

Council Meeting

**11 September 2019
13:30-16:00**

Hindle Room, 1 Naoroji Street, London, WC1X 0GB

Web Minutes

1. Welcome and apologies

Present: Professor Dame Julia Goodfellow (President)
Professor Richard Reece (Hon Secretary)
Dr Paul Brooker (Hon Treasurer)
Professor Nigel Brown
Professor Claire Wathes
Professor Hilary MacQueen
Professor Yvonne Barnett
Professor Jackie Hunter
Professor Patricia Kuwabara
Professor Paul Hoskisson
Professor Caroline Austin
Professor Sarah-Jayne Blakemore
Dr Louise Leong
Dr Jacqui Piner

Observers: Dr Mark Downs, Chief Executive, Royal Society of Biology
Dr Laura Bellingan, Director of Policy & Public Affairs, Royal Society of Biology
Rachel Lambert-Forsyth, Director of Membership & Professional Affairs
Ana Ilic, Development Officer
Jen Crosk (Minutes), PA to CEO

Apologies: Professor Patrick Hussey
Mr Terry Gould
Professor Rebecca Oakey, Genetics Society
Dr Lucy Harper, Society for Applied Microbiology
Dr Doug Brown, British Society for Immunology
Dr Hazel Norman, British Ecological Society
Mr Mark Hollingsworth, Nutrition Society
Ms Pamela Mortimer, Society for Experimental Biology
Mr Jono Bruun, British Pharmacological Society

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Mrs Dariel Burdass, Physiological Society
Mr Adam Hughes, Biochemical Society

1.1 Declaration of interests

Nigel Brown declared he had received a Biology Week grant of £50.

2. Minutes of the previous meeting held on 5 June 2019

2.1 Review of action points

Yvonne Barnett and Terry Gould had volunteered to serve on Finance Committee. Council welcomed and approved their appointments.

2.2 Matters arising not on the Agenda

Jen Crosk reminded Council of the need to complete the annual "Declaration of Interest" form and the "Related Party Transaction form" for FY 2018-19 ahead of audit. She undertook to distribute these by email.

ACTION: JC to distribute the declaration and related party forms by 30 September 2019.

2.3 Approval of Minutes and Web Minutes

Council **APPROVED** the Minutes and Web Minutes subject to typographical amendments, specifically for some names of the ESP committee.

2.4 Conflicts of interest

None reported.

3. Chief Executive's Report

Mark Downs (MD) summarised his report. Two major events – LINKS Day and the Education Awards has taken place since the last Council meeting, and almost all of the teams had been through busy periods. Inevitably the relocation had been the focus of much activity. Council briefly considered the format of LINKS Day and concluded a review was appropriate.

The President highlighted the value of Brexit updates from Stephen Benn, thanked him and asked that they be distributed to Council on a regular basis for the foreseeable future.

ACTION: MD to arrange distribution of the Brexit updates.

3.1 Relocation to 1 Naoroji Street

Council noted the success of the relocation process and congratulated the staff team on delivering appropriate high quality accommodation well suited to the needs of the RSB. The President recorded thanks to Jen Crosk and Guido Gybels for the pivotal role they played.

4. Health & Safety

MD reported there had been no major incidents since the last Council meeting, including during relocation. There was one minor incident whereby a contractor fell from a low level on to a member of staff whilst fixing items to the wall. No one was hurt but it was recorded as a "near-miss".

Section A: Finance & Governance

5. Finance

5.1 Update from Finance Committee

The Honorary Treasurer provided an update from Finance Committee. He noted that Nigel Brown (NB) was leaving the Committee in order to take a role on the Membership & Professional Affairs Committee. Council welcomed this and approved the appointment. He also noted that Rachel Lambert-Forsyth had become an *ex-officio* member of the Committee.

A main item on the agenda had been a presentation by two client relationship managers from the CCLA (Church, Charities and Local Authority) fund. All the funds are actively managed and are focused exclusively on the not-for-profit sector. Their investment vehicles included mixtures of equity and other funds and their key target was to beat CPI +5%. In recent years the annual return had been around 11%. Finance Committee had welcomed the presentation and the positive engagement and recommended placing all funds that were not required for working capital into the CCLA investment fund. Council **AGREED**.

The Honorary Treasurer proposed developing an investment policy for discussion at the next Finance Committee and discussion/sign off by Council in March 2020.

Council also noted that ethical considerations had been taken into account and that this medium risk investment portfolio was best suited to long term investment.

MD had volunteered to lead on fundraising initiatives. He will be talking to member organisations about the anniversary and beyond with a short term priorities paper proposed for the December Council meeting.

Most other items discussed by finance committee are covered separately on the agenda. It was noted however that they were not recommending additional payments to the closed defined benefit pension fund, beyond the current repayment schedule, until the Society returned to a position of annual surplus. Council **AGREED**.

5.2 Minutes of the last Finance Committee Meeting

The minutes of the last Finance committee were noted.

5.3 Q3 forecast

MD introduced this item. He noted that it had been a complex financial year given the sale of two buildings and relocation.. Nonetheless, the Q3 forecast showed a position of breakeven, slightly better than budget, for the first nine months of the year. He noted that expenditure in the final quarter will lead to a significant deficit, however.

Membership had performed well and accreditation had exceeded expectations significantly. This had been counterbalanced by a reduction in training income, high professional advice fees and some unforeseen costs associated with sales of the buildings.

5.4 2019-20 Budget

The paper before Council set out the rationale for a deficit budget of around £100,000, on an operational basis for financial year 2019-20, returning to surplus two years later. The accounts will show a greater deficit on a full accounting basis. Finance Committee had agreed to depreciate the cost of refurbishment over seven years which the Society's auditors had noted was appropriate. Council **AGREED** this recommendation.

MD noted that some of the Society's assets would be held in accounts without direct control. This included the deposit for the rent and the rental payment made up front, in total a little over £280,000.

To limit the overall deficit, Council **AGREED** to carry the equivalent of three full-time post vacancies over three budgeted years.

Council unanimously **AGREED** recommendation of the budget, noting a review following the next two membership elections.

6. Governance

6.1 Regulations

Council noted the proposed amendments to the Regulation 1.5 and **AGREED** them. NB noted the effective date should be amended.

6.2 Updated Terms of Reference

Ana Ilic introduced the background to this paper supplemented by comments from the Honorary Secretary. The changes proposed were fairly minor and the new versions for the MPA Committee and UKPSF were attached for review. Council **AGREED** both without change save for a recommendation that termination dates for committee appointments should allow flexibility on rotation.

6.3 Malaysia Branch

The Honorary Secretary introduced this paper by highlighting that the current Bylaws and regulations allowed for the formation of branches anywhere in the world at the request of 10 or more members. This request complied with the requirements and the budget proposed

was modest at £800. The MPA Committee had considered the proposal in some detail and agreed it was appropriate on a trial basis for one year in the first instance.

Some members of Council questioned the appropriateness of supporting the formation of branches in countries where the political regime may be significantly different from the UK in terms of equality and inclusion. Council recognised this important point but also the need for consistency across all of the Society's activity..

Council **AGREED** to the formation on a pilot basis and funding for one year.

Section B: Policy & Strategy

7. Report from ESP

Sarah-Jayne Blakemore (SJB) gave a report from the ESP meeting the previous day. She highlighted plans to timetable future meetings 2 to 3 weeks before Council in order to allow preparation of minutes and greater reflection. Five of the six new members had attended the meeting where there had been a wide-ranging discussion, covering issues such as the inconsistency in timetabling between double and triple science in UK schools, the latest work on the discovery research project with IOP and RSC, and the industrial strategy - with the need to ensure provision of a skilled workforce. The national food strategy, policy lates and career advice also featured.

As part of improving links with Council, and in line with recommendations made through the board effectiveness review, SJB proposed inviting another member of Council to attend the ESP meetings in an *ex-officio* capacity. Patricia Kuwabara had kindly volunteered for this role which Council welcomed and approved.

7.1 Minutes of last ESP Committee Meeting

Council noted the draft minutes from 3 June 2019.

8. Policy & Public Affairs Update

Council received the PPA paper for information. Laura Bellingan (LB) highlighted that the Biologist was seeking to expand its editorial board and asked Council for recommendations.

ACTION: LB to email Council with further information on the role specification and seek recommendations.

The President thanked LB for the detailed report and congratulated the team on the range and quality of work that was currently being undertaken.

8.1 HE Bioscience Teacher of the Year Judging Panel

Eleanor Kirby-Green (EKB) joined the meeting and spoke to her paper. In summary, now that Kim Hardie had left Council after the completion of her second term, a vacancy existed on the judging panel. A replacement was sought.

Action: Council to volunteer if interested, directly to EKB (post meeting note - Yvonne Barnett has agreed to take up this role).

9. Report from MPA Committee

Richard Reece (RR) in his capacity as Chair of the MPA Committee gave a brief update. The Committee was still relatively young but had now found its feet. He would be seeking to develop a strategic plan for membership as a whole which went beyond the current strategy - whilst taking full account of the vision to date.

9.1 Minutes of last MPA Meeting

Council noted the minutes from the last MPA meeting.

10. Membership & Professional Affairs

10.1 Membership & Professional Affairs update

RLF was pleased to note that membership numbers had grown again overall but recognised that the increase was primarily in affiliate and student grades. The President thanked her for the detailed report.

10.2 Technicians Action Plan

Joanne Needham (JN) joined the meeting to present her paper. Much of the engagement with the technician community was driven by the professional registers operated under licence from the science Council. Their broader agenda included an action plan to support technicians with a timeline for completion by 2021.

Council welcomed the close linkage in the paper between the business plan and what was proposed for the technician community. There was significant support for greater action to assist the technician community, whilst recognising that it would be important to make choices as to what were priorities for the Society as we move forward, particularly if resources were constrained.

MD said that, provided there were sufficient resources to support the activity, he very much welcomed a greater involvement with technicians.

Council **AGREED** to continue as recommended.

11. Future Planning

11.1 Biology Week

Philippa Skett (PS) and Karen Patel (KP) joined the meeting and gave a joint update on Biology Week. A very wide range of events were planned and an intern had recently been appointed to support these activities. Events included a debate at the Royal Institution, in partnership with the Biochemical Society on marine plastics, a parliamentary reception, an awards ceremony at the Crick Institute and a policy late debate on insect decline. There are also grants to facilitate activities around the country and a strong social media campaign is

planned. This year the annual poll of favourite species will focus on freshwater habitats. Council members were encouraged to participate in the #iamabiologist campaign on the Friday of the week.

11.2 Tenth Anniversary Plans

KP ran through current plans for the anniversary year entitled "Biology Changing the World" where they will be a focus on the impact of biology and biologists alongside the work of the Society. A new microsite will be launched and a headline event will be the anniversary gala dinner where Sir David Attenborough will receive his life time achievement award. A copy of the presentation can be found via the link <http://goto.rsb.org.uk/rsb0ubuc>

Council discussed the activities including the biological pioneers programme where blue plaques will be erected alongside local events for high-profile historical figures in biology. The shortlist had been drawn together following recommendations from the branches.

12. AoB

No other business was raised and the President closed the meeting of the open session.



4/12/19