

Minutes of the Sixth Annual General Meeting of the Biosciences Federation

**Held at the Royal Society, 6-9 Carlton House Terrace, London
15th April 2009**

Present

N Rothwell (President; Chair of meeting)
R Dyer (BSF Chief Executive)
G Jones (BSF Company Secretary)
5 additional members of BSF Council
5 members of the BSF Staff and Committees
25 delegates representing 19 Member Organisations (MOs)
J Poulter (PKF (UK), Auditors)

(See Appendix 1 for a full list of attendees)

Prof Dame Nancy Rothwell (BSF President and meeting Chair) welcomed all attendees to the sixth Biosciences Federation AGM, and gave the apologies of members of BSF Council who were unable to attend.

1. Approval of the minutes of the AGM held on 9th April 2008

R Fraser (Society for General Microbiology) proposed that the minutes of the AGM 2008 be adopted as presented in advance of the meeting, as a draft on the BSF website. P Downes (Biochemical Society) seconded, and all MOs agreed.

2. Council's Report and Accounts for the year ended 31st December 2008

N Rothwell asked J Coggins (Treasurer) for any comments on the Council's Annual Report and Accounts for the year ending 31st December 2008, which was circulated in advance of the meeting. J Coggins commented that there had been a very slight increase in income and expenditure. He added that it had not been a good year for recruiting new Member Organisations as many were waiting to see the outcome of the proposed unification with the IoB. J Coggins noted that the BSF had carried out all its work within the budget that was set. S Thorn (Society for Endocrinology) proposed that the Annual Report and Accounts be adopted; C Kirk (Biochemical Society) seconded. All MOs agreed.

3. Auditor's Report

J Poulter (PKF) summarised the Auditors' report, stating that the accounts represented a true and fair view, and had been audited in accordance with International Auditing Standards (UK and Ireland). She asked attendees to note that the copy of the Accounts had been approved by BSF Council at a meeting held on 16th March 2009.

4. Appointment of Auditors

The Auditors PKF offered themselves for reappointment in accordance with Section 34(I0) of the Companies Act 1985. C Kirk (Biochemical Society) proposed that this offer be accepted, and that the Council fix their remuneration. J Aronson (British Pharmacological Society) seconded this proposal, and the proposal was accepted.

R Dyer asked MOs to note that the financial year for the BSF had been altered to sit in line with that of the IoB. For 2009, the financial year will end at 31st October, and invoices for membership in 2009 will relate to this. He added that a new audit would be carried out after this date.

R Dyer and N Rothwell expressed their gratitude to MOs who had provided in-kind support over the years

5. Composition of Council for 2009-10.

N Rothwell asked G Jones (Company Secretary) to report. G Jones asked attendees to note the paper that had been circulated, stating that the composition of BSF Council for the year 2009-2010 had been discussed at a meeting of BSF Council on 16th March 2009. Council recommended that the vacancy created by the resignation of Frank Odds be left unfilled given the relatively short timespan before the new organisation comes into existence, and that Professor Raymond Dwek be confirmed as a member of Council, as IoB representative in succession to Professor Richard Gardner.

The composition of BSF Council from 15th April 2009 is as follows:

Professor Dame Nancy Rothwell (President)
Professor John Coggins (Treasurer)
Professor Sir P Patrick G Bateson
Professor Andy Cobb
Professor Ian Crute
Professor Julia Buckingham
Professor Raymond Dwek
Dr Pat Goodwin
Professor Keith Gull
Professor Robert Freedman
Professor JC Ian McGrath
Professor Graeme Henderson
Dr Ann Prentice

MOs accepted the Council's recommendations and noted the composition of Council.

6. Motions and documents relating to the formation of the new organisation for biology

N Rothwell asked attendees if there were any questions pertaining to the motions presented (See Appendix 2), or to the documents provided in advance of the meeting. There were no questions.

N Rothwell stated that 2 proxies had been appointed by MOs unable to attend. Three postal votes had been received.

C Kirk (Biochemical Society) proposed Motion 1 be adopted. S Thorn (Society for Endocrinology) seconded the proposal. C Kirk (Biochemical Society) proposed Motion 2 be adopted. R Fraser (Society for General Microbiology) seconded the proposal.

Following a show of hands, N Rothwell, as Chair, declared both Motions 1 and 2 carried by all but one of the Member Organisations present/voting by Proxy. The exception was by an MO in attendance who Abstained. All three postal votes were in favour of both Motions.

7. Any other business.

J Buckingham (BSF Council) thanked N Rothwell for all the hard work she had put into progressing the unification of the IoB and BSF to date.

There being no other business, N Rothwell thanked attendees and closed the meeting at 17:00.

Appendix 1 – Attendees

Association for the Study of Animal Behaviour	Prof	Innes	Cuthill
Biochemical Society	Dr	Chris	Kirk
Biochemical Society	Ms	Kate	McKinlay
British Association for Psychopharmacology	Dr	Mohammed	Shoaiab
British Neuroscience Association	Dr	Mike	Modo
British Pharmacological Society	Prof	Jeffrey	Aronson
British Pharmacological Society	Dr	Kate	Baillie
British Society for Plant Pathology	Dr	Rob	Black
BSF Chief Executive	Dr	Richard	Dyer
BSF Company Secretary	Mr	Glyn	Jones
BSF Council	Prof	Julia	Buckingham
BSF Council	Prof	John	Coggins
BSF Council	Prof	Robert	Freedman
BSF Council	Dr	Pat	Goodwin
BSF Council	Prof	Ian	McGrath
BSF Education Committee	Dr	Sue	Assinder
BSF Head of Communications	Dr	Emma	Southern
BSF Policy Coordinator	Dr	Caroline	Wallace
BSF President	Prof Dame	Nancy	Rothwell
BSF/IOB Council liaison (and Biochemical Society)	Prof	Peter	Downes
Heads of University Biological Sciences	Prof	David	Coates
Heads of University Biological Sciences	Prof	Paul	Hayes
Heads of University Centres of Biomedical Science	Dr	Ian	Locke
Institute of Biology	Mr	Ken	Allen
Institute of Biology/ EAS Committee	Dr	Laura	Bellingan
Institute of Horticulture	Dr	Heather	Barrett-Mold
Laboratory Animal Science Association	Dr	Clare	Stanford
Linnean Society	Dr	Keith	Maybury
Linnean Society	Dr	Ruth	Temple
PKF (Auditors)	Ms	Julia	Poulter
Royal Microscopical Society	Dr	Susan	Brooks
Royal Society of Chemistry	Dr	Farrah	Bhatti
Society for Applied Microbiology	Dr	Phil	Wheat
Society for Endocrinology and BSF Journals Committee	Ms	Sue	Thorn
Society for Experimental Biology	Prof	Pat	Heslop-Harrison
Society for General Microbiology	Dr	Ron	Fraser
Society for General Microbiology	Ms	Janet	Hurst
Society for Reproduction and Fertility	Dr	Martin	Luck

Appendix 2 – Motions

Motions

Following the direction of the motion agreed at the Institute of Biology General Meeting of 4th December 2008, and the Biosciences Federation General Meeting of 1st December 2008, the due diligence on the proposal to create a new organisation, the ‘Society of Biology’ or the ‘Royal Society of Biology’, by merger of the Institute of Biology and the Biosciences Federation, has now been carried out, and both Councils have agreed that merger is in the best future interests of each organisation.

The Charter and Bylaws of this new Society or Royal Society of Biology having been provided to both memberships, Council is recommending that they be accepted as the ruling documents of the new Society.

If accepted by both organisations, the Charter and Bylaws as presented will go forward for Privy Council approval, after which the Society will formally come into existence.

Motion 1

This meeting resolves to accept the Charter and Bylaws as presented by Council (with any such changes as the Privy Council should require), and to direct that they be submitted to Privy Council for approval as the ruling documents of a new merged organisation, to be called the ‘Society of Biology’ or the ‘Royal Society of Biology’. This meeting further resolves to agree and accept the full transfer of members, assets and liabilities of the Institute of Biology and the Biosciences Federation into the control of this new Charter and Bylaws.

Approval of Motion 1 will lead to the formation of the ‘(Royal) Society of Biology’ but will not enable the dissolution of the Biosciences Federation. Precisely when and how the new organisation comes into being is not yet clear: the timeline will be affected by Privy Council procedures, and by the manner in which assets and liabilities are transferred. Motion 2 empowers BSF Council to make all decisions that lead to the dissolution of the Biosciences Federation.

Motion 2

That the Membership of the Biosciences Federation authorises the Council to make whatever decisions necessary in order to transfer all assets and liabilities to the (Royal) Society of Biology. Furthermore, the Membership empowers Council to dissolve the Biosciences Federation at any time up to and including 30th September 2010.