

## British Society for Neuroendocrinology

Annual General Meeting  
Tuesday 19<sup>th</sup> August 2014  
Level 4, Room 3

### Agenda

#### 1. Present

Over 40 members of the BSN.

#### 2. Apologies for absence

Helen Christian, Mike Ludwig (ML), Jon Johnston, Amy Warner, Allison Fulford, Maria Canal, John Morris (JMo)

#### 3. Approval of the minutes of the 2013 AGM Manchester.

The draft minute of the meeting had been made available to the members of the society, prior to the meeting, via the website. The minute was approved without any modification as a true and accurate record.

#### 4. Matters arising

*ACTION Megan Holmes (MH)/ML – investigate if when INF subscriptions paid and reported.*

MH reported that she has paid last and this year's subscriptions (\$5/member) and requested that a reminder be sent to the treasurer when subscriptions were due.

*ACTION JMo - to ask Wiley to question the classification of the briefings as papers by ISI as the BSN did want to keep them in the journal.*

The meeting was informed that Julian Mercer (JM) had investigated this and that the briefings will continue in the Journal, with no abstract, no references, no keywords etc. as they are then not classified as 'papers' by ISI.

#### 5. Chair's report - Kevin O'Byrne (KOB)

Notable events/changes during the year were as follows:

JM took over as editor in chief of the journal in January with a smooth transition between the office in Otago and Aberdeen. Although KOB had written to Dave Grattan (DG) thanking him on behalf of the BSN, this was a very fitting time for the BSN to formally recognise and express their deep gratitude to DG, and his team, for their work during for his time as editor in chief.

While DG has relinquished this important role for the BSN, KOB welcomed him to the BSN steering committee as an international representative (without travel expenses!).

MH has stepped down as treasurer, being succeeded by ML. KOB noted the thanks of the BSN for all of her hard work in this role.

KOB circulated a document re governance of the BSN (Appendix 1). This document summarises that the financial liabilities of the BSN, as a registered charity have changed significantly since the formation of the society. The steering committee have recognised this and sought external review (Sue Thorn).

Bob Millar (BM) asked how the process of acceptance of any changes would be formalised. It was noted that the steering committee and trustees would discuss required changes with Sue Thorn in depth at their meeting in October and then inform the membership of how the BSN should proceed.

## **6. Treasurers report –MH**

It was noted that the accounts had been made available prior to the AGM via the trustees report on the website. The summary was displayed at the meeting. MH noted that in 2013; Income from Journal is increased.

Voluntary income has decreased but this can often vary depending on the year. Investment income remains low- despite significant discussions/investigations as to how this could be increased without increasing risk.

Increasing spend on grants.

Annual conference spend was as normal.

It was noted that the publication costs includes the website charges.

BM asked for clarification on the noted investment income. It was reported that some funds were in charity accounts which have interest rates below bank rates (Gareth Leng (GL)).

MH noted that investment strategies have been discussed with Greenhalgh, however, for the money the BSN has to invest, their charges remain too high.

Colin Brown (CB) noted that a society he was associated utilised fixed term investments. This strategy has been used by the BSN.

Ian Dunn (ID) noted that he was associated with an additional society that used 'charity fund' and that he would pass details to ML.

## **7. Membership secretary report**

Maria Canal had sent the following report. There are currently a total of 219 members (23 Honorary, 55 Full-academic, 37 Full-postdoc, 1 Full-Corporate, 31 Overseas, 69 Students, 3 Technicians, 0 Emeritus retired). Since March, 61 new members have joined the BSN.

## **8. Meeting secretary's report**

Giles Yeo/Preeti Jethwa reported that the annual meeting in 2015 will be a joint meeting with the French society for Neuroendocrinology and will be held in Lille in Sept 2015.

There will be a programme meeting in Sept 2014 to which the BSN can have input.

## **9. Grant panel co-ordinator report**

Allison Fulford had submitted the following written summary.

Total grant spend for the year was ~£83K. Travel grants £2300, ICN travel £30500, Project support £30000, Research visit £8200, Student vacation scholarships £12033.

The BSN is still funding a high proportion of applicants, largely because we do not receive a huge number of applications for research visits or project grants. Despite this the applications that are funded are still of an appropriately high quality.

We are seeing a wider geographical spread of funded applicants and applications from new members. It is hoped that this will generate further interest in the BSN and our schemes in the future.

Applications for summer studentships and symposia support are also good.

KOB Thanked Allison and her subcommittee for all of their work to support the various grant schemes.

## **10. Outreach co-ordinators report**

Amy Warner has been appointed to this role since the last meeting and had submitted the following report.

Website - some positive changes in the last year, making the website more usable and current.

Social media – The BSN is now presence on Facebook and twitter. We currently have 155 followers on Facebook, and while they may not all convert to memberships, awareness is

increasing. Twitter is a little quieter, with 40 followers, here we are followed by (and following) other organisations, such as the ESE, BBSRC, MRC so we are helping to build a more professional network. Amy is looking into adding the BSN to LinkedIn.

Reminder – if you need either content put onto the website, or sent out to members in e-mail form, send it to Amy Warner. Please use the Facebook and Twitter sites and if you don't tweet yourself again send material to Amy by email.

### **11. Journal of Neuroendocrinology Editors report JM**

The Journal moved to Aberdeen in January and was hopeful that to users' the transition had been seamless, which in part was due to the help provided by DG.

Otago are still processing some outstanding papers from 2013.

Allan Herbison and Kevin Grove had stepped down as senior editors; JM thanked them for their contribution.

New senior editors had been recruited and more will come on board in the next few months. Journal is now online only. This increases the profit due to decreased print costs decreased. Impact factor increased to 3.5, but JM noted that this that reflects DGs work. Submissions down by 10%.

Acceptance rate 50%.

No backlog of papers so there is a quick publication time.

JM is working to get time to first decision down.

The new editorial team have revised the author guidelines, ethical policy, booking in and referees form and are now plagiarism checking all manuscripts.

JM encouraged all members to submit papers to the journal as we all benefit from the journal.

BM asked about the effects of moving to 'online only' on libraries, JM noted that there were so few subscribers that had been paper only that it has had no effect.

### **12. Journal of Neuroendocrinology secretary's report**

John Morris had submitted the following written report

The Journal of Neuroendocrinology continues to flourish and relations with Wiley continue to be good.

The annual Journal Business Meeting was held in London on May 27<sup>th</sup>. Amanda McLean-Inglis presented the Publisher's Report with data on circulation, readership, sales & marketing, citation, content management and finance. She noted that all the journal's vital signs are good. Key points are:

- Circulation continues to grow. 4,700 institutions have access (4,500 in 2012).
- The transition to online only has been smooth.
- The renewal rate for 2013 was 99.4% (better than Health Service average).
- The journal is available at low/no cost to ~3600 libraries in the developing world.
- Downloads continue to increase (up 6%) in 2013.
- The journal was displayed at 11 key conferences in 2013.
- A journal app to tie in with the move to online-only is being developed.
- In financial terms the journal performed very well in 2013 (+6.7% on 2012; and a little better than the forecast), generating an increased income to BSN; from 2014 the profit share to BSN increases to 44%.

Sadly, Amanda's last point was that she is moving her role within Wiley and would be handing over management to Dr Sarah Tatum, an experienced Wiley journal publishing

manager. On behalf of the AGM I will write to Amanda thanking her for all her efforts on the Journal – it has been a pleasure to work with her.

**13. To receive and approve the 2013 Trustees report and Accounts**

Proposed Fran Ebling, Seconded Giles Yeo

**14. Re-appointment of an external examiner of accounts: Greenhalgh**

Proposed Megan Holmes, seconded Michelle Bellingham

**15. Re-election of Trustees**

John Russell and Stafford Lightman were invited to serve additional terms as trustees and accepted

**16. Proposal and election of new Honorary Members**

Tony Plant – Approved

**17. Any other competent business**

GL reported that the INF had been set up whereby its prime source of income was conference revenue. However, only one ICN had made a profit so the original funds have been depleted and the financial model was in the process of being reviewed. A new income streams was being developed through publication of a series of 'Master class' books which members were encouraged to buy. An alternative suggestion that was to be debated at council would be to increase subscriptions from member societies with a potential increased from \$5 to \$20/head. GL noted that there was a caveat associated with this proposal that 50% of the income had to be spent on travel grants to attend ICN, 25% on activities between conference and no more than 15% on operational expenses. This proposal represents a significant change and the BSN needs to be involved in these discussions, at the council meeting.

**18. Date and location of next meeting**

Lille Sept 2015

## Appendix 1

### **AGM briefing to BSN members**

When the BSN was set up in the late 1980s it was a small organisation; the constitution registered with the Charity Commission in 1991 was in the form of an unincorporated association, in common with most other societies in that era. This was appropriate at the time, because the financial commitments and the risks were fairly small and contained. However, the society's income has grown over the years, mainly thanks to the journal, and is now around £xxx,xxx. In addition, risk has increased, partly because the journal has increased in value and partly because society has become more litigious. The BSN's main areas of risk are associated with the journal – eg plagiarism, breach of copyright etc – and also the BSN meetings, where key risks include public liability.

Because it is an unincorporated association and not a company, the BSN and its trustees are not protected against any liabilities that might exceed the value of our reserves. Whilst those reserves are enough to cover, for example, a failed meeting, they are unlikely to be enough to cover in case of legal proceedings. Any liability above and beyond the Society's reserves would be borne by the trustees personally and to an unlimited extent. In addition, because it is not a corporation of any kind, the BSN cannot sign contracts as an organisation, and again the individuals who sign are taking on responsibility. Given the contract with Wiley for the journal, and contracts with universities for meetings, the trustees and the Steering Committee have concluded that the BSN needs to be put on a more modern footing.

We have therefore retained Sue Thorn, the former CEO of the Society for Endocrinology, to work with us to set up a new constitution that will provide the protection that comes with incorporation. This will not affect our charitable status. We will begin this process with a meeting of the current trustees and Steering Committee in the autumn and aim to complete it by the middle of 2015. We are likely to decide to apply to the Charity Commission to be a Charitable Incorporated Organisation (CIO) and, if successful, to transfer the assets, liabilities and members from the current association to the new CIO. The current association will then be closed.

The members will be kept informed throughout and feedback will be sought at relevant points.

### **Anticipating questions**

1. How big are these risks?

The probability of being sued is not high, in fact it's probably fairly low, but the effect on trustees is potentially so devastating that we should not be asking them to take such risks.

2. Will the membership have the chance to see the new constitution before it is finalised?

Yes, it will be circulated to members and members will be balloted on a resolution to adopt the new constitution.

3. Will we retain the same charity number?

No, the CIO will be a new charitable organisation and the Charity Commission will allocate it a new number. This has no negative implications for BSN.

4. What do other societies do?

Most similar societies are incorporated. This includes the Society for Endocrinology (which used to be an unincorporated association), the British Pharmacological Society, the Physiological Society, the Biochemical Society, and the Anatomical Society.

5. What is a CIO? A Charitable Incorporated Organisation is a new type of charity that will enable the BSN to be incorporated and thus have limited liability and the ability to sign contracts, without having to be registered as charity and company separately. We will therefore only have one set of laws to comply with.

6. Is it guaranteed that the Charity Commission will accept the BSN as a CIO?

No, we will have to apply like anyone else. However, the fact that the Charity Commission

accepted the existing BSN as a charity makes it highly unlikely that they will refuse us under the new CIO framework.

Sue Thorn 22/7/2014

DRAFT