-in-Chief of *Microbial Genomics* for a further three-year term.

3.5 2023 Prize Lecture Winners

The General Secretary presented this item and reported that following a direct call for candidates from the General Secretary personally, a total of 35 members had applied to sit on the prizes panel. This had allowed a panel composition that was diverse across fields of microbiology and career stages. He reported that a total of 31 nominations had been received and that the gender balance across nominations and recommended winners was good, but noted that a high number of nominations had been received for candidates at the “golden triangle” of universities in London, Oxford and Cambridge, and that further diversity was to be encouraged. Council also acknowledged the mistaken perception that there was a requirement for prize nominees to be members which was not the case.

The Prizes Panel submitted the following recommendations for Council approval.

Fleming Prize Lecture

Council approved the 2023 Fleming Prize should be awarded to Tanmay Bharat, University of Cambridge.

Marjory Stephenson

Council approved the 2023 Marjory Stephenson Prize should be awarded to Dr Sharon Peacock, University of Cambridge.

Peter Wildy

Council approved the 2023 Peter Wildy Prize should be awarded to Iruka Okeke, the African Academy of Sciences.

Translational Microbiology Prize

Council approved Ravindra Kumar Gupta, University of Cambridge, be awarded the Translational Microbiology Prize.

Action 07: The Chief Executive to write to the 2023 Prize Lecture winners.

3.6 Annual Conference 2023

Council had approved the increase to conference delegate fees and the reduction of enhanced audio-visual offerings under agenda item 2.1.4.

The Associate Director of Engagement and Insight reported that following feedback from delegates that the scientific programme was often too big which resulted in the need for several conflicting sessions and a high number of low attended sessions as opposed to a smaller number of highly attended sessions, the Chair of Scientific Conferences Panel (SCP) had worked with the Divisions to slim down the programme and make room for more professional development and other non-scientific events.

Council considered whether the shift in timing for the poster sessions meant that the quantity of posters could be reduced via a triaging process but increasing flash talks. Ultimately it was agreed that judging poster quality at abstract stage was impossible and maintaining the opportunity for members to present their work was valuable, while noting that the Scientific Conferences Panel may want to revisit the matter.

Council discussed mitigations for SARS-COV-2 for 2023 in preparation for registration to open in October and agreed to include a statement that the Society remained conscious of SARS-COV-2 and would review the circumstances of the virus over the winter and ensure any mitigations in place accordingly. As it stood currently, the Society would not impose mandatory vaccination, testing or mask wearing but encouraged members to take personal responsibility for ensuring the virus was not knowingly spread. The Society would ensure high levels of ventilation across the venue at all times and would supply masks and lateral flow testing kits for any delegates who wished to utilise them whilst at the venue. Council agreed that final wording and any future changes to mitigations would be checked and approved by the Chair of Scientific Conferences Panel and the General Secretary.

Action 08: The Associate Director of Engagement and Insight to implement the approved recommendations and to check final statement wording, and any further mitigation decisions with the Chair of Scientific Conferences Panel and the General Secretary.

3.7 Membership report

The Chief Programmes Officer and Director of Strategy presented the item highlighting a few activities from the paper such as the flagship Early Career Microbiologists' (ECM) Forum Summer Conference in July and relationship building discussions with Gilead Sciences Ltd. to explore future collaborations or partnerships with the Society.

Action 09: The General Secretary to provide the Chief Programmes Officer and Director of Strategy with a further Gilead Sciences Ltd contact.

Council approved the list of new members.

3.8 Changing how the Society collects EDI data

The Associate Director of Strategy and Impact reported the intention of the change in the collection of EDI data for members at the point of joining, and at renewal, replacing the separate optional survey sent to members annually which returned very low numbers of responses. It would be mandatory for the questions to be completed in order for members to progress to payment, but a “prefer not to say” option would be included for every question. The change in the way data was collected was to ensure the Society had an improved baseline from which to draw better conclusions from analysis, identify gaps, measure progress and impact, and ultimately to devise informed plans to ensure the Society was truly welcoming to all. She noted the importance of being fully GDPR compliant and assured Council that although the data would be linked to individual member records, the EDI information would reside in a separate entity on the CRM, accessible only to few staff members with the appropriate permissions. The Associate Director of Strategy and Impact confirmed that members would be well informed as to the reasons why their data was being collected and it would be explicitly stated that the Society would not use the data for decision making processes and that data would only be reported in an aggregated and anonymous way. She confirmed that there was no cost implication to the change and that the alteration also gave the Society the opportunity to review other areas of the joining and renewal process to include other useful information from members such as areas of work (clinical or industrial for example) and affiliation such as University or company.

Council approved the recommendation to alter the process by which EDI data was collected.

Action 10: The Associate Director of Strategy and Impact to work with Trillium, the Society CRM providers to implement the changes.

3.9 Statement on content funded by the Russian state

The Chief Executive reminded Council of their agreed statement to pause the processing of certain journal content originating in Russia, delaying review and publication until, as per its original statement, such a time as it was safe for Ukrainian microbiologists to return to their work. Council had therefore agreed at its 395 Meeting in July 2020 to review the circumstances of this condition at each meeting unless the situation in the Ukraine altered substantially between meetings, such as in the case of a ceasefire, at which time it would be reviewed via email or at an extraordinary meeting in order to react in a timely manner. Council agreed there were no changes to the circumstances of the war and thus no change to its position. It noted that although there was a spectrum of standpoints from other similar organisations, the Society was not out of step with the actions of many.

3.10 Honorary Membership

The Chief Executive reminded Council that at its final meeting of each calendar year, Council considered any nominations for Honorary Membership and that nominations must come via a Council member (including incoming Council members). The forms would be circulated after the meeting with a deadline for submission of 31 October to allow enough time for the General

Secretary to determine whether they met the standard for consideration by Council. He reminded everyone that Council had previously decided that Honorary Membership was “normally” given to **no more than** one person a year, but that Council had also previously agreed that in the year following end of tenure for a President of the Society, the General Secretary would additionally compile a nomination for the previous President to also be considered.

Action 11: Executive Secretary to send the Honorary Membership Nomination form round to Council.

4. Summary of Progress

4.1 Summary of Progress – Strategy 2018–2022

The Chief Executive presented the paper and highlighted a few items to note such as the written response to the Natural Resources Wales ‘Nature and Us’ survey on the future of Wales’ natural environment and the societal changes needed to protect nature. The Society had shared a member’s (anonymous contribution) idea to introduce a producer responsibility scheme for the recycling of packaging. Subsequently, the Welsh Government issued a draft of its new Innovation Strategy with that recommendation included. Although the Society was not directly quoted, the text was very close to its original: “Improve recycling of packaging, by introducing an Extended Producer Responsibility (EPR) scheme to ensure producers bear the full end of life costs for their packaging and that they report on and meet packaging recycling targets set for Wales.”

He also updated on the planned one day in-person event hosted with Unilever on the topic of safety in the microbiome. The Associate Director of Engagement and Insight noted that a date had not yet been set but the aim was for around 30 delegates to share knowledge and work on this topic together in real-time, including discussion around how current research and techniques could be used to solve this issue. A working group was being convened to develop the event content and structure, consisting of Unilever representatives and Microbiology Society members in relevant fields, supported by Microbiology Society staff.

5. AOB

There were no other items of business, and the President declared the meeting closed at 11:34.