

Annual General Meeting 2014: Minutes

These are the unconfirmed minutes of the Annual General Meeting (AGM) of The Physiological Society, held on Tuesday 1 July 2014 (12:30-14:00) at the Caxton Lounge, The Queen Elizabeth II Conference Centre, Westminster, London SW1P 3EE.

1. Welcome and nomination of Chairman

- 1.1 The meeting commenced at 12:30 and was attended by 5 Honorary Members, 61 Ordinary Members and 6 Affiliate Members.
- 1.2 J. Ashmore, President of The Society, opened the meeting and proposed that T.G. Smart be elected as chair of the meeting, this was approved *nem. con.*
- 1.3 T.G. Smart asked the Members present to approve the continued presence of Society staff members. This was approved *nem. con.* Members were asked to note that only Ordinary, Honorary and Affiliate Members could be present at the AGM and that only Ordinary and Honorary Members could vote.

2. Stand in memory of deceased Members

- 2.1 T.G. Smart asked Members to stand for a minute's silence to remember the Members who had died during the last year.

3. Minutes of the Annual General Meeting held on 24 July 2013 and matters arising

- 3.1 The minutes were approved as a true and accurate record *nem. con.*

4. Election results

- 4.1 T.G. Smart announced the election of three new Members to Council. The new Council Trustees were David Eisner, who was also appointed Deputy President, Philip Aaronson and Deborah Baines. R. Thomas asked for details of the numbers of votes cast for each candidate. P. Wright noted that in the past there had been a concern that prospective candidates would be put off presenting their candidacy because of the potential that a low vote for them would be publicised. P. Wright said he was required to put this request to Council for approval before the figures could be released
- 4.2 T.G. Smart thanked those who had put themselves forward and hoped that the unsuccessful candidate would still wish to get involved in Society business through the work of Committees and other activities.
- 4.3 T.G. Smart thanked the outgoing Council members for their contributions towards the work of The Society. These were Jonathan Ashmore, President, Mike Shipston, Chair of the Publications Committee and David Wyllie, Meetings Secretary. R. Vaughan-Jones, incoming President, gave a vote of thanks to the outgoing Trustees. He praised J. Ashmore for his energy, enthusiasm and empathy, guiding The Society through a number of significant events, including the move to Hodgkin Huxley House, the successful renegotiation of the publications contract and the hosting of the IUPS Congress in 2013. A round of applause was given by the Membership for all those stepping down.

5. Honorary Members

- 5.1 The election by Council of Jonathan Ashmore, Tony Gardner-Medwin, Max Headley, Martin H Johnson, Jere H Mitchell, Harald Reuter, James Rothman, Randy Schekman, Thomas Sudhof and Tilli Tansey as Honorary Members for their outstanding contributions to either The Society and/or the science of physiology was noted.

6. President's Report

- 6.1 T.G. Smart invited the President, J. Ashmore, to report to the meeting.
- 6.2 J. Ashmore gave his report updating Members on developments in 2013 and future plans.
- 6.3 One of the main highlights of the last year had been IUPS 2013, which had been a great success and had attracted more than 3,000 participants. Another was the launch of *Physiological Reports* which had published 253 papers in the first year and was the most successful Open Access journal to date for the publishers, Wiley.
- 6.4 Charitable expenditure had increased over the last four years and the asset base had changed due to the purchase of Hodgkin Huxley House. A new Reserves Policy was in development under the lead of the Honorary Treasurer.
- 6.5 The main objectives of the 2010 Business Plan had been achieved with the guaranteed minimum income from Wiley being increased. Wiley had also provided sponsorship for IUPS 2013 and the Bernard Katz Auditorium at Hodgkin Huxley House. Going forward the re-tendering process for the

publications contract would begin in 2016. Strong support would continue for the existing journals in the face of open access.

- 6.6 The Meetings Committee continued to support The Society's annual meetings. In addition new topic meetings would be introduced and implemented. Three themed meetings were already planned – Obesity in 2014, Ageing in 2015 and Imaging, also in 2015. The use of meeting space in Hodgkin Huxley House would be maximised.
- 6.7 Education and Outreach had expanded considerably. The teaching and learning of physiology at school level would be supported through a joint project with the Academy of Medical Sciences and Society of Biology.
- 6.8 The Engaging with Parliamentarians initiative was raising the profile of The Society with government both in the House of Commons and House of Lords. A wider diversity would be promoted with 2015 being the 100th anniversary of the election of the first female Member. The Health of Physiology project would enhance and promote physiology as a subject.
- 6.9 Support for membership would continue with the development of the Society Reps scheme.
- 6.10 J. Ashmore said it had been a privilege to be President for the last two years. He thanked members of the Executive and Council for their help and support during his time in office.

7. Chief Executive's Report

- 7.1 T.G. Smart invited the Chief Executive, P. Wright, to report to the meeting.
- 7.2 P. Wright thanked J. Ashmore for his guidance during his term as President. He said his report would focus on four main areas:
 - The Health of Physiology project
 - Membership strategy
 - The governance review
 - The joint data working group with APS
- 7.3 The Health of Physiology Project under the leadership of R. Vaughan-Jones was undertaking a complete review of physiology and would provide a benchmark on the strength of physiology and how to focus Society activities to support Members and physiology more broadly in the best way. An extensive data collection exercise had been completed and analysis was on-going. The next step would be to engage with Members and external stakeholders via two workshops. The report would be completed and published by the end of 2014.
- 7.4 The second strand related to a re-focus on supporting the membership. A Membership and Marketing Manager had recently been appointed and a new membership management system was planned for early 2015. The current system dated from the 1990s and was outdated and unable to fulfill The Society's needs. The Society Reps scheme was also being reviewed, with the intention of re-launching this over the next six months.
- 7.5 An external consultant had been appointed to conduct the governance review and had reported to Council in May 2014. A number of recommendations had been made in terms of structure, administration processes and documentation. Council would discuss the recommendations at its September meeting.
- 7.6 A joint data working group had been set up with APS with the aim of addressing changes in the world of publishing. The group would be looking at what is meant by "data" and consider how to better support Physiology in the UK and more widely.
- 7.7 R. Thomas asked how far membership numbers had declined in the last year as the Treasurer's Report stated that income from membership had gone down. P. Wright replied that the numbers had gone down slightly from just over 3,200 to just under this figure. The reduction in membership income was partly due to the retirement of Ordinary Members and the increase in younger members who pay less.
- 7.8 R. Thomas commented that at least half of the membership never attended a meeting. D. Wyllie said that data collected before the IUPS meeting indicated that there was a strong cohort who attended every meeting and the large majority attended one meeting during the year. 30% of the membership was overseas. D. Wyllie noted that there were many meetings to choose from and many competing pressures on time and funds.

8. Annual Report and Accounts for the year ended 31 Dec 2013

- 8.1 T.G. Smart invited the Honorary Treasurer, A King, to report to the meeting.
- 8.2 A. King gave an update on The Society's financial position and performance. She thanked C. Early and the Finance Committee for their hard work and support during her first year as Honorary Treasurer.
- 8.3 The main source of income continued to be from The Society's journals at around 77%. Other income came from events, investments, membership subscriptions and rental income from Hodgkin Huxley House. Whilst publications income had remained steady this reflected a reduction in real terms.
- 8.4 Main expenditure was on publications, which had remained stable, events, membership services, education and outreach and a small amount (4%) on governance.
- 8.5 Assets stood at £12M. This comprised fixed assets (Hodgkin Huxley House), the investment fund and cash in the bank.
- 8.6 Grants expenditure had increased to £559K. 618 grants had been awarded.
- 8.7 Overall the asset base was sound. Fund investments were performing well and income from the use of Hodgkin Huxley House was increasing.
- 8.8 The depreciation of Hodgkin Huxley House over 50 years was standard accounting practice and was previously recommended by the Finance Committee to Council.
- 8.9 D. Walters asked how the Policy budget was being spent. M. Morrell, Chair of the Policy Committee, responded that the budget covered an external-facing programme of activities, building a portfolio of policy statements so that The Society could react quickly to events and funding a dedicated staff member.
- 8.10 B. Harvey said that funding from Europe was low and The Society could benefit from a workshop on how to compete for EC funding.
- 8.11 R. Thomas asked what the total staff costs were for running The Society. P. Wright said that this amounted to 28-30% of total costs and was typical of similar organisations. Some member organisations had much higher staff costs dependent upon how they managed activities. C. Early confirmed this was £1.1M including social security and pensions and represented 23.4 FTEs.

9. Membership subscriptions

- 9.1 A. King reported that the subscription rates for 2015 would be increased by 2% in line with inflation. A full review of membership categories would be carried out in the next few months as part of the Governance Review.

10. Re-appointment of Auditors by Ordinary Resolution

- 10.1 T.G. Smart asked for a proposer, D. Wyllie, and seconder, R. Vaughan-Jones, for the resolution: *"to re-appoint haysmacintyre (Chartered Accountants) as the Auditors of The Society until the next general meeting and to authorise Council to fix their remuneration"*.
- 10.3 The resolution was approved by all but one member, R. Thomas, who voted against.

11. Change of Company Name by Special Resolution

- 11.1 T.G. Smart reported that it had been brought to The Society's attention that the company name filed with Companies House was incorrect as it was filed as "Physiological Society, (The)" and not "The Physiological Society" and that a resolution was required to amend the incorrect filing.
- 11.2 T.G. Smart asked for a proposer, O. Hutter, and seconder, A. King, for the resolution: *"to resolve that the listed name of The Society be corrected with Companies House to ensure that it agrees with the Articles of Association passed on 13 July 2011, namely from "Physiological Society (The)" to "The Physiological Society"*
- 11.3 The resolution was approved *nem. con*, with no objections or abstentions.

12. To receive and consider a report by the Editor-in-Chief of The Journal of Physiology

- 11.1 D. Paterson provided a report to the meeting (see attached slides).
- 11.2 D. Paterson expressed his thanks to M. Shipston for his Chairmanship of the Publications Committee over the last four years. He noted that three consulting editors had recently received honours notably C. Blakemore, P. Ratcliffe and C. Robertson. He asked that congratulations be recorded.
- 11.3 The number of downloads of the journal had reached just under 6 million which was impressive for a single-discipline journal. Total citations were 46,000 per annum which made *The Journal of Physiology* the number one total cited journal in the world.
- 11.4 The Impact Factor being released in July is expected to show a small increase.

13. To receive and consider a report by the Editor-in-Chief of *Experimental Physiology*

- 13.1 P. McLoughlin provided a report to the meeting (see attached slides).
- 13.2 *Experimental Physiology* had moved online only in the last year. There had been a slight decline in overall submissions and full text downloads.
- 13.3 Updated procedures and more whistle-blowing had resulted in improved detection of misconduct. All society journals used plagiarism software. There had been 2-3 significant reports per annum and all cases were pursued vigorously.

14. To receive and consider a report by the Editor-in-Chief of *Physiological Reports*

- 14.1 S. Wray provided a report to the meeting (see attached slides).
- 14.2 The first paper had been published in May 2013. 300 papers had been published by June 2014.
- 14.3 Two virtual issues had been compiled - *Gender and aging* for EB, and *New directions in muscle research* for *Physiology* 2014.
- 14.4 A meeting on *Open data – what is it and does it have a place in physiological publishing?* would take place at 13:00 on Wednesday 2 July. Members were invited to attend and share their ideas, concerns and experiences of open data.

15. Date of next meeting and Close of AGM

- 15.1 It was reported that next AGM will take place at *Physiology* 2015 which will be held from 6-8 July 2015 at the Motorpoint Arena, Cardiff. The exact date and time of the AGM would be announced with the programme and in compliance with Society statutes but provisionally this was scheduled for 12:30 on Tuesday 7 July 2015, to be confirmed in Spring 2015.
- 15.2 The slides from this AGM would be posted on the Member's area with the Minutes.

16. To consider any questions and matters for raised discussion by Members

- 16.1 T.G. Smart reported that two questions had been received from Members:
- 16.2 R. Thomas asked "*How much more does the current meeting venue cost compared with the main meeting held in Oxford in 2011? Was the difficulty of mounting demonstrations here taken into account?*" In response D. Wyllie said that costs of the Oxford meeting were comparable to *Physiology* 2014. He also noted that *Physiology* 2011 (Oxford) was the last university-based meeting and no one had applied to give a demonstration (see slides for a breakdown).
- 16.3 M. D. George asked "*could the annual conference be rotated in major cities in the UK because membership of the organisation is international, this could bring people to visit other cities in the UK as well*". In response D. Wyllie listed the meeting locations from 2008-16, only one of which was in London.