

Council Meeting

**28 March 2022
15:00-17:00**

Hindle Room, 1 Naoroji Street, London WC1X 0GB

Web Minutes

1. Welcome and apologies

1.1 Introductions and welcome

Present:	Professor Dame Julia Goodfellow (President)	JG
	Dr Paul Brooker (Hon Treasurer)	PB
	Professor Hilary MacQueen	HMcQ
	Professor Claire Wathes	CW
	Dr Louise Leong	LL
	Mr Terry Gould	TG
	College of Organisational Members	
	Professor Patricia Kuwabara, Chair	PK
	Professor Yvonne Barnett	YB
	Professor Stefan Przyborski	SP
	College of Individual Members	
	Professor Nigel Brown, Chair	NB
	Professor Louise Cosby	SLC
	Dr Jacqui Piner	JP
	Mrs Lucy Hudson	LH
Observers:	Professor Sir Ian Boyd, President Elect	IB
	Professor Jonathan Scott, ESP Committee Chair	JS
	Rodney Eastwood, Audit Committee Chair	RE
	Dr Mark Downs, Chief Executive	MD
	Dr Laura Bellingan, Director of Policy & Public Affairs	LB
	Mr Mark Leach, Associate Director (Membership, Regions & Facilities)	ML
	Mr Paul Trimmer, Associate Director (Accreditation & Professional Affairs)	PT
	Ms Jen Crosk, PA to Chief Executive (Minutes)	JC
Apologies:	Professor Richard Reece (Hon Secretary)	
	Dr Suzy Moody, College of Organisational Members	

The President congratulated YB and PK on their re-election to Council.

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The President recorded Council's thanks to RR for his term as Honorary Secretary, RE on Audit Committee, along with LB who will be leaving the Society on 27 May.

This was the President's last meeting and she wished to record her thanks to everyone on Council, wishing IB and CW all the best in their new roles taking the Society forward.

1.2 Declaration of interests

None reported.

2. Minutes of the previous meeting held on 8 December 2021

2.1 Review of action points

All actions completed or appeared within the agenda.

2.2 Matters arising not on the Agenda

None reported.

2.3 Approval of Minutes and Web Minutes

Council **APPROVED** the minutes, reserved business and web minutes of 8 December 2021.

2.4 Conflicts of interest

None declared.

Section A: Governance and Risk Management

3. Chief Executive's Report

MD updated Council on recent RSB events and noted that many MOs had been engaged in discussion around the current Russia/Ukraine situation. Most publishers are taking the line of engaging with Russian scientists but not institutions.

The new Associate Director of Parliamentary & Public Affairs, Susie Rabin, will be starting on 9 May and the Associate Director of Policy role is currently being advertised.

MD recorded his thanks to Paul Davies and Marcus Grace, as outgoing co-chairs of BERG.

MD also highlighted his thanks, and those of Council for the President's work and support during her four-year tenure. There would be a more informal opportunity to records thanks over dinner.

Council **APPROVED** MD's proposal to appoint RR as Chair of both the Accreditation Committee and Remuneration & HR Committee next year. CW's appointment to Honorary Secretary will create a vacancy on Council from May and SMT/Council should consider skills required.

The AGM will be held on 18 May at the Law Society as a physical and live streamed event. President's medals will be awarded to Nic Wells and Ann Fullick.

The hot-desking arrangement is going well, with the building being used more. CaSE and the Biochemical Society continue to rent desks, along with meeting rooms.

The Dr John Barker legacy is reflected in the accounts and FC agreed to use the funds in planned education work. There will be a dedicate webpage highlighting how the funds are being used.

A new staff committee has been put together to look at the current stakeholder pension and MD sought a volunteer from Council to act as employer representative, ideally someone early in their term.

Action: Council members to express their interest in being an employer representative at the staff pension committee, by email to MD

4. Health & Safety

The Health and Safety Officer, ML, provided an update. Staff remain keen to continue working from home, with occasional office working and the office sharing is going well. H&S policies are currently being reviewed, along with an increase in the numbers of trained First Aiders and Fire Marshalls (to reflect reduced office numbers). An updated H&S handbook will shortly be available.

Section C: Strategy and Finance

5. Financial Planning

5.1 Minutes of the Finance Committee Meeting of 22 March 2022

Finance Committee (FC) met the previous week to consider a range of items largely covered in separate parts of the Council agenda. This included the auditor's report and financial accounts. In particular, FC considered a membership growth paper appearing later in the Council agenda, and a proposal relating to recognition of more appropriate commutation rates for the closed defined benefit pension scheme. Council **AGREED** the request from the pension fund trustees to recognise half of the additional cost this created (£78k) for the next two years. FC supported this.

5.2 Audit Committee report

RE reported that Audit Committee (AC) had met twice in the last year to review risks and matters arising. They agreed that all the risks are appropriately mitigated and added safeguarding, which now has a designated officer, following consideration by the RSB senior management team. A risk had been highlighted in relation to the Worldpay payment gateway, who can potentially terminate the service at short notice. To mitigate this, a Paypal system had been put in place as a back-up.

AC had agreed that the register of gifts should remain unchanged, retaining the £25 limit.

RE had come to the end of his term on AC and wished to record his thanks to the AC members and Council for their support.

5.3 Review of auditor's report

The auditors did not have anything to report relating to changes in financial process or related areas, and RE/Council congratulated MD and the team for a successful audit. Council **APPROVED** the auditor's report and letter of engagement. JG signed the auditors letter of engagement. PB thanked RE for his work on AC, along with the RemCom & HR Committee.

5.4 Review of 2020-21 annual accounts and going concern

PB reported that, from an operational point of view, the budgeted £23k deficit had been substantially improved upon, resulting in a £82k (post meeting amended to £94k) surplus, over £100k better than budget. He thanked staff for their willingness to cover other areas of work during the pandemic and the overall flexibility shown. Income had dropped, alongside expenditure. The sale of CDH1 and CDH2 in recent years had provided high liquidity, allowing investment which had led to a spectacular return last year of around 14%, plus 2.8% income (£138k). This, alongside the Dr John Barker legacy of £228k, had strengthened the Balance Sheet and created a strong cash position.

FC agreed to retain the working capital at £500k.

Council **AGREED** and **APPROVED** the Trustees report and annual accounts.

FC had reviewed the cash flow before Council to March 2023 and noted that funds will remain well in excess of the six-month minimum operating requirement at all times.

Council noted the report and **AGREED** that the Society remains a going concern.

5.5 Q1 report

MD reported that we are where we would expect to be in Q1 and cash flow remained smooth.

6. Staffing & resourcing the three-year plan

MD spoke to his paper following launch of the three-year plan for 2022-2024. MD stressed that additional investment was necessary to provide the best chance of growth. Council considered the detail presented and **AGREED** to FC's proposal to invest up to £135k per annum in new staff roles across press, communications, marketing, membership, policy and EDI to help deliver the ambitions of the three-year plan. Importantly, a mitigation option had been considered in the event of steady-state or slow growth.

Following LB's departure in May, SMT will consist of four Associate Directors, with Susie Rabin, as the new Associate Director of Parliamentary & Public Affairs and a yet-to-be recruited Associate Director of Policy.

Council considered a range of issues including affordability and fit with strategy. There was strong support for further investment in the EDI agenda and the other highlighted areas. The view of FC was supported including the use of deficit budgets for the remainder of the plan.

SP noted the importance of using charitable funds rather than accumulating them for no specific purpose. All **AGREED**.

Council also welcomed the agreed pay award and bonus recommended by RemCom and agreed by FC, noting this was beyond original budget expectations.

RemCom had also considered how much flexibility RSB should provide for staff in the context of the current competitive employment market and the desire to be an employer of choice. A flexible approach to home working was still favoured by staff and supported by RemCom.

Council **SUPPORTED** MD's proposal to join a six-month pilot for a four-day working week of 32 hours at no reduction in salary. Such a move could potentially improve productivity and work-life balance, helping position the RSB as a highly attractive employer. The pilot would commence in June, ending in December and have academic study behind it, along with national reporting. 50-60 companies had already signed up for the pilot, each of which would be paired with a mentor company. Interest would be required from at least 50% of staff to take forward but none would be forced to participate. The office would continue to operate five days per week with staff working either a Mon-Thurs or Tues–Fri rota.

7. Supporting membership growth

The MPA Committee will consider any increase in membership fees and make their recommendations to Council in June.

ML/KP had made proposals in their paper to target membership recruitment in the technician market. LH added that over 100 organisations had signed up to the technician commitment and there will be opportunity to have a presence at upcoming national technician events.

Following the successful work with Chord, it was proposed that we extend their work to cover follow-up of incomplete applications. Council **AGREED** this for one year in the first instance.

There was also a recommendation to recruit a regional, field-based, role, responsible for visiting universities and other workplaces to support membership recruitment. The pay-back period was expected to be less than a year. Council welcomed this well thought out and fully costed proposal and **AGREED** to the appointment of a new regional staff member on an initial fixed two-year contract. Council also **AGREED** that the reach could be expanded, though other appointments, if the role became self-supporting, as planned.

Although membership at professional grades have increased since 2017, overall membership requires continued monitoring. NB added that the all-branch meeting had discussed increasing engagement to support membership and asked for this to be factored into ML's paper.

Action: ML to submit a membership paper focussed on the FC recommendation for a fee increase at the June Council meeting

Section B: Committee Reports

8.1 ESP Committee

Council received a detailed set of papers around the Committee's discussion of science policy priorities. Council thanked LB for her longstanding support to the Committee.

LB reported that Curriculum Committee, Chaired by Jeremy Pritchard, requires six new group members and anyone interested should contact Helen Mitchell.

8.2 MPA Committee

ML gave an oral update. The Committee had welcomed three new members, along with CW as the incoming Chair and RR was thanked for his work. An overseas membership survey is currently under-way to see what we could offer. The Committee also agreed to have a limited number of meetings in person.

PB asked for a considered view on the fee rise from MPA Committee at their meeting on 25 May.

Section C: Reports to Council

9. Progress Reports

9.1 Policy and Public Affairs Directorate

LB reported increased MO attendance and interactivity at meetings. HMcQ wished to congratulate the team for putting together the policy newsletter as she found it helpful to many.

9.2 Membership, Regions, Facilities & Professional Affairs

ML reported that he now had a full team, including a senior officer responsible for member organisations.

PT reported that CBiol reform was progressing, with creation of marketing materials under-way. A successful plant health event had been held in March, with 200 attending out of 300 registered. The next event is due to be held at the University of Birmingham on 21 June. He added that currently we are piloting technical skills training and, if successful, this will be expanded. Training is being expanded to cover in-person and online and letters are being sent to members/fellows with knowledge/skills to develop training in areas identified. The accreditation conference and awards will be held in person at the IET on 6 May.

10. Any other Business

Council discussed the REF news and agreed to include something in The Biologist once impact statements have been published.



Signed electronically by Professor Sir Ian Boyd 15 June 2022