
Minutes of the 108th Annual General Meeting of the Biochemical Society**Thursday 25 July 2019 at 16:30****LABS Hogarth House, 136 High Holborn, London, WC1V 6PX**

Members present:

Pete Downes (Chair) (Trustee) [PD]	President
Anne Dell (Trustee) [AD]	Chair, Biochemical Society
Joanne Edwards (Trustee) [JE]	Chair, Clinical and Translational Research Theme Panel
Sheila Graham [SG]	Chair, Biochemical Society (Elect)
Dominika Gruszka (Trustee) [DG]	Early Career Researcher Representative Trustee, Council of Trustees
Luciane Vieira de Mello (Trustee) [LVM]	Chair, Training Theme Panel
Martin Pool (Trustee) [MP]	Local Ambassador Representative Trustee, Council of Trustees
Richard Reece (Trustee) [RR]	Chair, Portland Press Ltd Board and Trustee, Biochemical Society
Stefan Roberts (Trustee) [SR]	Honorary Meetings Secretary
Frank Sargent (Trustee) [FS]	Honorary Treasurer
Helen Watson (Trustee) [HW]	Chair, Education, Training and Public Engagement Committee
Michelle West (Trustee) [MW]	Chair, Basic Biosciences Theme Panel
Nigel Hooper [NH]	Editor in Chief, <i>Essays in Biochemistry</i>
In attendance:	
Kate Baillie [KB]	CEO, Biochemical Society and Managing Director, Portland Press Ltd
Adam Hughes [AH]	Director of Operations
Malavika Legge [ML]	Director of Publishing
Hannah Russell [HR]	Director of Society Programmes
Clare Curtis [CC]	Publisher
Doug Armin [DA]	Head of Finance
Laura Woodland [LW]	Head of Membership Engagement
Ivana Knyght [IK]	Director of Society Programmes (Incoming)
Alice Pun [AP]	Executive Officer (Minutes)

19/01 Welcome

PD welcomed all members to the Society's 108th Annual General Meeting.

19/02 Apologies for absence

PD noted that apologies had been received from Malcolm Weir (Industry Representative Trustee), David Pye (Honorary Policy Officer), Anne Stephenson (Independent Member of the Executive Management Committee) and Rob Beynon (Member).

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

PD opened the floor to comments on the Minutes of the 107th Annual General Meeting of the Biochemical Society. There being no comments he asked the membership to receive the minutes into the records of the Society. The motion was proposed by RR and seconded by AD. The minutes were thus accepted as a true and accurate account of the meeting.

19/04 Update of Society activities and achievements

KB, HR, AH and ML provided an update on the Society's activities since the last Annual General Meeting (26 July 2018).

KB noted the following highlights from 2018:

- The Society had undergone a review of its internal structure to meet the skills and demands of the business including restructuring the Publishing, Marketing and Communications teams. This had provided opportunities for internal promotion which could be difficult to achieve within an organization of the Society's size.
- The HR service had successfully transferred from CDH Ltd to the Biochemical Society and was currently subcontracted to 3 other sister-societies.
- There were 42 members of staff within the organisation, some of which worked on a reduced time basis, which provided flexibility in their working arrangements.
- The Society had relocated to LABS 90 High Holborn which was a modern serviced office with facilities such as breakout spaces and meeting rooms. It was a short-term arrangement for the Society, with the lease ending on December 2019. Long-term plans for the organization on whether to rent or buy a property will be confirmed following the development of the Society's investment strategy.
- CDH1 had been sold for £12.85M and contracts had been exchanged with ED Holding Group Ltd for CDH2, with completion scheduled for 27 September 2019. The current tenants (ABHI) had been notified of the exchange. The process of liquidating CDH Ltd will take place following the completion of sale.
- The Biochemical Society and Portland Press three-year strategy 2019-2021 will be launched at the Summer Party on 25 July 2019.

HR presented an update on the Society Programmes Directorate's activities.

- Since the last AGM, the Society held 12 scientific meetings, 2 joint scientific meetings with the Physiological Society and the British Pharmacological Society, 1 Harden conference, 8 face-to-face and online training courses, and 5 Society events. Access to these events had been facilitated through Student, Early Career and Full Member bursaries; a total of £18,013 had been awarded through 73 bursaries.
- The Conferences committee focused on increasing diversity in scientific events and achieved a positive gender balance of 53% Female and 47% Male representation of speakers. The membership noted the graph which showed increasing number of speakers from industry in 2018 compared to 2017.
- Summer vacation studentships – £62k awarded for 40 studentships; 129 applications in 2019 against 120 applications in 2018. The studentships will be 6 weeks from 2020 rather than 6-8

weeks, to ensure that students will be adequately supported, and the national minimum wage is met.

- Scientific outreach grant: 24 grants awarded, plus two £500 grants for wider dissemination of previously funded activities.
- Science Communication competition: 59 entries were received in 2019 compared to 47 entries in 2018. There will also be a “post 16yr old” category from 2020 as approved by the Education Committee.
- MOOC: Almost 25,000 people in >120 countries had registered for this course since it launched in 2016. The course held a good completion rate and there had been three runs since July 2018.
- There were 32 STEM Insight placements in 2018; a new Biochemical Society teacher placement scheme was under development for 2019.
- 4 careers events for a variety of audiences, including students, technicians and careers guidance professionals had been conducted; 1 new career poster and 6 new 'Day in the Life of' features in *The Biochemist*, covering roles as diverse as bioethicist, policy officer and science technician.
- 'Full Beam' and 'Scientific Scissors' activities were online. A FEBS grant had been used to develop language neutral Scientific Scissors cards and training videos.
- 'Minimalist Biology' activity will be launched this summer and 4 further workshops were to be conducted across the UK this Autumn (Newcastle, Cardiff, Glasgow and Liverpool).
- The Society attended 12 events since July 2018, including the London Science Fiction Film Festival and the British Science Festival.
- One public engagement training session was held for undergraduates.
- 9 consultation responses had been sent since the last AGM including 6 through the Royal Society of Biology (Commercial Genome Testing and the Adrian Smith review).
- 14 policy news stories had been published on the Society website and 6 policy-related blog posts had been posted throughout the year. 85 members of the Policy Network were receiving 3 Policy spotlight surveys and 4 policy newsletters.
- The aim was to update 3 Biochemical Society position statements in 2019; 'Genetically Modified Organisms', 'Antimicrobial Resistance', and jointly with Portland Press, 'Open Scholarship'.
- The goal was to increase regional representation at Science in Parliament (Edinburgh) and the Assembly (Cardiff).
- The Society had partnered with UCL and CompBioMed to host an 'Evidence Pod' in Parliament 'The Virtual Human; a case study in collaborative data'.
- Early Career Bioscientists related events included STEM for Britain, Voice of the Future and Parliamentary Links Day.
- The best performing emails were Members' News and targeted communications to Librarians, Early Career members and the Policy Network. Open rates continued to be above average for membership organizations
- Social Media engagement: followers across social media activity had increased; Twitter feeds 16% (Biochemical Society); 4.43% (Portland Press); 30% (The Biochemist), Facebook – 9.39k likes (increase of 1.2%) and LinkedIn – 6.93k followers via the Company page (increase of 14.3%). There had been 51 posts in *The Biochemist* Blog in the last 12 months, with 30,000 views.
- The new interim website had been launched in May 2019; 198k visitors in the last 12 months including 35% visitors from outside the UK.
- External exhibitions and events included Pharmacology 2018; Experimental Biology 2019; the meeting of the German Neuroscience Society; the Festival of Neuroscience and the FEBS Congress.

ML presented an update on the Publishing Directorate's activities since the last AGM:

- Publishing technology and systems underpinned PPL's activity and were under constant review, a contract with a new hosting platform provider was negotiated over 2018. As of Jan 2019, the publishing team were working with our chosen partner, Silverchair, to get sites built and content migrated over to the new platform.
- Enhancements such as Crossmark and Altmetrics will be included on the new platform as will the ability to purchase online-access to individual journal issues. The Biochemist will have a new online presence on the new publishing platform; revised and refreshed workflows needed for a digital-first version of the magazine will be introduced to support this.
- In H1 2019 the publishing team handled 2910 submissions and published 827 articles. This was a 60% increase in submissions and 57% increase on publications compared to H1 of 2018. Increased copy validates the decision around staffing changes that KB had already mentioned.
- The publishing timeline showed a systematic decrease for all journals in the time from acceptance of an article to online publication of the final version of the record.
- There was a significant growth of *Bioscience Reports* in 2019 compared to H1 of 2018; more than 50% growth in this journal was seen. KWF Editorial was appointed in April as an external vendor to support the in-house team and the journal's Associate Editors with processing and administrative aspects of the *Bioscience Reports* peer-review process.
- Income from Portland Press in 2018 was >£4.4M; highest in 5 years. The 2019 subscription income was £3,362k to 30 June 2019. The OA income was £593k to 30 June 2019 (versus £273k to June 2018, and against a target of £516k. *Bioscience Reports* income was the biggest contributor to this, with an OA income of £489k.
- Impact Factors had increased for all journals, (with the exception of *Bioscience Reports* which remained steady) in the 2018 Journal Impact Factors. There were >57,000 recipients of Portland Press email campaigns (to end June 2019) with improved engagement on opened emails. Restructured marketing team had helped with achieving these outcomes.
- Institutional usage (full-text PDF and HTML views) increased by 19% in H1 2019 compared with H1 2018.
- Termination of the sales agreement with the Royal Society of Chemistry (RSC) was initiated by the RSC because of increased risks in the policy landscape and changing marketplace, in light of Plan S. Termination of the contract was agreed in early 2019 with £50k now paid to the Biochemical Society. All sales leads were passed back to PPL in January 2019 and a positive relation was maintained between PPL and the RSC's sales teams. The membership noted the terms of agreement with the RSC as below:

"The Royal Society of Chemistry (RSC) and Portland Press, the wholly owned trading subsidiary of the Biochemical Society, have concluded their sales partnership through which the RSC has sold Portland Press journal content since 2017. This division enables the RSC to resume focus on its own sales activities from 2019 onwards, and for Portland Press to drive forward shaping its business plan in response to the changing scholarly publishing landscape. The RSC will continue to provide support to Portland Press during a transitional period to ensure that current and potential customers are fully supported.

The RSC and Biochemical Society continue to work in collaboration to fulfil their aligned sector and community focussed objectives, and look forward to future opportunities to carry this productive relationship forward."

- The PPL Business plan 2019-2021 was approved in February 2019. While there were a number of items where implementations had been delivered and other items being scoped, a key theme running across the business plan was commencing a sustainable transition to open access and supporting open scholarship.

- ML noted that publishing is an activity of the Society; there was no distinct Portland Press strategy as the three-year strategy of the organization combined approaches for both PPL and the Society.
- Transformative Read & Publish renewals was approved by the PPL Board in May 2019 and subscribers will be offered this in the 2020 renewal cycle (starting from August 2019). PPL was also discussing transformative agreements with 4 national-level consortia.

AH presented an update on the Operations Directorate's activities since the last AGM:

- As at 22 July 2019, there were 6,596 members of the Society comprised of the following membership categories: Undergraduate (10.6%); Postgraduate (23.6%); Early Career (27.9%); Full (30.4%); Emeritus (5.6%) and Associate (1.9%). It was noted that the proportional balance of members across the career stages was more even than many sister societies, with a large number of Undergraduate, Postgraduate and Early Career Members. This was one of the reasons behind the Society's key focus on Early Career Bioscientists in its new three-year strategy.
- The new Fonteva membership systems launched on 4 March 2019 and work will continue to build the awards, grants and community processing functionality.
- The Emeritus Luncheon was held on 9 April chaired by PD with approximately 50 guests.
- The Early Career Advisory Panel expanded from 10 to 14 members. Industry focused career resources and activities aimed at Early Career Members had also been developed.
- 2 guides with information on teaching skills and qualifications were being developed for the following audiences:
 - o for PIs to enable greater support their PhD students/postdocs
 - o for PhD students and Postdocs directly
- An Early Career networking and career information session had been trialled at *Life Sciences* 2019 (March) and *Translation UK* 2019 (July). Additionally, the Early Career Members' News was introduced in June 2019.
- The final report had been received from Dr Helen Thompson, the last Daphne Jackson fellowship sponsored by the Society. She had secured a further 3 years of research funding from BBSRC. A £1k unrestricted donation to Daphne Jackson was being used to support their 2019 conference.
- The Local Ambassadors (LA) Day was held on 13 November 2018 in London and was attended by approximately 40 Ambassadors; 2019 LA Day had been scheduled for 13 November.
- The Industry Advisory Panel expanded from 14 to 25 by inviting industry representatives on other committees to join in order to facilitate communication across the Society's governance level.
- A Drug Discovery Training Workshop was held in October 2018 in collaboration with the RSC and supported by RSB and BPS. It will be repeated in October 2019 due to its success. Programme co-ordinators included GSK, AstraZeneca and Sygnature
- AH was a speaker at RSB Twilight Event "Keeping Societies Relevant to Industry".
- For the first time other metrics in relation to award nominations were recorded: approximately 50% of nominees, 57% of nominators, and 29% of supporters were Society members. 32% of nominations were females and 58% of winners were females.
- The total membership grants awarded in 2018 was £142k which included General Travel Grants; Full, Early Career and Student Bursaries; Krebs Memorial Scholarships; grants from the Eric Reid Fund for Methodology; support as part of the Sponsored Seminar Series, and Undergraduate Recognition Awards.
- Electoral Reform Services had replaced MiVoice as the Society's system membership governance engagement system, through which members could cast their votes this had improved member engagement which was particularly notable in an increased number of votes cast.

- BDO had been appointed as the new auditors and replaced Grant Thornton.
- Bates Wells Braithwaite were the new preferred firm of Solicitors for the Society, replacing MayerBrown.
- The amended *Articles of Association* adopted at the Extraordinary General Meeting on 14 March 2019 had been registered and accepted by Companies House and the Charity Commission.
- All staff members had been moved to the new cloud-based business technology infrastructure. Non-compliant and obsolete data held by the organisation had been removed.
- New tools for collaborative working had been implemented. For example, Microsoft Teams had worked well as a communication tool with the relocation to LABS 90 High Holborn.
- A new template had been developed for the Management Accounts, along with the appointment of a new Head of Finance.
- Potential for alternative pension schemes were being explored as the Society currently offered USS to staff members. The Society also had a closed pension scheme.

KB noted that it was the last AGM for HR as she will be moving on to her new role as CEO of The Association for Science Education and formally thanked her for her efforts on behalf of the Society. KB also welcomed Ivana Knyght as the new Director of Society Programmes who will be commencing her role from September 2019.

19/05 Annual Report and Statutory Accounts for the period ended 31 December 2018

FS presented a summary of the statutory accounts for the period ended 31 December 2018. The Group made a surplus of £746k at the end of 2018 and £2.4M was gifted back to the Society from PPL.

Income from charitable activities had increased by £731k from 2017 to 2018 and Scientific conferences income increased from 2017 by £104k. The Scientific conferences income in 2018 equated to 8% of income from charitable activities and membership fees income in 2018 accounted for 5% of income. The total expenditure on charitable activities had increased by £99k in 2018; 41% related to Journals & Books, 19% on Scientific Conferences, 11% related to Policy, Education & Professional, 11% on member recruitment and 6% towards Grants and Awards.

FS noted that the Trustees found it preferable to hold an ideal reserve that represented 12 months of committed Society expenditure, including pension scheme deficit funding, with lower and upper bounds of 6 to 18 months. As at 31 December 2018, the Society had free reserves sufficient to cover 11 months of charitable expenditure. This was within the level of free reserves as outlined by the Society's policy.

SR noted that the Society did not aim to make a profit out of Scientific meetings; the profit was invested back into the resources required to conduct scientific events and meet the charitable objectives of the Society.

PD noted that the final letter of approval had been pending from the auditors; no material changes were expected, however, members could not be asked to accept this information formally into the records of the Society until the final letter had been received.

AH suggested that the members authorised the use of the ERS system for final distribution of the Trustees Annual report and Statutory Accounts for the year ended 31 December 2018, and confirmation of its acceptance into the records of the Society following final confirmation from the Auditors. This suggestion was also supported by the Chair of the Audit Committee and the Council of Trustees. The Chair of the Biochemical Society proposed the motion, which was seconded by Chair of the Education, Training and Public Engagement Committee. A show of hands confirmed the motion, which was duly passed.

[Please refer to the post-meeting notes, item 19/12, for the Trustees Annual report and Statutory Accounts voting results received from the membership.]

RR and NH absented themselves from the meeting.

19/06 Amendments to the Biochemical Society Articles of Association (Special Resolution)

19/07 Chair of Portland Press Board

PD noted that the membership had been asked to approve or reject the proposed amendments to the *Articles of Association* of the Biochemical Society which extended the term of Office for Chair of the PPL Board from 7 to 10 years. SR proposed the Special Resolution, which was seconded by MW.

To pass a special resolution, a total of 75% of the members voting by proxy and in person must vote in favour of the motion. The sum total of the votes passed the threshold, and therefore the motion was duly carried.

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

19/08 Chair, Publications Committee

Following the completion of the Society's nominations procedure, only one candidate had been assessed by the Nominations Panel as suitable for the position of Chair of the Publications Committee. PD asked the members present at the Annual General Meeting to ratify this appointment. AH proposed the motion as proxy for RR, which was seconded by the SG.

Upon a show of hands, all members present ratified the appointment of NH as the sole candidate for this role.

To ratify this motion, a general majority (50% or more) of the members voting in person and by proxy was necessary. The total votes in favour exceeded this threshold and therefore the motion was duly carried.

NH was duly elected as Chair of the Publications Committee.

RR and NH re-joined the meeting.

19/09 Current Trustees

PD noted the list of current Trustees as provided in Annex 5.

PD noted that AD had now retired from her position as Chair of the Biochemical Society and was succeeded by SG. PD formally thanked AD for her contributions to the Society.

19/10 Election and Vacancies

PD noted the appointments to committee and sub-committee level positions, as detailed in Annex 6.

PD noted that the Society will be seeking nominations for vacancies as detailed in Annex 6, later in the year. Further details of each role, and how members can nominate either themselves or a colleague, were to be distributed to all members via email in autumn 2019.

19/11 Any other business

There being no other items of business raised either in advance of the meeting or by the members present.

19/12 Post Meeting Notes

The membership were asked to receive the Trustees' Annual Report and Statutory Accounts for the period ended 31 December 2018 into the record of the Biochemical Society. The voting opened on 21 August and closed on 11 September 2019. The Society received a total of 432 votes with 99.8% of the votes supporting the motion and therefore the membership accepted Trustees' Annual Report and Statutory Accounts for the period ended 31 December 2018 into the record of the Society.

The Annual General Meeting is therefore declared closed.

Alice Pun
Executive Officer