

SOCIETY FOR GENERAL MICROBIOLOGY

Company limited by guarantee, registered in England and Wales number 1039582

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Minutes of the Extraordinary Meeting of Council held on Friday 8 July 2011 at Marlborough House, Spencers Wood, Reading RG7 1AG.

Present: H.M. Lappin-Scott (in the chair)
D.J. Blackburn, C.R. Harwood,
H.F. Jenkinson, G. Rowley, J. Verran, Howard Jenkinson,
Nigel Brown, Kim Hardie, Mark Harris, Paul Hoskisson,
Gary Rowley, John Sinclair

In attendance: E.M. Doyle (Deputy Scientific Meetings Officer),
Simon Festing (Chief Executive),

1. COMPANY BUSINESS

(a) To note the appointment of S. Festing as Chief Executive with immediate effect

Council noted the appointment.

Council agreed that the minutes of this meeting would be short and focus largely on key decisions and action points.

2. PRESIDENT'S BUSINESS

(a) To note the appointment of S. Festing as Chief Executive with immediate effect.

3. PRESIDENT'S BUSINESS

(a) To feedback on discussions so far between President, Treasurer, General Secretary and the new Chief Executive on his preliminary findings at SGM.

The President outlined the process of discussions that had led to the holding of an Extraordinary Council Meeting, including the need to make some decisions in advance of the November Council meeting.

The Chief Executive pointed out that there was much to be enthusiastic about at SGM, including excellent activities and staff, but that there were some areas which needed improvement, mostly referred to in the subsequent recommendations.

(b) To consider setting up a sub-committee to take forward development of a strategic plan.

Council agreed to set up this sub-committee, which would be time-limited. The membership would consist of Council members (Hilary Lappin-Scott, (Chair), David Blackburn, Jo Verran, Nigel Brown, Evelyn Doyle, Paul Hoskisson) plus the CEO.

Council agreed that the sub-committee should take forward the suggested bullet points in the APPENDIX I paper, namely to:

- Define a rationale and process for strategy development, including allowing wider consultation.
- Develop a memorandum of understanding that outlines roles and responsibilities for Council and Officers (including the President), and indicates what is strategic (for Council) and what is operational (for staff).
- Review the operations of Council officers and Committees to ensure that they align with staff activities

Council agreed that:

1. an early priority would be to take forward the second bullet point, which in reality is a governance issue, but could be considered in the context of strategy. This should include providing greater clarity over decision making in Council.
2. the sub-committee would oversee wider consultation, including receiving inputs from all departments, and would additionally take external advice as necessary.
3. the sub-committee would have further discussions on the differences between objectives and activities, recognising that not all activities are amenable to easy evaluation of their impact.
4. the final resulting document (Strategic Plan) would be owned by Council.

(c) To consider setting up a sub-committee to take forward a review of the journals business.

Council agreed to set up this sub-committee, which would be time-limited. The membership would consist of Council members (Colin Harwood (Chair), Charles Dorman (Treasurer elect), Howard Jenkinson, John Sinclair, Gary Rowley plus the CEO and Finance Manager.

Council agreed that the sub-committee should take forward the suggested bullet points in the APPENDIX I paper, namely to:

- Identify terms of reference for Council to agree on;
- Draw on outside expertise;
- Bring early findings to the November 2011 meeting.

Council agreed that:

1. more than one person should be asked to pitch for the role of consultant as part of due process; the consultant employed should take a neutral approach, and not seek to steer towards any particular outcome. Council would like to see evidence from the consultant that this can be achieved.
2. there should be no pre-determined agenda for its review. However, it should be understood that all options should remain open, including the possibility of outsourcing.
3. the current Publications Manager would assist the sub-committee with information provision and as an expert witness whenever needed, without actually sitting on the committee;
4. the sub-committee could take a flexible approach to gain access to external expertise, such as by inviting experts from other organisations to present their views and discuss issues with the sub-committee;
5. the key issue at stake is the journal business, rather than the scientific/editorial line. The Journals business is responsible for approximately 80% of SGM's net income. Since SGM is a small player in the highly competitive world of publishing, it is vulnerable to the on-going rapid changes that are currently affecting the journal business models. While SGM has been successful in adapting operationally to technical changes (for example, by adopting a hybrid model for accepting some open access papers), in recent years there have been few significant changes to our business model. If SGM stands still, it is in danger of getting overtaken, risking the entire operation of the Society.

(d) To confirm the current departmental structure and senior management positions within SGM.

Council agreed to this, and noted the new name of the Department of "Education and Public Affairs".

(e) To note and discuss the other priority recommendations in the attached paper from the new Chief Executive (mostly operational or longer-term, but with budgetary and other implications for SGM).

Council noted, discussed and accepted these recommendations, recognising that some would proceed to be implemented as operational issues within SGM, whilst others would return to Council in the future for deliberation.

Minutes drafted by Dr Simon Festing, Chief Executive
Approved by SGM Council on 4 November 2011.