

Minutes of the 365 Meeting of Council

01. Apologies for absence & welcome to new attendees

No apologies were received and all members of Council were present.

The President welcomed Karen Robinson to the meeting as the incoming Chair of the Scientific Conferences Committee. He reminded Council that Incoming members are invited in attendance only with no voting rights. He noted that the two incoming Elected Members of Council – Steve Oliver and Nicola Stonehouse – and the incoming President, Neil Gow, could not be present but had sent apologies

02. Declaration of any new conflicts of interest

None were declared. The public register would be updated to reflect the changes to Council composition in line with the turnover in January.

03. Minutes of the 364 Meeting of Council

Item 16 – Mike Skinner should be Dr. not Professor.

With the above alteration the minutes were accepted as a true and accurate record.

04. Matters arising from the minutes and action points

The President reported on the following items.

- Item 4 – Terms of Reference for all Committees would be brought to Council in December.
- Item 4 – He further reported that he, the Chief Executive and the Head of Public Affairs had visited 10 Downing Street to collect a soil sample as part of the Society's Small World Initiative.
- Item 7 – The President reported that the suggested meeting between the Presidents of sister Societies in CDH had not yet happened but was planned.
- Item 8 – Professor Neil Gow had formally accepted the post of President of the Society from January 2016 to December 2018.
- Item 17 – The Society nomination of Hilary Lappin-Scott to the Vice Presidency of FEMS had been successful – she had been elected and would become the President in two years' time. The President observed that this placed at least three British members of the Microbiology community on the board of FEMS which may strengthen our relationship further.

The General Secretary reported back from the Federation of European Microbiology Societies (FEMS) Council meeting that it was accepting expressions of interest for hosting the FEMS Congress in 2019 by the deadline of 20 October. She had consulted briefly with the other UK based Microbiology organisations who had verbally confirmed their support - if the Society was to lead. She noted that all FEMS required at this stage was the name and contact of proposing society, a suggested venue with justification and details of suggested congress organisers including reference to events organised by them. It was noted that for a FEMS conference, ensuring accessibility from across Europe would be essential and that the Society would need to use a professional conference organising company rather than in house staff. Council agreed to

collate necessary information for a provisional expression of interest, and to leave the detail in the hands of the General Secretary

1.1 President / Chief Executive Business

06. General business /Report back from CEO

The Chief Executive gave Council a list of items of business due at the next meeting.

- Gilbert Shama, the Honorary Archivist, had been invited to attend the Thursday session to present on his findings thus far.
- Trustee training would be available for the incoming members of Council; any members of Council would be welcome to attend and should highlight areas of interest and offer suggestions for content to the Chief Executive.
- Council would need to address the allocation and possible reshuffling of Elected Members' Committee representation.
- Council would receive a list of Council-nominated positions to fill during 2016, including a successor for the General Secretary and a Treasurer-elect.

07. Composition of Council and Committees

The Chief Executive noted that the paper did not yet reflect the incoming members of Council but would be updated accordingly once they were formally in office. It was noted that Mark Harris was omitted from the Publishing Committee and should be included as a co-Editor-in-Chief. The Director of Scientific Programmes also noted that due to underrepresentation on the Professional Development Committee; two co-opted members had been invited to join with immediate effect. Arikana Massiah and Heather Macklyne should be included on this paper. Council noted that there would be considerable turnover in certain years and Committee Chairs should consider extending the term of office for certain posts to bring the cycle in line.

President – Elect: The President introduced the paper and reminded Council that the process had been updated so the Society now invites nominations for the presidential election from the entire membership and thus it is more important to allow the incoming President time to bed in. He acknowledged a counter argument in a lack of focused role for the incoming president and a potential clash of opinion between them and their predecessor. He opened the meeting to discussion.

Pat Goodwin spoke in support of the suggestion as there is potential for an incoming President to have little or no experience of the Society Council or Committees processes and the position of a President –Elect would enable an individual to feel supported in their induction to the governance of the Society. Chris Thomas reiterated the importance to allow the President-Elect time to experience and observe all the different areas of the Council and all committees to get a true overview of all the activities of the Society rather than task them with a specific role.

Maggie Smith raised the potential issue that four years is a very significant commitment for an individual of the level at which Council would expect an incoming President to be. She suggested a more light touch involvement would allow them to gain the relevant understanding of the Society and also avoid clashes of opinion and power in the overlap year.

The General Secretary voiced the current issue of the process schedule, good candidates may have

trouble clearing their diaries with only six months' notice. She suggested that undertaking the entire process earlier would allow for this to improve.

Council agreed to move forward the Presidential election process by a year and then to assess the needs of the successful candidate during their year as President-Elect on a case by case basis.

The President noted the similar needs of an incoming General Secretary; Council agreed to defer discussion on that to the December meeting.

08. AGM special resolutions

Council accepted the two special resolutions that had been passed at the Annual General Meeting on 17 September 2015.

The Chief Executive confirmed that for the name change resolution, 97 votes were cast in total, including all appointed proxy votes. 11 had been against and 86 in favour.

09. New Members List

The President reminded Council of the reasons for requesting this information and the requirement for a member to propose new members is to protect the organisation from membership being used as a means for people to gain inappropriate status or access the country. The format of the list now provided information on the relevant institution to which the incoming member is affiliated, though it was noted by the Director of Scientific Programmes that gaps still existed where, for example, members take a year in industry and thus the details they provide us do not necessarily include their institutional address.

Council accepted the list.

10. Critical Risk Register

The Chief Executive noted the annual report requirements for the next year would mean that Council would need to give more information about the specific risks faced and mitigated by the Society throughout the year. Council was invited to feedback on the format and content of the register. There was a suggestion for future submissions of the register, to allocate groups of risk to each trustee to consider, ensuring the register is reviewed thoroughly each six months.

Pat Goodwin requested that any changes to any risk be highlighted so Council can see what areas remain consistently low, or high risk and what risks fluctuate and why. Chris Thomas requested that where a risk has multiple owners, the main person responsible should be indicated by putting the name in bold.

Council accepted the Risk Register and indicated that it was content with how the identified risks were currently being managed.

11. 2016 Prize Lecture Winners

The General Secretary reminded Council of the panel composition as Evelyn Doyle (in the Chair), Mike Skinner, Maggie Smith and Paul Hoskisson, in keeping with the equality and diversity (E&D) requirement for at least 33% female representation. She recounted that nominations were sought from the entirety of the membership and the midway equality and diversity check had been performed and resulted in the Society re-opening the nominations process. The final nominations had been ranked independently by each member of the panel and the scores collated and discussed. The panel noted the high quality of nominations and the General Secretary confirmed that whilst the

decision-making process had been mindful of equality and diversity matters, the final decisions had in each case been made on the quality of the science and the criteria for each prize.

The recommendations of the panel for the 2016 Prize Lecture winners were:

Peter Wildy

Recommended : Wendy Barclay for her work on the communication of the science of influenza. She was commended by the panel for her open and informed discussion with the public on contentious issues.

Colworth

Recommended: Del Besra. Development of novel antimicrobials on the basis of his research.

The panel noted some lack of clarity in the criteria for this prize and questioned if, due to the Colworth name, there was a constraint as to what the translational application might be. For example, could it be translational into policy rather than into industry?

The panel also noted the difficulty in reviewing nominations with limited documentation where, for example, some are not submitted with a CV. It was requested that the wording on forms be updated to state the competitive nature of the process and to therefore provide all documentation requested (CV etc).

Council considered if areas such as policy were appropriately valued in the prize lecture considerations. Maggie Smith suggested that “impact” is considered throughout all prizes but acknowledged this needed to be more explicit in the wording of the criteria and there was a need to ask more specific questions on nomination forms. Council agreed and requested Maggie Smith and the Governance Manager discuss further.

Marjorie Stephenson

Recommended: Stephen Oliver for his work on the yeast genome

The President confirmed that at the time of nomination Stephen Oliver had not been elected onto Council and therefore there was no conflict of interest in awarding him the Prize Lecture.

Fleming

Recommended: David Grainger for his work on gene regulation in *E.coli*

The General Secretary noted the encouragingly high number of nominations for this award and spoke positively about the quality of those in the early stages of their career. She related to Council that evidence of establishment of independence within their research had been key to the panel’s decision and that again, for future years, more criteria to explain this should be on the form.

Council accepted all the above recommendations

Prize Medal:

The General Secretary reminded Council that the Prize Medal was the only prize on which Council voted on the winner and that all members had received the nomination information the previous day, following consideration by the panel. Nominations had been sought from the whole membership and included two nominations rolled over from the previous year. President declared a conflict of interest and left the room. The General Secretary opened the nominations for discussion.

The Council voted, and the clear winner of the Society’s 2017 Prize Medal was Michael Rossmann.

Letters would be sent to the winners to invite them to accept. Council was reminded that the information was therefore confidential and embargoed until formal acceptance had been received and the Society had announced the winners.

The President returned to the Chair.

12. Society strategy light touch review

The Deputy CEO and Director of Strategy and Communications presented the paper. Mark Harris highlighted concerns raised by members at the AGM about what the term “Microbiology” encompassed and noted that the “about the Society” text appeared to separate “microbiology and virology”. To emphasise the inclusivity of the Society, Council agreed to utilise the word “microbiology” in all publications and communications, and to remove separate references to “microbiology and virology”. It was further agreed that communicating what microbiology incorporated should be part of the communication process to our audiences. Council agreed to delete “in microbiology and virology” and leave the wording as “We publish key academic Journals”.

Council approved the documents with the above amendments and agreed that the President would authorise any future amendments. A high level populated strategic map would be submitted to the December meeting following further consultation with staff and Committees.

13. Conferences review implementation plan

Chris Thomas, as Chair of the working group, presented the document and requested any suggested amendments be directed to Sarah Buckman, Mark Harris and Karen Robinson. The Director of Scientific Programmes, explained that as the programme and organisation was already set for 2016, many changes would be implemented for 2017 and onwards.

Mike Skinner suggested that under item 8, the hot topic speakers should be discussed with Divisions rather than them simply being informed – this would allow a two way dialogue in the decision.

With those comments, Council approved the implementation plan and noted the flexibility it allowed for a more diverse programme structure.

14. Professional Development implementation plan

The Chair of the Professional Development Committee introduced the paper. Pat Goodwin noted that the plans fitted in well with International Working Group discussions.

The President went through the proposed new areas of activity in turn to allow for open discussion.

- Section 1: Item 2: CPD Accreditation: – Council agreed to work with the Royal Society of Biology and identify other organisations that run CPD courses to ensure members are accredited for relevant Society sessions they attend.
- Item 4: ‘How to’ Guides: – Council agreed to call on the expertise of members to assist rather than rely on staff time.
- Item 5: Professional Development Workshops: – Council considered the potential of replicating services offered by institutions and agreed to investigate where the Society could add real value to any gaps in the professional needs of our members. Suggestions had already been sought direct from the membership.
- Item 6: Returners to work: – Council agreed to engage with existing forums for returners to work rather than to establish our own. Maggie Smith, Chair of the Policy Committee, suggested that the Society could offer paid internships within laboratories or waive conference fees for those on career breaks.

- Section 3, item 1: Early Career Researchers Forum: – Council noted the success of the Early Career Forum in SfAM and the Chief Executive noted this was something the incoming President was particularly keen to engage with.
- Item 2: Fellowship scheme: - The suggestion of opening a Fellowship was divided. Some Council members considered it could become divisive. Council agreed the Society would need to seriously consider what a member would gain from a Fellowship and that it was not a priority in the short term. The President suggested the Society propose a Fellowship scheme to FEMS as an initiative they could introduce on a European level.
- Item 3: Prizes – Council considered that the Peter Wildy and Outreach Prize did both allow for excellence in teaching practice. This would be clarified under the agreed recommendation under agenda item 11 for the Prize criteria and form wording to be reviewed.
- Item 4: Mentoring scheme - Council agreed that a Society-run mentoring scheme would be too costly and difficult to set up effectively and noted that a lot of members already have access to this type of scheme at a more local level. Council agreed a way forward to use the database to put people in contact with willing participants but to emphasise that the onus is on the individuals to establish the mentoring themselves.

The Director of Scientific Programmes and the Chair of Professional Development Committee were tasked to work through the series of actions for the plan.

1.2 Finance and administration

15. Collated Finance and Operations Committee Papers

16. Report from Finance and Operations Committee

The Treasurer took Council through the report. He noted that after the in depth review undertaken in previous months, the Committee was now in a position to monitor the investment performance in reference to their responsibility as trustees and outlined the discussions concerning potential investment in fossil fuels. The Chief Executive reminded Council of the legal restrictions on its investment powers and highlighted that the Charities Commission states that trustees cannot use their investment powers to make moral statements at the expense of their charities. However, he noted that shareholder activism, such as making representation at a shareholders' meeting, is encouraged by the Charity Commission so long as it is in the interests of the Charity's objectives.

The Chief Executive presented the proposed budget for 2016, which included a deficit of £589,000, smaller by about £100,000 than the previous year, and in line with the Society's 3-5 year plan to reduce the deficit. Council accepted the budget proposals for 2016.

The Deputy CEO and Director of Strategy and Communications presented the paper, *Driving Strategy – achieving excellence - revised* which recommended restructuring and centralising the Marketing function so that there is an integrated marketing and communications function working across the Society, to strengthen the marketing team and to restructure and centralise product development and innovation. She noted that while Communications works across departments, the current marketing function is focused within Publishing. Centralising and strengthening marketing, particularly the ability to analyse and interpret data, will enable the Society to carry out this function effectively across all its products, programmes and events to meet the needs of members and to encourage sustainable income diversification. Council accepted the recommended proposals in the paper.

The Finance and Operations Committee had considered the way in which the Trustees should account for their share on Charles Darwin House 1 and Charles Darwin House 2 in the annual report and accounts for 2015. The current policy was no longer tenable and updating the valuation on an annual basis would run into issues of artificially inflating the wealth of the Society, therefore it was

agreed that the option to get the buildings re-valued and then depreciate the properties (separating land and buildings) in the accounts (option 2.4 of the accounting for property paper), would be the most favourable. This would allow the Society to use the value of the properties at 31 December 2015 as the basis for this, as a one off, due to the incoming changes to the Charity SORP. This revaluation, after all the work carried out on CDH2, was considered the most fair and transparent approach. Council accepted the recommendation of the Finance and Operations Committee that this should be taken forward in consultation with the auditors.

The Finance and Operations Committee had heard an update from JS2 Ltd on the Society's accounts and were advised that it appeared as at July 2015, the deficit for the year would be lower than budgeted. It was predicted from the cash flow that the Society would see a pinch point in November and agreed that while some cash management might avoid any problems, if necessary the Society would draw down funds from cash in the investment portfolio to cover November, with these funds being returned to the portfolio in December when the Society's income increases. The CEO confirmed that this was likely to be unnecessary but an agreed default plan if required.

The Finance and Operations Committee had received the operational update. The Treasurer noted that most areas had been covered under item 6 of the Council agenda. The Chief Executive updated Council that progress on the CRM system review and implementation and the review of HR policies were all on target.

1.3 Scientific Conferences

17. Scientific Conferences key points and update

Council noted the paper.

18. Scientific Conferences Minutes

These were taken as read.

The President observed the vast improvement to the conferencing organisation and commended the work of the conference team. The Director of Scientific Programmes noted the key change to the structure of the 2016 Conference was that the Prize Lectures and Hot Topic session had moved to the morning and evening slots in order to top and tail the day and better manage lunchtime activities. She reported that this decision had been carefully considered and concerns over falling audience numbers had been taken into account. She confirmed that the Scientific Conferences Committee had agreed to try the change for one year and review for the 2017 programme if need be.

1.4 Professional Development

19. Professional Development Committee key points and update

Council noted the paper.

All substantive items had been covered in the update under agenda item 14.

1.5 Communications

20. Communications Committee key points and update

Council noted the paper.

21. Communications Committee Minutes

These were taken as read.

22. Small World Initiative update

The Deputy CEO and Director of Strategy and Communications informed Council that the PhD student, Ethan Drury, was now in place. She updated them on the success of the July Summer School

and the Citizen Science pop up events and noted the enthusiasm with which the public had received the project and the opportunities for on-going engagement that it had created. She acknowledged that the levels of engagement at this type of event were seen to be deeper than science festivals as it was appealing to a different and more diverse audience.

The Forestry Commission had also demonstrated an enthusiasm for building on the partnership with the Society and Yale University had requested feedback on how the programme could be rolled out in schools in the US, demonstrating the global impact of the initiative.

She highlighted the great media coverage the initiative had received and cited the visit by the President and Chief Executive to Number 10 to collect a soil sample as an example of the high profile of the project and informed them of several potential high profile events scheduled for the next year. To sustain the project, the Society was looking into funding options and had met with the Wellcome Trust which had expressed an interest in the project. She requested input from Council to assist with writing of funding applications. The President acknowledged the project as a good example of collaboration between staff, Council and members who volunteered at the event. He extended particular thanks to Head of Public Affairs Isabel Spence and Education and Outreach Manager Theresa Hudson. He confirmed the intention to extend the reach and access other demographics, by for example looking at having the pop-ups in inner city venues.

1.6 Policy

23. Policy Committee key points and update

Council noted the paper.

The Chair of the Policy Committee updated Council on the actions of the Learned Societies Partnership on Antimicrobial Resistance (LESPAR) and noted that they continue to submit applications to AMR funders for more money to further the successful work on this area.

The Chair of Policy reminded Council that the Society had recently issued a parliamentary briefing on zoonotic diseases which had been quoted in Parliament both UK and Ireland, demonstrating the Society's increasing influence in current areas of Scientific Policy. She reminded Council that the November issue of *Microbiology Today* would be themed on the subject as well.

She notified Council that the BBSRC had launched the BBSRC Strategic Training Awards for Research Skills (STARS). They would especially welcome applications from areas identified in the Vulnerable Skills consultation including 'Physiology and pathology of plants, animals and microbes' - an area highlighted by the Society in the joint response with the Society for Applied Microbiology in September 2014.

She updated Council that the Committee had responded to the Scottish Parliamentary decision to ban GM in plants.

The Head of Public Affairs had attended a meeting of Campaign for Science and Engineering (CaSE). The new Chair of CaSE was a well-connected former civil servant at BIS, who had reported that the government had largely accepted the broad arguments for funding put forward by the scientific community. Issues such as the ring fence around the budget, and the interpretation of the Haldane Principle were, however, said to remain open for discussion. Science is Vital was due to hold a rally later in the autumn and Council agreed that the Society should inform members about it.

24. Policy Committee Minutes

These were taken as read.

1.7 Publishing

25. Publishing Committee key points and update

Council noted the paper.

The Director of Publishing reported back from his trip to China with the Chair of the Publishing Committee to discuss the future of IJSEM and ICSP with the Vice-Chair of the International Committee on Systematics of Prokaryotes. This was in follow-up to the letter sent to the ICSP in November 2014 outlining Council's concerns about the future of the journal.

ICSP and IJSEM had been requested to make appropriate proposals. The Director of Publishing has written to the ICSP Chair and Vice-Chair asking for a formal response to the letter by 15 October, in order that a recommendation can be put to Council at its December 2015 meeting.

The Chair of the Publishing Committee reported back on the success of the Publishing Committee workshops and meeting on the 16 September. Further meetings have been scheduled to work towards the objectives of closer collaboration between Journals to find new ways of working to improve quality of science and efficiency of working with editors.

He reported that the new journal website had received excellent feedback. To date, it had received 2.2 million article downloads.

1.8 AOB

The Chief Executive expressed the thanks of Council to the Governance Manager for the organisation and execution of the AGM events and the Special Resolutions passed. He had received notification from a member of staff during the Council meeting that the name change legalities had been undertaken and the new Certificate of Incorporation had been issued by Companies house. The Society was therefore now officially the Microbiology Society.

The Chief Executive notified Council that there were very few photographic records of Council throughout the Society's history. As there was a full house of members at the meeting, and the change of name rendered it an important moment in the Society's history, a photographer was on hand to record the moment.

The President declared the meeting closed at 12:02pm.