

---

## Minutes of the Biochemical Society Extraordinary General Meeting

Thursday, 14 March 2019 at 17:00

Charles Darwin House 2, 107 Grays Inn Road, London, WC1X 8TZ

---

Chair:	Pete Downes	President
Members present:	Helen Watson	Chair, Education, Training and Public Engagement Committee
	Anne Dell	Chair, Biochemical Society
	Joanne Edwards	Chair, Clinical and Translational Research Theme Panel
	Dominika Gruszka	Early Career Member Representative
	Martin Pool	Local Ambassador Representative
	David Pye	Honorary Policy Officer
	Richard Reece	Chair, Portland Press Ltd Board
	Stefan Roberts	Honorary Meetings Secretary
	Frank Sargent	Honorary Treasurer
	Malcolm Weir	Industry Representative
	Michelle West	Chair, Basic Bioscience Theme Panel
	Colin Kleanthous	Member
In attendance:	Kate Baillie	CEO, Biochemical Society and Managing Director, Portland Press Ltd
	Adam Hughes	Director of Operations
	Malavika Legge	Director of Publishing
	Lorraine Reese	Head of Conferences and Events
	Laura Woodland	Head of Membership Engagement
	Alice Pun (minutes)	Executive Officer

### 19/01 Welcome

The President welcomed all members to the Extraordinary General Meeting (EGM) of the Biochemical Society.

### 19/02 Apologies for absence

The President noted that apologies had been received from the Chair, Elect and candidate for Chair of the Training Theme Panel.

### 19/03 Minutes of the Annual General meeting (26 July 2018)

The President opened the floor to comments on the *Minutes of the 107th Annual General Meeting of the Biochemical Society*.

No comments or errors were noted. The minutes will be put to the membership for final sign-off at the Annual General Meeting on 25 July 2019.

#### **19/04 Amendments to the Biochemical Society Articles of Association (Special Resolution)**

The President noted that the membership had been asked to approve or reject the proposed amendments to the *Articles of Association* of the Biochemical Society, which would remove the role of Honorary Membership Secretary and reduce the minimum size of the Council of Trustees from eight members to seven.

The Chair of the PPL Board proposed the Special Resolution, which was seconded by the Chair of the Biochemical Society. Upon a show of hands, all members present supported the resolution. The President noted that prior to the meeting the Society had received 340 proxy votes in support of this special resolution with 20 against. A list of votes are appended to these minutes for entry into the records of the Society.

75% of the total votes from members present and those correctly submitted by proxy was required to pass the Special Resolution. With a final proportion of 91% supporting the motion it was duly passed.

The appended *Articles of Association* were accepted into the records of the Biochemical Society and would be registered with both Companies House and the Charity Commission.

#### **19/05 Appointment of Auditors**

The President noted that the membership had been asked to vote on the appointment of BDO as the Society's Auditors for the financial period ending 31 December 2019. The Chair of the Biochemical Society proposed the motion which was seconded by the Chair of the PPL Board. Upon a show of hands, all members present supported the resolution with no members were against. The President noted that prior to the meeting the Society had received 347 proxy votes in support of this resolution with 4 were against.

A general majority of the total votes of those present and those correctly submitted by proxy was required to pass this resolution. With a final proportion of 99% supporting the motion, it was duly passed.

The President thanked Grant Thornton for their services to the Biochemical Society and for their letter of resignation upon request.

#### **19/06 Chair, Training Theme Panel**

After following the Society's nominations procedure for Trustee level roles, only one candidate had been assessed by the Nominations Panel and an interview with two Trustees, as suitable for the position of Chair of the Training theme Panel. Luciane Vieira de Mello was therefore duly elected unopposed.

The President asked the members present at the EGM to ratify this election. The Chair of the Education, Training and Public Engagement Committee proposed the motion, which was seconded by the Honorary Treasurer. All members present ratified the appointment of Luciane Vieira de Mello for this role.

The candidate Luciane Vieira de Mello was duly elected as Chair of the Training Theme Panel, and as a Trustee of the Biochemical Society.

#### **19/07 Any other business**

No additional items of business were raised by the members.

The President noted that the next Annual General Meeting will take place on July 25 2019.

There being no other business, the meeting was ended.

Alice Pun  
Executive Officer  
March 2019