



## Council Meeting

7 December 2022  
12:30-14:30

Hybrid meeting  
Hindle Room, 1 Naoroji Street, London WC1X 0GB  
& videoconference

## Web Minutes

### 1. Welcome and apologies

Professor Sir Ian Boyd (President)	IB
Dr Paul Brooker (Hon Treasurer)	PB
Professor Claire Wathes (Hon Secretary)	CW
Professor Hilary MacQueen	HMcQ
Dr Louise Leong	LL
Mr Terry Gould	TG
<b>College of Organisational Members</b>	
Professor Patricia Kuwabara, Chair	PK
Professor Stefan Przyborski	SP
Professor Yvonne Barnett	YB
Dr Suzy Moody	SM
<b>College of Individual Members</b>	
Professor Nigel Brown, Chair	NB
Professor Louise Cosby	LC
Dr Jacqui Piner	JP
Mrs Lucy Hudson	LH
Observers: Professor Jonathan Scott, ESP Committee Chair	JS
Dr Mark Downs, Chief Executive	MD
Dr Arianne Matlin, Associate Director (Policy and Publications)	AM
Mr Paul Trimmer, Associate Director (Accreditation & Professional Affairs)	PT
Ms Susie Rabin, Associate Director (Parliamentary & Public Affairs)	SR
Ms Shabana Brightley – for item 3	SB
Dr Laura Marshall – for item 10	LM

Apologies: Mr Mark Leach, Associate Director (Membership, Regions & Facilities)

## 1.1 Introductions

The President welcomed Council, there were no apologies.

## 1.2 Declaration of interests

No declarations were noted.

## 2. Minutes of the previous meeting held on 28 September 2022

### 2.1 Review of action points

### 2.2 Matters arising not on the Agenda

### 2.3 Approval of Minutes and Web Minutes

Council **APPROVED** the Minutes and Web Minutes of the Council meeting held on 28 September 2022.

### 2.4 Conflicts of interest

No conflicts of interest were noted.

## Section A: Governance and Risk Management

### 3. Biology Education Research Group (BERG) Constitution

Council received the draft revised constitution and recommended including more detail on BERG's remit within the document, making clear how their constitution fits with the Society's overarching constitution. Council **AGREED** the draft, subject to the recommended amendments.

### 4. Updated Terms of Reference for Audit Committee

Clare Julien had chaired her first meeting of Audit Committee on 20 October and sought Council's approval of the draft updated Terms of Reference, which included the addition of an ED&I item. Council **AGREED** the draft Terms of Reference subject to the inclusion of a paragraph stating that Finance Committee members should not sit on the Committee. They also recommended that the required frequency of review be included for items such as the risk register.

### 5. Appointment of new Trustees

Council **AGREED** CW's proposal for the appointment of two new trustees to Council, along with one experienced secondary school teacher to the MPA Committee, who will fill the teaching skills gap on the Committee.

The Hon Treasurer will be stepping down at the next AGM and MD is currently in discussion with a contact.

## **6. Chief Executive's Report**

MD gave an overview of recent activity. More in-person events had been held but attendance remains unpredictable and discussions are under way around grouping events. IB added that the sustainability footprint of events should be considered by Council and AM confirmed that a member of her team is working on a roadmap, which will be presented at the March Council meeting for discussion.

Remuneration Committee met on 25 October and agreed to continue the 4-day week beyond the pilot, to the end of next year and review annually subject to agreement by Council. The staff are very positive about the development and productivity levels have been maintained.

A contractor has now been employed to cover the IT back-up function, thereby reducing this risk on the register.

The President recorded Council's thanks to all staff for the work currently being carried out.

### **6.1 Performance summary (KPIs)**

MD provided a snapshot of the light touch scorecard, the full report will be brought to Council in March.

## **7. Health & Safety**

MD covered this item in ML's absence and confirmed that there were no incidents to report.

## **Section B: Strategy, Forward Look and Finance**

### **8. Heads of University BioSciences (HUBS) update**

HMcQ gave an oral report. Council considered the outgoing Chair's request for increased engagement through a standing agenda item but concluded there were already strong links through HMcQ, who is welcome to raise issues. Similarly, there is representation on ESP committee and Accreditation committee. Council recommended that detailed proposals or communications could best be considered via ESP Committee, who would then take a decision on whether items should go to Council.

### **9. Forward look – Strategy**

MD reported on 'next steps' strategy discussions with SMT and Heads of Department. The main focus had been attracting and retaining membership, as part of growth. Council discussed a number of options, including merging the affiliate grades to create a non-specialist membership grade which might also, potentially, enable a wider range of engagement with non-specialist audiences or partnerships with other bodies.

HMcQ suggested having a section on the website, listing ongoing volunteer projects, along with contact details, as well as utilising the HUBS network to grow membership.

CW reported that the MPA Committee had discussed the relaunch of the ambassador scheme and agreed to amend the wording to remove the expectation of meeting specific membership recruitment targets.

SM suggested contacting university heads of department to highlight the benefits of membership and reaching out to undergraduates at the start of term to get engagement from very early career biologists.

Council supported the suite of proposals before them and IB asked the executive team to develop a detailed plan, suitably prioritised and costed for consideration by Council after MPA Committee review.

**Action: MD to list the benefits and costs of the membership recruitment plan within a more detailed plan.**

**MPA Committee to refine and prioritise the membership strategy.**

## **10. ED&I annual update**

LM joined the meeting and summarised the paper prepared by Jade Hall as the agreed annual update. Council welcomed the very positive progress.

## **11. Biology Week**

SR reported to Council. This had been the first year returning to a face to face Biology Week since 2019 but engagement had been impacted by National rail strikes, resulting in the postponement of the Parliamentary event until November. 1,200 tweets had been shared for #iamabiologist and the Awards ceremony had been well received.

The team had been considering different ways to deliver the event for 2023, including themes and linked citizen science projects to support wider engagement. Competition cycles are under review to allow inclusion of a theme narrative, potentially increasing media engagement. Reach will be widened to include youth organisations. SM recommended that a citizen science pack should be made available to those suffering IT poverty. She also recommended that any school activity should be done within normal school hours, along with ensuring all competition entrants receive a confirmation email that includes details of how to join the Society.

To increase parliamentary engagement during Biology Week, SR suggested moving the date out of the recess period.

MPA Committee had supported the above recommendations and Council were invited to comment by email to SR.

## **12. Board effectiveness**

The last board effectiveness review took place in 2019 and Council **AGREED** the President's proposal to carry out an update in 2023, followed by regular review, ideally using the previous consultant.

**Action: MD/JC to commence a board effectiveness review process early 2023**

## 13. Financial Planning

### 13.1 Minutes of the Finance Committee Meeting of 29 November 2022

PB encouraged Council to continue to ask questions on financial matters or the Finance Committee minutes and highlighted the useful notes circulated by SM.

Following recommendation from a member of Finance Committee, there had been agreement to invest c£250k in a short-term interest bearing accounts now that higher returns are offered, potentially of 3%. The medium and long-term strategy remains unchanged.

Finance Committee proposed using some funds from the John Barker legacy towards supporting the newly increased resource in the education team. Council **AGREED** the recommendation.

The President encouraged Council members to refresh Trustee skills and knowledge in Charity Law and finance. The RSB had an online course and there are many free resources. SM also recommended the trustee exchange annual conference.

### 13.2 Q4 management accounts

MD reported that the audit is almost complete, with a predicted £30-40k operational surplus against a budget deficit of £44k. Overall, there will be a loss due to the downturn in the value of the CCLA investment fund, but this should be temporary and part of a longer term investment strategy. This is a good outcome. MD will confirm final figures before Christmas.

## Section C: Reports to Council

## 14. Progress Reports

### 14.1 ESP meeting held on 16 November 2022

Council received the notes of the meeting.

### 14.2 MPA Committee Report/Minutes of 24 November 2022

Council **AGREED** CW's recommendation to change the Employer Advisory Group name to Employer Advisory Network. Terms of Reference will be available in January.

Council **AGREED** to close the Hong Kong branch and to the creation of new SE Asia branch for an initial three-year period. NB will write in January and discuss exact details of their governance and countries to be involved.

### 14.3 Policy & Publications Directorate

Council received the update paper.

#### 14.4 Parliamentary & Public Affairs Directorate

Council received the update paper. Parliamentary links day will now be held on 20 June and the Lords lunch has been cancelled.

#### 14.5 Membership, Regions & Facilities

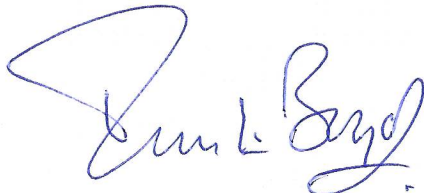
Council received the update paper.

#### 14.6 Accreditation, Registers & Training

Council received the update paper.

### 15. Any other Business

The next Council meeting will be held on 8 March 2023, followed by a strategy meeting and dinner.



8 March 2023