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ANNUAL GENERAL MEETING 2020

The next **Annual General Meeting** of the
British Society for Antimicrobial Chemotherapy
will be held at 13:00hrs, **Thursday 28th May 2020**
by tele/videoconference

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Open to all Members of the BSAC

Voting rights limited to Ordinary and Honorary Members of the Society

AGENDA

- 1 Apologies for absence
- 2 To receive the minutes of the 2019 Annual General Meeting
- 3 President's report
- 4 Elections

To note in accordance with:

(a) Articles 54 – 63, the elections and re-elections of the following officers to the Society:

- Elect David Jenkins to serve as Vice President (President elect) 2020-2021; President 2021-2024; Vice President (Past President) 2024-2026

(b) Articles 47 – 53, the election of 3 Ordinary Members of Council to serve 2020-2023

- Jon Sandoe, 2020-2023
- Helena Parsons, 2020-2023

And note the appointment of the following co-opted members to Council:

- Robert Ball, representing trainees
- Gail Hayward, representing diagnostics
- Wendy Thompson representing dentistry

(c) Article 7, the names of those elected to Ordinary Membership of the Society

Adeniran Adeyanju, Research Associate, Institute of Public Health Obafemi Awolowo University; Assistant Professor Atef Oreiby, Assistant Professor of Veterinary Infectious Diseases, Kafr El Sheikh University; Assistant Professor Shyam Mishra, Assistant Professor of Microbiology, Tribhuvan University; Dr Aaron Brady, Antimicrobial Pharmacist, Belfast Health and Social Care Trust; Dr Abdelahhad Barbour, Postdoctoral Fellow, University of Toronto; Dr Abdul Ghani Memon, Undergraduate Pharmacist, University of Sindh; Dr Adam Zerda, AMR Strategy and Development Director, BD; Dr Aداugo Obi, Biomedical Scientist, Nuffield Health Hospital; Dr Alanah Proctor, Microbiology Registrar, Frimley Health NHS Foundation Trust; Dr Alasdair Munro, Clinical Research Fellow in Paediatric Infectious Diseases, University Hospital Southampton NHS Foundation Trust; Dr Alex Howard, Medical Microbiologist, Royal Liverpool and Broadgreen University Hospitals NHS Trust; Dr Alicia Demirjian, Consultant, Evelina London; Dr Alina Cristina Negut, SpR, NHS Leeds Teaching Hospitals; Dr Alison Johnson, Consultant Microbiologist, Wye Valley NHS Trust; Dr Alyssa Hudson, Specialty Trainee Microbiology, North Bristol NHS Trust; Dr Amar Anand Rao Telke, Senior Researcher & Biochemistry Student, Shivaji University; Dr Ameeka Thompson, ST3 Combined Infection Training, North Bristol NHS Trust; Dr Amna Afzal, Consultant Microbiologist, Government of Pakistan; Dr Amy Ireson, Foundation Doctor, The Royal Free Trust; Dr Andrea Guyot, Consultant Microbiologist, Klinikum Dortmund; Dr Andrew Desbois, Lecturer, Institute of Aquaculture, University of Stirling; Dr Andrew Kent, Small Animal Internal Medicine Specialist, Willows Referral Service; Dr Angela Nobbs, Senior Lecturer, Bristol Dental School; Dr Angharad Davies, Clinical Associate Professor, Swansea University Medical School; Dr Anne Melhuish, Specialty trainee in Infectious Diseases and Virology, St James's University Hospital; Dr Annie Joseph, Consultant Microbiologist, Nottingham University Hospitals; Dr Anoop Humar, Consultant in Critical Care, Baby Memorial Hospital; Dr Avemaria Ifeoma Obasi, Plant Microbiologist, Vellam Water; Dr Aye TharAye, ST3 Trainee, Health Education North East; Dr Ayesha Rahman, Senior Lecturer, University of Wolverhampton; Dr Bassam Ghanem, Clinical Pharmacist, King Abdulaziz Medical City; Dr Benjamin Evans, Lecturer in Medical Microbiology, University of East Anglia; Dr Benjamin Johns, Trainee Clinical Scientist, Public Health Wales; Dr Benjamin Parcell, Consultant Microbiologist, NHS Tayside; Dr Blessing Oyedemi, Teaching/Research Fellow, Michael Okpara University of Agriculture; Dr Borna Nyaoke, Clinical Trial Manager, Global Antibiotic RD Partnership (GARDP); Dr Brandon Dionne, Assistant Clinical Professor, Northeastern University; Dr Brian Robertson, Reader, Imperial College London; Dr Bruno Lopes, Research Fellow, University of Aberdeen; Dr Bushra Jamil, Scientific Officer, Armed Force Institute of Pathology; Dr Caray Walker, Lecturer in Microbiology, Anglia Ruskin University; Dr Carlene Rowson, ST8 Infectious Diseases and Microbiology, Sheffield Teaching Hospitals; Dr Carolyn Tarrant, Associate Professor, University of Leicester; Dr Catherine Dumartin, Pharmacist, Bordeaux University; Dr Catherine Isitt, Clinical Research Fellow, St Georges University of London; Dr Catie Sykes, Consultant Physician, NHS Lanarkshire; Dr Christopher Green, Consultant in Infectious Diseases and General (Internal) Medicine, Worcestershire Acute Hospitals NHS Trust; Dr Christopher Little, Medical Science Liaison, MSD UK; Dr Christopher O'Kane, Course Leader and Senior Lecturer in Biomedical Science, Anglia Ruskin University; Dr Ciaran Kelly, Vice-Chancellor's Fellow, Northumbria University; Dr Claudia Gomes, Postdoctoral Fellow, New York University; Dr Colin Brown, Consultant in Infectious Diseases & Medical Microbiology, Public Health England; Dr Damian Roland, Honorary

Associate Professor and Consultant in Paediatric Emergency Medicine, University Hospitals of Leicester NHS Trust; Dr Daniel Echeverria Esnal, Hospital Pharmacist, Hospital del Mar; Dr Daniel Mosby, Infectious Disease/Medical Microbiology Registrar, Sheffield Teaching Hospitals NHS Foundation Trust; Dr Danna Gifford, Research Fellow, The University of Manchester; Dr Dario Godoy, Biochemistry, Hospital de Alta complejidad en Red El Cruce Dr. Nestor Carols Kirchner; Dr David Corbett, Group Leader Anti-Infected, Evotec UK; Dr David Griffith, Consultant Microbiologist, NHS Fife; Dr Dean Ironmonger, Epidemiologist, Public Health England; Dr Dhammika Keeragala Baddayalage Wimalaratne, Microbiology Registrar, Worcestershire Royal Hospital; Dr Ejaz Elhak, General Practitioner, Clinical Commissioning Group NHS; Dr Ekta Yadav, Assistant Professor, Sam Higginbottom University of Agriculture, Technology and Sciences; Dr Eleanor May Townsend, Senior Research Technician, University of Warwick; Dr Emily O'Grady, Veterinary Surgeon, University of Edinburgh; Dr Enam Ahmad Alobaid, Consultant Medical Microbiologist, Al Sabah Hospital, Kuwait Ministry of Health; Dr Enea Sancho-Vaello, Marie Skłodowska-Curie postdoctoral fellow, University of Birmingham; Dr Eoghan Farmer, Infectious Disease/MM ST5, NHS Greater Glasgow and Clyde; Dr Estee Torok, Clinician Scientist Fellow, University of Cambridge; Dr Evelyn Brown, Core Medical Trainee, Newcastle Universities Hospitals Trust; Dr Felicia Lim, Consultant Microbiologist, University Hospitals of Leicester NHS Trust; Dr Florie Desriac, Research Fellow, University of Plymouth; Dr Fozia Ahmed, Consultant Cardiologist, Manchester Universities NHS Foundation Trust; Dr Francesc Coll, Research Fellow, London School of Hygiene & Tropical Medicine; Dr Gabriele Pollara, NIHR Clinical Lecturer in Medical Microbiology, University College London; Dr Gajraj Singh Kushwaha, Young Scientist, International Centre for Genetic Engineering and Biotechnology; Dr Ganiyu Olawale Oluwatoyin, Infectious Disease Consultant, Federal Teaching Hospital Gombe; Dr Gareth McVicker, Senior Lecturer in Microbiology, Nottingham Trent University; Dr George Akafity, Research Officer, Cape Coast Teaching Hospital; Dr George Hills, Specialist Registrar in Microbiology and Infectious Diseases, University Hospitals of Leicester; Dr George Weaver, Senior Lecturer in Organic Chemistry, Loughborough University; Dr Geraint Jones, Advanced Pharmacist-HIV & Homecare, Cwn Taf Morgannwg University Health Board; Dr Ghada Zoubiane, Independent Strategy Consultant, Global Health/Wellcome Trust; Dr Gnanamani Martin Viagappan, Retired Consultant Microbiologist; Dr Gordon Florence, Senior Lecturer, University of St Andrews; Dr Grace Ong, Consultant Microbiologist, Belfast Trust; Dr Hannah Lishman, Postdoctoral Research Fellow, University of British Columbia; Dr Hari Pankaj Vanam, Assistant Professor and Lead of Mycology Laboratory, Bhaskar Medical College and General Hospital; Dr Harish Reddy, Consultant Microbiologist, Norfolk and Norwich University Hospital NHSFT; Dr Hazem Ramadan, Assistant Professor of Zoonoses, Mansoura University; Dr Helen Stagg, Chancellor's Fellow & Associate Professor, University of Edinburgh; Dr Iain Marshall, Clinical Academic Fellow, King's College London; Dr Ibrahim Mohammed, Senior Registrar, Federal Teaching Hospital Gombe; Dr Ibrahim Yaseen, Lecturer, Research Centre Co-Ordinator; Dr Ioannis Baltas, Foundation Year 2 Doctor, Wexham Park Hospital; Dr Jameela Mohamed Alsaman, Consultant Infectious Disease, Ministry of Health; Dr James Hinton, Lead Pharmacist – Antimicrobials, King's College Hospital NHS Foundation Trust; Dr James Shepherd, Speciality Registrar, NHS Greater Glasgow and Clyde; Dr James Veater, SpR, University Hospitals of Leicester NHS Trust. Dr James Wallace, Senior Scientist, Evotec UK; Dr Janet Sluggett, NHMRC Early Career Fellow, Monash University; Dr Jason Trubiano, Director of Antimicrobial Stewardship, Austin Health; Dr Javad Javidnia, PhD Student in Medical Mycology, Mazandaran University of Medical Sciences; Dr Jenny Hanson, Postdoctoral Researcher, University of Liverpool; Dr Jessica Mitchell, Post-Doctoral Research Fellow, University of Leeds; Dr Jienchi Dorward, Clinical PhD Fellow, University of Oxford; Dr Jody Winter, Principal Lecturer in Microbiology, Nottingham Trent University; Dr John Day, Consultant in Infectious Diseases, Southend University Hospital; Dr Jon Van Aarsten, ST4 Combined Infection Training Medical Doctor, St Helen's and Knowsley NHS Trust; Dr Jonathan Betts, Research Fellow, University of Surrey; Dr Jonathan Swindells, Consultant Microbiologist, Royal Wolverhampton NHS Trust; Dr Jonne Sikkens, Internist in Training, Amsterdam UMC; Dr Joseph Lewis, Clinical Research Fellow, Liverpool School of Tropical Medicine; Dr Joseph Omololu-Aso, University Lecturer, Obafemi Awolowo University; Dr Julian Sutton, Consultant in Infectious Diseases & Medical Microbiology, University Hospital Southampton NHS Foundation Trust; Dr Justine Rudkin, Postdoctoral Researcher, Oxford University; Dr Kataraja Chindera, Research Associate, Department of Women's Cancer Institute for Women's Health, University of London; Dr Kathryn French, Microbiology Registrar, University Hospitals Birmingham; Dr Kirsty Holden, Senior Scientist I, Evotec UK; Dr Kome Gbinigie, GP and DPhil Student, University of Oxford; Dr Kuenyol Park, Resident, Asan Medical Center; Dr Laila Ziko, Adjunct Assistant Professor Biology Department, American University in Cairo; Dr Lajos Kalmar, Senior Research Associate, University of Cambridge, Department of Veterinary Science; Dr Lara Payne, Microbiology Registrar, Queen Elizabeth Hospital; Dr Lewis Bingle, Senior Lecturer in Microbiology, University of Sunderland; Dr Lucie Byrne-Davis, Senior Lecturer, University of Manchester; Dr Lucy Elinor Hinds, Consultant Paediatrician and OPAT Lead, Sheffield Children's Hospital; Dr Lucy Ubaka, Research Assistant, University of Benin; Dr Luis Ostrosky-Zeichner, Professor and Vice Chair of Medicine, McGovern Medical School; Dr Madhuri Vidwans, Consultant Microbiologist, Watford General Hospital; Dr Manal Mohammed, Lecturer Biomedical Science, University of Westminster; Dr Manal Mohammed, Lecturer, University of Westminster; Dr Manodeep Sen, Additional Professor, Dr Ram Manohar Lohia Institute of Medical Sciences; Dr Maria Carvalho, Researcher, University of Aveiro; Dr Maria Cristina Loader, MRC Clinical Research Fellow, Imperial College London; Dr Mark Hackett, ST3 Doctor in Acute Medicine, Great Western Hospitals NHS Trust; Dr Marta Santillo, Qualitative Research Fellow, University of Oxford, Department of Primary Care; Dr Martha Elwenspoek, Research Associate, CLAHRC West; Dr Martin Khuns, Commissary Head of Infectious

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Dr Naomi Bulteel, Specialist Registrar, NHS Greater Glasgow and Clyde; Dr Navpreet Kaur, Biomedical Scientist, The Royal Bournemouth and Christchurch Hospitals NHS Trust; Dr Neera Hobson, Senior Medical Writer, Micron Research LTD; Dr Niamh Reidy, Registrar in Infectious Diseases, Royal College of Surgeons Ireland; Dr Nicola Galley, Research Associate, University of Sheffield; Dr Nicola Hardman, Consultant Microbiologist, Calderdale Huddersfield NHSFT; Dr Nuno Pereira, Infectious Diseases Consultant and Editorial Board for JAC-AMR, University of Porto; Dr Oliver Bannister, Registrar, Portsmouth Hospitals NHS Trust; Dr Oliver Koch, Consultant in Infectious Diseases, NHS Lothian; Dr Omar Rahama, Infectious Diseases Consultant, Bradford Teaching Hospitals; Dr Owen Spiller, Senior Lecturer at School of Medicine, Cardiff University; Dr Oyewole Durojaiye, Consultant Physician Infectious Diseases, Sheffield Teaching Hospitals NHST; Dr Patrick Dunlop, Senior Lecturer, Ulster University; Dr Paul Meakin, Chief Executive Officer, Vitamica; 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Mr Pankaj Chaudhary, Microbiologist, Nobel College; Mr Patrick Rockenschaub, PhD Student, University College London; Mr Paul Oyegoke, Graduate Student & Researcher, Ahmadu Bello University; Mr Paul-Enguerrand Fady, PhD Student, King's College London; Mr Pedro Medina, Co-Op Technical/Intern, Argonne National Laboratory/National Institutes of Health; Mr Peter McKee, Antimicrobial Pharmacist, Southern Health and Social Care Trust Craigavon Area Hospital; Mr Rahul Goyal, PhD Research Scholar, Indian Institute of Technology; Mr Raul Gilarranx, Clinical Microbiologist, Universidad Complutense

de Madrid; Mr Ravi Kant, Senior Research Fellow, University of Delhi; Mr Richard Wilson, Senior Healthcare Research Scientist, Imperial College London; Mr Ross McInnes, PhD Student Wellcome AAMR, University of Birmingham; Mr Shamsul Hoque, Antimicrobial and Clinical Services Pharmacist, Northampton General Hospital; Mr Shasank Swain, ICMR – Young Scientist Fellow, Regional Medical Research Centre (RMRC); Mr Stephen Eduful, Medical Laboratory Scientist, Medland Hospital; Mr Stephen Garrett, Undergraduate Student, University of Glasgow; Mr Stephen Rae Fontanilla, Pharmacist II, Government Hospital; Mr Stephen Woods, Senior Medicines Optimisation Pharmacist, Greater Manchester Joint Commissioning Team; Mr Steve Holland, Managing Director UKI, Accelerate Diagnostics; Mr Steve McCormick, Antimicrobial Pharmacist, NHS Lanarkshire; Mr Thomas Duffy, Scientist, Summit Therapeutics PLC; Mr Vikesh Gudka, Lead Infectious Diseases Pharmacist, Brighton and Sussex University Hospitals; Mr Vincent Ng, Professional Development Pharmacist, Royal Pharmaceutical Society; Mrs Adele Watson, Specialist Nurse, Infection Prevention and Control, South West Yorkshire Partnership NHS Foundation Trust; Mrs Alison Haigh, Lead Pharmacist Antimicrobial Therapy, Bradford Teaching Hospitals NHS Foundation Trust; Mrs Alison MacDonald, Area Antimicrobial Pharmacist, NHS Highland; Mrs Alison Thomas, Senior Nurse IPC, South West Yorkshire Partnership NHS Foundation Trust; Mrs Alison Turner, OPAT Nurse Specialist, West Suffolk Hospital NHS Foundation Trust; Mrs Amanda Holmes, Infection Prevention and Control Nurse, Calderdale Huddersfield NHSFT; Mrs Anita Chalmers, Principal Pharmacist Antimicrobials, York Foundation Trust; Mrs Ann Bateson, Antimicrobial/OPAT Pharmacy Technician, Northern Trust Health and Social Care; Mrs Ann Blackstock, Antimicrobial Pharmacy Technician, Dumfries Galloway NHS Trust; Mrs Anne Williams, District Nurse Team Leader, Betsi Cadwaladr University Health Board; Mrs Asma Ghani, Network Lead Pharmacist, Sandwell and West Birmingham CCG; Mrs Audrey Morris, Charge Nurse, Dumfries Galloway NHS Trust; Mrs Beth Griffiths, Senior Lecturer in Advanced Practice/Advanced Nurse Practitioner, Swansea University/Swansea Bay University Health Board; Mrs Carmen Nevin, Clinical Pharmacist OPAT and AMS, South Eastern Health and Social Care Trust; Mrs Cathy Hopkins, Clinical Nurse Specialist, Children's Health Ireland at Crumlin; Mrs Cerys Dyfi Lockett, Antimicrobial Pharmacist, Aneurin Bevan University Health Board; Mrs Claire Brandish, Lead Anti-infectives Pharmacist, Buckinghamshire Healthcare NHS Trust; Mrs Coleen Kuhn, Biomedical Scientist, Nuffield Health; Mrs Deepthi Dsouza, Senior Biomedical Scientist, Nuffield Health Warwickshire Hospital; Mrs Dipti Patel, Biomedical Scientist, West Hertfordshire Hospital Trust; Mrs Donna Hamill, OPAT/IV Access Specialist Nurse, Wirral University Teaching Hospital; Mrs Dorcas Oladayo Fatoba, Student, University of KwaZulu natal Durban; Mrs Elaine Hobson, Clinical Manager, Wrightington Wigan and Leigh NHS Trust; Mrs Elizabeth Wilson, OPAT Lead Nurse, Manchester University NHS Foundation Trust; Mrs Emma Stacey, OPAT Specialist Nurse, East Lancashire Hospitals Trust; Mrs Fiona Gilmore, Lead Antimicrobial & OPAT Pharmacist Prescriber, Northern Health and Social Care Trust; Mrs Hannah Burnett, Antimicrobial Pharmacist, Royal Devon and Exeter Hospital; Mrs Janet Appleton, Antimicrobial Nurse, University Hospitals of North Midlands NHS Trust; Mrs Jayne Walden, Antimicrobial Staff Nurse, Dumfries Galloway Health Board; Mrs Joanna Keal, Health Protection Practitioner, Public Health England; Mrs Julie Fosbrook, Antimicrobial Pharmacy Technician, Kettering General Hospital NHS Trust; Mrs Julie Harris, Antimicrobial Pharmacist, Abertawe Bro Morgannwg University Health Board; Mrs Julie Harris, Antimicrobial Pharmacist, Abertawe Bro Morgannwg University Health Board; Mrs Katherine McIntosh, Senior Biomedical Scientist, NHS Highland Microbiology Laboratory; Mrs Katie Bramhall, Antimicrobial Pharmacist, Sheffield Teaching Hospitals; Mrs Kelly Carrington, Matron IRAS/OPAT, Anglian Community Enterprise; Mrs Linda Mashonganyika, OPAT Lead Nurse, University Hospitals of Leicester; Mrs Louise Binnie, OPAT Senior Staff Nurse, Forth Valley Royal Acute Services; Mrs Louise Thomas, Senior Nurse Practitioner, Swansea Bay University Health Board; Mrs Lydia Panshak Aluma, Research Officer, Nigeria Institute for Trypanosomiasis Research; Mrs Marie Bosworth, OPAT Team Lead, Wirral University Teaching Hospital; Mrs Marie Woodley, IV Advanced Nurse Practitioner & OPAT Lead, Buckinghamshire NHS Trust; Mrs May Omoigberale, Lecturer, Ambrose Alli University; Mrs Munira Ratansi, Antimicrobial Pharmacist, Sandwell and West Birmingham Hospitals NHS Trust; Mrs Naifa Alenazi, Master Student in Medical Microbiology, University of Manchester; Mrs Naomi Laws, Microbiology Student, Cardiff Metropolitan University; Mrs Pauline Curran, Lead IV Co-ordinator and Home IV OPAT Service, Southern Health and Social Care Trust; Mrs Pegah Kamranpour, Antimicrobial Pharmacist, Chelsea and Westminster NHSFT; Mrs Priyadarshini Sethuraman Lalitha, Health Counsellor & Hygiene Educator, Dr Ramanathan Hospital; Mrs Rachel Kenion, Trainee ACP OPAT, South Warwickshire NHSFT; Mrs Rachel Mortlock, Pharmacist, Self-Employed Pharmacist, Graft Communications Ltd; Mrs Rachel Roper, Senior Biomedical Scientist, Public Health Wales; Mrs Rakhee Patel, Lead Antimicrobial Pharmacist, Dartford & Gravesham NHS Trust; Mrs Rebecca Hawkins, Lead Antibiotic Pharmacist, Shrewsbury and Telford Hospital NHS Trust; Mrs Rebecca Huston, Lead Antimicrobial Pharmacist, NHS Golden Jubilee National Hospital; Mrs Robina Nusrat Khan, Biomedical Scientist & Band 7 Microbiology, Royal Wolverhampton Trust; Mrs Sarah Thomson, Specialist Pharmacy Technician Antimicrobials and HIV, NHS Tayside; Mrs Savitha Sreehari, Infection Prevention and Control Nurse, Buckinghamshire Healthcare NHS Trust; Mrs Shirley Buchan, Senior Charge OPAT Nurse, Dumfries Galloway NHS Trust; Mrs Sian Heaton, Antimicrobial Pharmacist, Aneurin Bevan University Health Board; Mrs Sonal Bakrania, Antimicrobial Pharmacist, Ashford and St Peter's Hospitals NHSFT; Mrs Susan Burns, Specialist Nurse Infection Prevent and Control, South West Yorkshire Partnership Foundation NHS Trust; Mrs Susan Coyle, Antimicrobial Pharmacist, Dumfries Galloway NHS Trust; Mrs Susan Mayne, IV Nurse Co-ordinator OPAT, Southern Health and Social Care Trust; Mrs Suzanne Brittain, Pharmacist, NHS Grampian; Mrs Victoria Thackeray-Scott, OPAT Lead Nurse, East Lancashire NHS Trust; Ms Angela Puri, Antimicrobial Stewardship Lead Pharmacist, Central London Community Healthcare NHS Trust; Ms Ayodeji Matuluko, PhD Candidate, Glasgow Caledonian University; Ms Caroline Burke, Antimicrobial Pharmacist, Royal Bolton Hospital; Ms Catherine Halpin, OPAT Pharmacist, National OPAT Programme MCC; Ms Celia Noblett, Lead Antimicrobial Pharmacist, Royal Marsden Hospital; Ms Charlotte Beard, Operations Manager Bacteriology, University Hospital Southampton; Ms Charlotte Hattersley,

General Practitioner, Betsi Cadwaladr Health Board; Ms Clare Thomas, Research Technician, University of Birmingham; Ms Clarissa Gunning, Antimicrobial Pharmacist for Women and Children, University Hospitals Bristol NHSFT; Ms Claudia Giljohann, Epidemiological and Information Scientist, Public Health England; Ms Colette O Connor, Clinical Nurse Specialist OPAT, Mater Hospital; Ms Desi Milanova, Antimicrobial Pharmacist, Sherwood Forest Hospitals NHS Trust; Ms Diana-Florentina Veselu, Biomedical Student, Sussex University; Ms Fatema Pirmohamed, Principal Pharmacist for Antimicrobials, Milton Keynes University Hospital; Ms Gabriella Booth, Antimicrobial Pharmacist, Cwm Taf Morgannwg University Health Board; Ms Helen Linley, Senior Medical Writer, Micron Research; Ms Helmia Farida, Lecturer, Diponegoro University; Ms Jemma Turton, Higher Specialist Biomedical Scientist, Nottingham University NHS Trust; Ms Julie Wilson, Principal Healthcare Scientist, NHS National Services; Ms Karen Mckessack, Pharmacist, NHS Grampain; Ms Katie O'Neill, Clinical Pharmacist, TCP Homecare; Ms Lauren Rose, Specialist Antimicrobial Pharmacist, Nottingham University Hospitals NHS Trust; Ms Magdalena Karlikowska, PhD Student, Warwick University; Ms Magdalena Ksiezarek, PhD Student, Laboratory of Microbiology, Faculty of Pharmacy, University of Porto; Ms Naveen Dosanjh, Deputy Chief Pharmacist, Nottinghamshire Healthcare NHS Foundation Trust; Ms Ngua Ching Zin, Pharmacist, Hospital Bau; Ms Nicola Kucziw, OPAT Clinical Nurse Specialist, University Hospitals of Leicester NHS Trust; Ms Nicola Walker, Specialist Pharmacy Technician & Antimicrobials/Integrated Care Team, Mid Yorkshire NHS Trust; Ms Niculina Sandor, Pharmacist, Panaceea Cluj Pharmacy; Ms Orla Power, Medical Scientist, Health and Safety Executive; Ms Rebecca Czolk, PhD Student, Luxembourg Institute of Health; Ms Rebecca Glover, Research Fellow and Head of Economic, Social and Political Science in the AMR Centre, The London School of Hygiene & Tropical Medicine; Ms Rebecca Roderick, BSc Healthcare Science Student, Cardiff Metropolitan University; Ms Roisin Connolly, Antimicrobial Stewardship Fellow, Royal College of Surgeons in Ireland; Ms Roisin Graham, Certified Nurse-Midwife, Health Service Executive; Ms Sara Quintana, Microbiologist, Barcelona Institute for Global Health; Ms Shirin Aliabadi, PHD Student and Clinical Pharmacist, King's College Hospital; Ms Shiva Joshi, Clinical Pharmacist, Northampton General Hospital; Ms Shyam Kumar Mishra, Lecturer, Maharajgunj Medical Campus, Tribhuvan University; Ms Stephanie Dundas, Consultant in Infectious Diseases, NHS Lanarkshire; Ms Sur Vaughan, Lead Pharmacist, Wye Valley Trust; Ms Victoria Savage, Head of Biology, AMR Centre; Ms Wania Vasconcelos de Freitas, Medical Infection Control Coordinator & Intensivist, Hospital Infection Control Service of the Casa de Portugal Hospital in Rio de Janeiro & Intensive Care Center of the University Hospital Clementino Fraga Filho of the Federal University of Rio de Janeiro; Ms Wendell Junia, Biomedical Scientist, Public Health Wales; Prof Tracey Thornley, Senior Manager Contract Framework Outcomes, Boots UK; Prof. Dr. John W.A. Rossen, Professor for Medical Microbiology, University Medical Center; Prof. Stephen Evans, Professor of Physics, University of Leeds; Prof. Zhiyong Zong, Professor and Infectious Diseases Specialist, West China Hospital Sichuan University China; Professor Abhay Chowdhary, Professor & Head of Microbiology, DY Patil University School of Medicine Hospital Research Center; Professor Brendan Gilmore, Professor of Pharmaceutical Microbiology, Queen's University Belfast; Professor Colin Rae Mackenzie, Lead Consultant, Heinrich-Heine University; Professor Jan Yvan Jos Verbakel, General Practitioner, Self-employed GP; Professor Joanna Verran, Emeritus Professor, Manchester Metropolitan University; Professor Stephen Rimmer, Professor in Chemistry and Head of School of Chemistry and Biosciences, University of Bradford; Turki Al Homra, MSc Student Studying at Manchester University UK, Employed at Microbiology King Abdulaziz University, Saudi Arabia

5 Financial Report

To:

- (a) receive the report of the Honorary Treasurer
- (b) Receive and approve the company accounts for the period 1 September 2018 – 30 September 2019
- (c) Note the appointment of Hudson Macintyre LLP as the Society's auditors for the period 1 October 2018 – 31 October 2019

6 To receive the written reports of the Editors-in-Chief of the Journal of Antimicrobial Chemotherapy and JAC-Antimicrobial Resistance

7 To receive the Trustees report (including reports on meetings, education & grants)

8 Date, time and place of the next meeting

Monday March 1st, 2021, QEII Conference Centre, London

9 Any other business

Unconfirmed minutes of the meeting of the Annual General Meeting held 20 March 2019 at the International Conference Centre, Birmingham

1 Welcome and apologies for absence

The President welcomed Members to the Annual General Meeting. Apologies for absence were noted.

2 Minutes of the 2018 Annual General Meeting

The minutes of the 2018 Annual General Meeting were **RECEIVED** and **SIGNED** as a true record.

3 President's report

The President reported that his first year as President has been a busy and momentous one as the Society builds in both stature and reputation. He notified the assembly that the full activities of BSAC are represented in the Trustees report but wanted to report on highlights during his presentation. The members were reminded that BSAC is a leading influencer of responsible antimicrobial use globally, a statement recently defined by Council as part of a strategic review, and one that captures the essence of what BSAC is and has been since its establishment in 1971.

The President highlighted the seven strategic headings under which BSAC activities are undertaken, some being UK focussed, some being globally focussed or having global applicability.

The assembly noted that over the past year key achievements had included building on the early successes of Antibiotic Action as BSAC continued to raise its profile and develop working relationships with key influencers in government, across UK health administrations in addition to research and learned organisations. During the year BSAC has fed into development of UK Government's 5-year national action plan and 20-year vision on AMR, hosted several meetings of the APPG on Antibiotics and secured a Westminster Hall Debate during World Antibiotic Awareness Week. The Society has developed active working relationships with several public and private partners to push the AMR agenda forward, including the European Bank for Reconstructive Development and Aviva investors. It is hoped that BSAC can, through such partnerships, help establish an orphan funding programme that will see seed and investment funding available from the private sector for innovative interventions that improve appropriate prescribing across the globe.

The President continued by report that BSAC has, through charitable reserves, underwritten the Drug Stability Programme that will see data on drug stability in elastomeric devices published open access for the first time, improving patient safety and supporting expansion of OPAT services. Another first is the development of the Nursing AMS Forum – a place where nurses from all countries can register their details, interests and upload resources of value to themselves and others. Similar forum for vaccines, paediatrics and community prescribers are under consideration or development.

Members heard that BSAC is taking a positive and measured approach to engagement in the one health agenda and is engaging in cross sector discussions, using the society's Antibiotic Footprint logo to recognise the successes or activities of one health partners outside human health – vets, food producers, agriculture – aimed at reducing resistance by reducing or improving appropriate use on antibiotics. It is a positive relationship building approach which we hope will bear success in the future.

As in past years the Society has enjoyed an active events and meeting programme, having hosted and participated in over 30 conferences, workshops and events. Through these we have delivered education and networking to almost 2000 individuals, with the outputs of all BSAC events recorded and made available via our website. Education has been expanded beyond the meeting and events arena and the past 12 months has seen BSAC continue to develop its range of e-learning courses, all of which are open access and globally accessible. The President was proud to report that BSAC currently has learners in 37,500 locations across 139 countries, participating in our MOOCs on Antimicrobial Stewardship that have been launched in English, Russian, Spanish and Brazilian Portuguese. BSAC also launched a bespoke MOOC for Africa and closer to home worked with Public Health England to develop and online TARGET e-course to improve primary care prescribing, in addition to courses on OPAT, PPS, Gram Negative Infections and Fungal stewardship launched. Many more are in development and the pipeline. All of this was in addition to the e-Book on AMS launched at the Spring Conference last year has been downloaded and accessed via our website and shared almost 10,000 times. The President said it was enough to say we are delighted with progress in this area and will continue to expand our offerings as we move forward.

Those present heard that the Society has continued to invest time and resource into initiatives intended increase public understanding of AMR and its consequences. It is not insignificant that BSAC was invited as sole infection related society to a meeting convened by the CMO with patient facing charities such as Cancer Research UK, Cystic Fibrosis Trust and others to

look at how the profile of AMR can be raised through these charities and their patients. Discussions are ongoing. As part of its civil society agenda BSAC partnered on an innovative project – a musical about AMR. The Mould that Changed the World school version launched successfully at the National Museum of Scotland (Jun 2018), Science Museum (Jul 2018), and was an award-winning sell out at the Edinburgh Festival Fringe (Aug 2018) – securing national media coverage and the official support of all four CMOs. BSAC will continue to engage in this project which has significant potential to inform the behaviours of future generations.

Talking about the future the President reported that BSAC will continue to work hard across all areas to meet the needs of all prescribers of antimicrobials. He reported on three key events that will take the society forward and support its aspirations for professional and civil society engagement. Firstly, Council has decided to offer free membership to anyone engaging with the Society. There will still be a modest charge to access JAC, but BSAC's aim is to build a global community of members able to contribute to and help us to deliver our overarching aspirations of improving prescribing of antibiotics and ensuring their development and availability to future generations. Second, and to build on BSAC's open access ethos the Society is delighted to be launching a new open access publication at ECCMID next month. JAC-Antimicrobial Resistance is a fully open access, innovative education and research platform. You will hear more on this later in this conference. Lastly the President was delighted to announce that Angela Rippon has agreed to support BSAC and promote the need for solutions to the AMR crisis however she can. Her status both within the media and with the public will allow us to raise the profile of our work and AMR to communities within and outside of healthcare.

The President closed by thanking Officers, Members and staff for their hard work and efforts in ensuring the current and future successes of the Society.

4 Elections

Those present:

- A In accordance with articles 54 – 63 elected Sanjay Patel to serve as Meetings Secretary to serve 2019-2022
- B In accordance with Articles 47 – 53, elected the following to serve as Ordinary Members of Council 2019-2022:
- Jessica Blair, Academic Microbiologist, Birmingham
 - Naomi Fleming, Community based Pharmacist, Towcester
 - Ian Gould, Consultant Microbiologist, Aberdeen
 - Daniel Hansell, PhD Student, Durban, South Africa
 - Neil Powell, Consultant Antimicrobial Pharmacist, Cornwall
 - Sally Tipping, Lead Antimicrobial Pharmacist, Swindon
- C In accordance with Article 7, noted the names of those elected to Ordinary Membership of the Society – as detailed at the agenda.

5 Retiring members

The President thanked and paid tribute to the following members of Council for their significant contributions during their terms of office:

- Retiring Ordinary Members - Enrique Castro Sanchez, Susan Hopkins, Sanjay Patel and Tim Walsh and Susan Hopkins who resigned earlier this year due to work commitments. It was noted that Sanjay Patel re-joins Council as newly elected Officer for Stewardship and Surveillance.
- Officers – Gavin Barlow, Officer for Stewardship and Surveillance since 2016, having served a 3-year term as Ordinary Member of Council prior to that.

6 Finance report

The Honorary Treasurer presented the audited accounts for the period 1 October 2017 – 30 September 2018, reminding the assembly that the financial statements comply with the Charities Act 2011, the Companies Act 2006, the Memorandum and Articles of Association, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015).

The Treasurer reported on the appointment of new accountants since the last AGM and the accounts are assembled differently to the past year so some of the comparative figures are different.

Those present heard that it has been another largely positive financial period for society finances. During the period the overall worth of the Society grew by £700,000 (10%) to £7.8 million. This growth was due to recognised gains on our investment portfolio and an increase in income over expenditure with the operating balance shows a deficit of income over expenditure of £158k, which is largely due to an anticipated fall in designated income for surveillance activities. There are no real surprises in the accounts with income and expenditure as planned for. Taken over 2 years the Society is running at a surplus of income over expenditure of £112k. Overall the Society expended 67% of its income on charitable activities and 2% on governance (Council expenses) with the remaining 31% being the cost of generating charitable income.

The assembly noted that as in previous years Council has operated an annual budgeting and planning process and principal sources of funding were income from the Journal of Antimicrobial Chemotherapy, revenue from meetings activities in the form of delegate registration fees, sponsorship and unrestricted educational grants from Industry. Journal income for the period was £1.3 million (2016/17 - £1.35 million) and following deduction of publisher's expenses of £294k (2016/17 £296k), provided income totaling £1 million before deduction of internal costs. The Treasurer was pleased to report that this was above the guaranteed income threshold contracted for with our publishers Oxford University Press.

It was noted that Council has agreed that BSAC will, as is expected by the Charity Commission, use some of its investments to underwrite three activities. Over the next 3 years we will, if required, draw funds from investment to underwrite the Drug Stability Programme (to a maximum of £300,000), development of a new open access journal platform (to a maximum of £300,000) and invest in a capital refurbishment and remedial works programme of the BSAC headquarters, which the Society has owned for a decade but not invested in to date.

In closing the Honorary Treasurer thanked those companies and organisations who generously provided unrestricted educational grants, gifts in kind and sponsorship that enabled the Society to deliver educational benefits to its Membership and the wider antimicrobial community during the past year.

7 Report of the Editor-in-Chief

The Annual General Meeting **RECEIVED** the report of the Editor-in-Chief, the detail of which was published in the Trustees report.

8 Trustees report

The assembly **RECEIVED** and **APPROVED** the Trustees report that included reports on meetings, educations and grants in addition to the broader activities of the Society.

9 Date, time and place of the next meeting

Thursday 21 March 2019, ICC, Birmingham.

10 Any other business

There being no other business the meeting was declared closed.

Reference and administrative details of the company, its trustees and advisers for the year ended 30 September 2019

Trustees

Dr Mark Gilchrist
(Professor) Dilip Nathwani (resigned 1 December 2018)
Dr Gavin Barlow (resigned 22 March 2019)
Dr Paul Frederick Long
(Professor) Frances Kate Gould
Dr Sanjay Patel
Dr Enrique Castro-Sanchez (resigned 22 March 2019)
Professor William Hope (resigned 22 March 2019)
Mrs Carole Maureen Fry (resigned 22 March 2019)
Dr Helena Kate Parsons
Dr Jonathan Sandoe
Dr Philip Howard
Dr Michael Charles Allen
Dr Christopher Longshaw
Enas Newire
Dr Oliver Van Hecke
Dr Naomi Fleming (appointed 22 March 2019)
Daniel Hassan (appointed 22 March 2019)
Dr Jessica Blair (appointed 22 March 2019)
Professor Ian Gould (appointed 21 August 2019)
Sally Tipping (appointed 22 March 2019)
Neil Powell (appointed 22 March 2019)

Company registered number

04443910

Company registered number

1093118

Registered office

Griffin House, 53 Regent Place, Birmingham, B1 3NJ

Chief executive officer

Mrs Tracey Guise

Investment advisers

Rathbones Management Investment Ltd, 159 New Bond Street, London, W1S 2UD

Trustees' Report for the period ended 30 SEPTEMBER 2019

The Trustees present their annual report together with the audited financial statements of the company for the year 1 October 2018 to 30 September 2019. The Trustees confirm that the Annual Report and financial statements of the company comply with the current statutory requirements, the requirements of the company's governing document and the provisions of the Statement of Recommended Practice (SORP), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) as amended by Update Bulletin 1 (effective 1 January 2015).

Since the company qualifies as small under section 383, the strategic report required of medium and large companies under The Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 is not required.

Objectives and Activities

Trustees responsibilities in relation to the financial statements

The Trustees (who are also directors of British Society for Antimicrobial Chemotherapy for the purposes of company law) are responsible for preparing the Report of the Trustees (incorporating a directors' report) and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the charity and of the incoming resources and application of resources, including the income and expenditure, of the charity for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and apply them consistently;
- Observe the methods and principles in the Charities SORP;
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business.

The Trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement as to disclosure to our auditors

In so far as the Trustees are aware:

- There is no relevant audit information of which the charitable company's auditor is unaware; and
- The Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The Trustees are responsible for the maintenance and integrity of the corporate and financial information included on charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislations in other jurisdictions.

Reference and administrative details

The British Society for Antimicrobial Chemotherapy is both a company limited by guarantee (Registered Company 4443910) and a registered charity (Registered Charity 1093118). It was incorporated on 21 May 2002, having operated as an unincorporated charity since being founded in 1971. The principal and registered address of the Charity is Griffin House, 53 Regent Place, Birmingham, B1 3NJ.

The names of the Trustees at the date of approval of the report, and the names of those who served during the financial year are:

1 October 2018 – 30 September 2019

Mr Philip Howard, Consultant Pharmacist, Leeds General Infirmary, Leeds

Mr Mark Gilchrist, Consultant Pharmacist, Imperial College London

Dr Paul Long, Reader in Pharmacology, Kings College London, London

Professor Frances Kate Gould, Consultant Microbiologist, Freeman Hospital, Newcastle upon Tyne

Dr Jonathan Sandoe, Associate Clinical Professor Microbiology, Leeds

Dr Helena Parsons, Consultant Microbiologist, Sheffield

Dr Sanjay Patel, Consultant Infectious Diseases Pediatrician, Southampton General Hospital, Southampton
 Enas Newire, PhD Student, London
 Michael Allen, Medical Affairs, Merck Inc
 Oliver Van Hecke, Academic General Practitioner, London

1 October 2018 – 12 March 2019

Dr Gavin Barlow, Infectious Diseases Consultant, Hull & East Yorkshire Hospitals NHS Trust
 Professor Dilip Nathwani, Consultant Physician, Ninewells Hospital and Medical School, Dundee
 Dr Enrique Castro-Sanchez, Researcher, Imperial College, London
 Mrs Carole Fry, Strategic Lead AMR, Department of Health, London
 Professor William Hope, Professor of Antimicrobial Pharmacodynamics and Therapeutics, University of Liverpool, Liverpool
 Dr Susan Hopkins, Honorary Clinical Senior Lecturer, Imperial College London
 Dr Timothy Walsh, Professor of Medical Microbiology, Cardiff University, Cardiff

13 March 2019 – 30 September 2019

Dr Jessica Blair, Academic Microbiologist, Birmingham
 Dr Naomi Fleming, Community based Pharmacist, Towcester
 Professor Ian Gould, Consultant Microbiologist, Aberdeen
 Mr Daniel Hansell, PhD Student, Durban, South Africa
 Mr Neil Powell, Consultant Antimicrobial Pharmacist, Cornwall
 Mrs Sally Tipping, Lead Antimicrobial Pharmacist, Swindon

The name of the Society's Chief Executive Officer, the senior staff member to whom the trustees delegate day-to-day management of Society affairs, is Mrs Tracey Guise.

The names and addresses of the Society bankers, accountants, investment advisers and solicitors are recorded below:

Bankers

Lloyds-TSB
 Colmore Row
 Birmingham, B3 3BP

Accountants

MacIntyre Hudson LLP
 Peterbridge House, The Lakes
 Northampton, NN4 7HB

Investment advisers

Rathbones Management Investment Ltd
 159 New Bond Street
 London, W1S 2UD

Solicitors

Hempsons Solicitors
 20 Embankment Place
 London, WC2N 6NN

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The governing document is the Memorandum and Articles of Association (MAA) that is regularly reviewed by Council. The Society Regulations further define the MAA. These documents are published on the Society website.

Election of Trustees

Elected Members of Council act as Trustees and Directors of the Society. The procedure for the election of Trustees is set down in the Articles of Association and further defined by the Regulations. In summary, Council comprises Ordinary Members of Council who are elected by an open process of nomination and, when nominations exceed the number of vacancies, by postal ballot of the Membership; this ballot is conducted by the Electoral Reform Services and Officers of the Society who are elected by Council.

Induction of Trustees

An internal induction programme for Trustees exists. Trustees receive an induction pack that includes information on the statutory responsibilities of Trustees and directors, structure of the Society and time commitment/duties of a Trustee. At the time of appointment Trustees are required to confirm their eligibility to serve as a Trustee and complete a declaration of interests form for inclusion on the Society Declaration of Interests Register. In addition, the Society offers the opportunity for all newly appointed and existing Trustees to attend training courses on the roles and responsibilities of Trustees. The cost of these courses is met by the Society.

Pay policy for staff

The pay of the senior staff is reviewed annually by Remuneration Committee that comprises senior officers of the society and normally increased in accordance with average earnings. In view of the nature of the charity, the directors benchmark against pay levels in other not for profit organisations and learned societies. The remuneration benchmark is the mid-point of the range paid for similar roles with a single salary scale allowing for salary adjustments for any additional responsibilities. During the past year

the Remuneration Committee received, considered and made their decisions regarding salary supported by the results of a salary survey conducted by the Professional Associations Research Network.

ORGANISATIONAL STRUCTURE AND DECISION MAKING

The Council meets three times annually to consider statutory and financial business and to determine policy for the charity. Standing Committees are overseen by elected Officers and are each responsible for a major area of BSAC activity. Each of the Standing Committees has delegated authority to carry out work agreed by Council and each report its activities back to Council. Details of the overarching structure, composition and remit of each Committee are published on the Society website.

RISK MANAGEMENT

The Trustees acknowledge their responsibility to assess and manage the risks that the Society faces or might face in future. A consolidated risk register, developed using Charity Commission guidance, is maintained by the Society. Officers and senior staff are required to identify and analyse risks relevant to their responsibilities, assess risks according to their likely occurrence and impact and report on procedures that are in place to manage the risks. The risk management process is overseen and reviewed by Council. To minimise conflicts of interest, the Society maintains a Register of Interests. Those appointed to act on behalf of the Society (Trustees, Chairs of working parties, editors, referees, etc.) are required to complete a declaration of interests' form, which is recorded centrally at BSAC HQ. Details about the risk register are published on the Society website. There was a full review and update of the risk register and transparency declarations in 2014 and both registers are updated on an annual and ongoing / as required basis.

REVIEW OF OBJECTIVES, ACTIVITIES, ACHEIVEMENTS AND PERFORMANCE

Objectives

The purpose of the BSAC, as described by the objects of the Society is to "facilitate the acquisition and dissemination of knowledge in the field of antimicrobial chemotherapy."

Between October and January of each year Council agrees a programme of work and a budget for the forthcoming year. This programme of work includes a range of educational, meetings, grant giving and other activities that are in accordance with, and aimed at furthering, the objects of the Society.

During the year Council referenced, adjusted and worked towards fulfilment of its agreed strategic framework for 2019-2021. The strategic framework includes mission statements, key messages and desired deliverables relevant to the current agreed objectives of the society. The aim of the strategic framework and timetable is to enable all elected officers and Council Members the opportunity to be actively involved in setting the agenda for the future, without having undue influence over it, and regularly measuring progress and outcomes against it.

Public benefit

The Trustees have read the guidance on public benefit provided by the Charity Commission. The Society ensures that its activities are as far as possible to the public benefit by ensuring patient/public involvement and the development of educational initiatives directly aimed at members of the public. During the past year Dr Nicholas Brown served as the BSAC Director for Professional and Public Engagement, serving as a co-opted member of Council and overseeing the work of the All Party Parliamentary Group on Antibiotics and the advocacy work it undertakes to raise the profile of antimicrobial resistance within civil society.

Grants

Trustees and the Grants Committee go to great lengths to obtain due diligence in the refereeing of grant applications and continues to support its policy of only supporting those applications that are of a high standard. To ensure that the grant award process is as transparent as possible, the Society has developed Standard Operational Procedures for Grants that are regularly reviewed and updated.

The Grants Committee met once during the year and awarded the following grants:

Research Grants

University of Padua, Italy. Sum awarded: £50,000. Development of potent and broad-spectrum anti-influenza compounds that act by a novel mechanism and possess a high genetic barrier to drug resistance for antiviral therapy against drug-resistant influenza viruses.

Brunel University London, UK. Sum awarded: £49,993.68. Developing open source genetic tools to screen for next generation antibiotic resistance breakers in *Acinetobacter baumannii*.

Project Grants

Amsterdam Institute for Global Health and Development, The Netherlands. Sum awarded: £15,000 Antibiotic susceptibility regulated by phase variation in *Streptococcus suis*.

Vacation Scholarships

Institute of Structural and Molecular Biology, Biological Sciences, Birkbeck, University of London, UK. Sum awarded (10-week scholarship): £3,200. Investigating molecular mechanism(s) of Carprofen's antitubercular specific action, potentially to re-purpose Non-steroidal anti-inflammatory drug (NSAID)s in tackling tuberculosis (TB).

University of Reading, UK. Sum awarded (8-week scholarship): £2,660. Investigating the effect of cellular thiols on the antimicrobial properties of silver.

Travel Grants

Three travel grants totalling £7,428 were awarded to six individuals to attend international conferences in Europe and the USA during this period.

Education

During 2018-19 the Society continued to support the development of clear and well-funded initiatives in education that are designed to support the education and training needs of clinicians, junior doctors, scientists and technicians, in addition to allied health professionals and that are of wider benefit to the public. The Society continued to promote the first global Massive Open Online Course on Antimicrobial Stewardship (MOOC-AS) which was developed in partnership with the University of Dundee and develop a wide portfolio of open access e-learning courses in English and translated languages. The BSAC virtual learning hub was developed www.bsac-vle-com and the courses provided have attracted over 110,000 active learners from 6 continents and 135 countries across the globe.

Workshops

Throughout the period the Society worked on the organisation of the 24th series of Regional Educational Workshops, the topic of which was the partnership of AMS & IPC – Stewarding new antimicrobials & IPC practices. The workshops were hosted between October and December 2019 and were run collaboratively with the Healthcare Infection Society and British Infection Association, with input from the Infection Prevention Society and the United Kingdom Clinical Pharmacy Association. The cost of hosting the series was supported by all three societies. The workshops, held at 10 locations across the UK and Ireland, were free for society members to attend.

Web-based educational resources

During the period the Society maintained the range of educational resources available via its website. These include:

Webcasts and PowerPoint slide sets: This facility increases the number of individuals able to benefit from the Society's educational programmes and provides valuable learning materials for those unable to attend meetings in person.

Education around antimicrobial prescribing remains as one of the key strategies for supporting antimicrobial stewardship activities, and both resources and other e-learning modules aim to educate and empower health care professionals to provide high quality and safe infection prevention and management across healthcare communities that will enhance the health of the populations they serve.

The Society also developed an open access repository of peer review and non-peer review resources to support health care professionals across the globe to support the World Health Organisation global action plan on antimicrobial resistance.

Susceptibility Testing

The Society continued to support the United Kingdom contribution to the European Antimicrobial Susceptibility Testing methodology – EUCAST and underwrote a service provision contract in this area with Public Health Wales. This activity fulfils the three-main charitable objective headings as the Society educates health professionals in susceptibility testing methodology, communicates outputs to the Membership and wider profession and undertakes research to ensure the European methodology is accurate and continually updated.

Resistance Surveillance

In collaboration with the Public Health England and Industry, the Society continued to support the UK national programmes of antibiotic resistance surveillance (respiratory & bacteraemia). The results of the surveillance programme are freely available

to members and the wider community via a web-based database and provide valuable information to those involved in the field. In addition, the Society has amassed a library of over 50,000 isolate strains which are made available at cost price to the international research community. The Society implemented revised contractual arrangements for the supply of isolates to academic and commercial contractors, primarily for use in research projects.

As in the previous year and as part of standard practice, the Society continued to review the outputs and finances of the Resistance Surveillance programme project and agreed new financial basis under which the programme will continue. The contracts set out the terms and conditions under which isolates are supplied and offer provision for the Society to benefit from any commercialization of both foreground and background IPR. The Society, having been mindful for several years of the financial vulnerability of the programme, looked at the future of the programme during the year and is developing an options appraisal for its continuance or cessation beyond 2020.

Outpatient Parenteral Antimicrobial Therapy (OPAT)

The Society published on a dedicated website the outputs of its Outpatient Parenteral Antimicrobial Therapy (OPAT) project, which supports establishing treatment services for serious infections in the home environment. The Society continued to support, through meetings and provision of free at point of use resources, the development and implementation of services within the UK. The programme established an open access Drug Stability initiative during the year, committing £300,000 of charitable funding to underwrite the programme which will provide open access data on the stability of medicines in elastomeric devices, data currently not openly available to the field. During the year the strategy for 2019-2021 was developed, informed by the requirements and input of those attending its annual conference and regional workshops. Details of all work in progress can be reviewed at www.e-opat.com.

Meetings

The Society hosted and/or participated in many national and international meetings during 2018-19, including:

The 16th Antibiotic Resistance and Mechanisms Workshop held in November 2018. This remains a premier event in the society's calendar and offers members of the UK community researching mechanisms of antimicrobial resistance the opportunity to meet to consolidate and extend the expertise held within individual laboratories in the United Kingdom. As in previous years, the workshop provided a much-needed forum to allow the sharing of knowledge between all grades of researchers, including PhD students and technicians. The Society continued to underwrite the cost of PhD students, early career researchers and trainees.

The Society participated in International Conferences on Antimicrobial Stewardship in Russia, Africa, Brazil and India to share and advance knowledge and skills for running successful hospital-based stewardship programs and is planning likewise events for the forthcoming year in Kenya, Middle East and North Africa region.

The Spring Conference was held in Birmingham in March 2019 and was attended by 260 delegates. The Annual General Meeting was held as part of this event.

All Society organized meetings are accredited for Continuing Professional Development under the statutory scheme operated by the Royal College of Pathologists, and when appropriate, the Royal College of Physicians of London. The Society is required, as part of this process, to issue evaluation questionnaires for each event. The responses provided by these anonymous returns allow the Society to monitor the effectiveness of its activities in this area and enables measures for improvement to be introduced.

Guideline Development Groups

The Society supports several guideline development groups that are charged with producing evidence-based guidance within the field of antimicrobial chemotherapy. Details of guideline development groups are published on the Society website, as are details of the publications produced by them. These publications are subject to a process of national consultation and are primarily published in peer-review journals, thus assisting to ensure that working party outputs are scientifically / academically credible and reach the audiences for whom they are intended. It was agreed during the year that the future focus would be on promoting the evidence based guidance produced by others internationally, with the Society investing and focussing on the development of Good Practice Recommendations where required, these being highly used and less labour and cost intensive to produce.

BSAC International

Despite its "British" title the Society has an international membership and its peer review journal is internationally recognised and renowned. This is also reflected in the activities undertaken by the Society, many of which influence not only UK practice but also contribute to the shaping of international practice, opinion and research. The Society continued to regularly liaise with peer organisations across the globe and, as in recent years, strengthened its alliances through the OPAT, Antibiotic Action and Quality Improvement initiatives amongst others and now its global Massive Open Online Course on Antimicrobial Stewardship.

During the period the Society hosted sessions and/or supported speakers at many international meetings and developed collaborative relationships with several external groups such as the European Wound Management Association, Indian Association of Medical Microbiologists, Centre for Infectious Diseases, Research and Policy (US based) and the Infection Control Africa Network. Full details of collaborative relationships are published on the BSAC website.

Public facing activities

Council continued to fulfil its aim of improving public education about infection prevention and appropriate use of antibiotics through a range of activities.

During the period the Society continue to advocate the use of the e-Bug educational website that contributes to national and Europe-wide curricula for primary school children. In addition the Society funded the development of Mould the Musical, both school and professional versions. School versions premiered in Scotland and London and the professional version enjoyed an award-winning sell-out run at the Edinburgh Fringe. Plans to roll the school play out to 50+ schools in Cornwall and across Scotland are ongoing.

The Society continued to serve as secretariat to the All-Party Parliamentary Group on Antibiotics and the group continues to ensure that the topics of antibiotic discovery, development, and resistance receive the political interest required to ensure current and future action.

Communication

The Society continues to communicate with its membership via many different media, including the journal, email, website, newsletters and scientific meetings. The Society's websites remain one of the primary routes through which BSAC communicates with the membership and wider community. The sites are open to Members and non-Members alike and provide visitors with easy access to resources on antimicrobial chemotherapy and its allied fields. BSAC continues to recognise the importance of, and extend its reach via, social media outlets such as Twitter and Facebook and used viral networking opportunities, such as Thunderclap, to deliver messages about appropriate use of antibiotics to public audiences.

Working with others

The Society's relationships with its sister organisations, industry and government are key in ensuring the successful delivery the Society's agenda. The Society continued to work with many organisations that operate under the umbrella of the Federation of Infection Societies, sharing agenda and meetings wherever possible to streamline activities and reduce costs of delivering increased benefits to greater numbers of people. The Society is also a partner in the Learned Societies Partnership LeSPAR.

During this period the Society worked with a range of external organisations, including peer group societies, governmental agencies, pharmaceutical companies and allied health groups within the UK, Europe and rest of the world. The Society continued to develop its relationships with pharmacists, infection control specialists and surgeons, all of whom now are actively involved in the development of meetings and educational events and closer collaboration with nursing colleagues in fulfilment of its stated aims. Through the inclusion of all relevant stakeholders in its activities BSAC continues to ensure that there is a unified voice on infection prevention, detection and management in the UK.

The Society is mindful of the need to engage meaningfully with patients to take on board their views and meet their needs. To help support this aspiration the Society continues to support an observer role on Council to represent patient needs; the person appointed has had direct professional experience in the field of infection management in addition to having served as Vice President of the Patients Association in the recent past. The Society also has co-opted a veterinary professional to represent and advice on non-human uses of antimicrobials.

JAC-Antimicrobial Resistance

The Society launched a new fully open access journal during the year - JAC-Antimicrobial Resistance (JACAMR) is a new fully open access journal from the British Society for Antimicrobial Chemotherapy. The education component of JAC-AMR is an innovative online repository for educational resources intended to support learning and increase knowledge about antimicrobial stewardship practice, antimicrobial resistance, behaviour change and more, for a worldwide audience. The research component will publish clinically oriented opinions, reviews and original articles that advance the science and knowledge of antimicrobial resistance, stewardship and use relating to antibacterial, antifungal, antiviral and antiprotozoal agents. The Journal publishes primarily in human medicine, but articles in veterinary medicine will be considered, provided they fall within the scope of a regional or global 'one health' approach to antimicrobials.

Journal of Antimicrobial Chemotherapy

The Journal continues to be recognized as a leader in its field and is one of the major routes by which the Society fulfils its

educational objectives to disseminate information about antimicrobial chemotherapy. The Journal has continued its policy of publishing BSAC Guideline Development Group reports and systematic reviews of topics in the area of antimicrobial therapy, with a view to promoting the practice of evidence-based medicine.

The Journal content becomes freely available on-line 12 months after publication, thus benefiting the profession and consumers alike. During the year the Society worked on development of a second Journal title – JAC-Antimicrobial Resistance, which will be a fully open access research journal and educational platform. Innovative in approach and design the platform will be launched during the next year and will provide a second peer review platform for extending reach and benefits to the healthcare professional community and scientists.

Other significant matters

The Society remained in negotiation with an academic institution regarding commercialisation of Intellectual Property arising from research work funded by a grant provided by the Society. Discussions remain ongoing; with a provisional agreement reached on a percentage income share for the Society should commercialisation proceed. The over-riding principle during discussions was to not commit the Society to additional financial outlay or risk whilst ensuring a fair and appropriate return is possible, as outlined in the terms and conditions for the award of peer review grant funding. Discussions did not conclude during the past year and remain ongoing.

The Society continued to work towards diversification of income streams during this period, to reduce risk of reliance on income from the journal and continued to review its supplier base to ensure best value for money and ensure spread of risk.

The Council of the Society agreed to invest in a refurbishment of its HQ building at 53 Regent Place to provide a business headquarters that better reflects the tone, tenor and operation of the Society, provide improved flexible and IT enabled meetings spaces and working environment for staff and visitors. Once refurbished the building will also provide disabled access and disabled accessible facilities.

Financial review

The audited accounts for the period 1 October 2018 – 30 September 2019 are included in this report.

The Society remains financially sound and to maintain this position, Trustees continued to review the Society's financial planning and budgeting procedures, as defined in the financial standing orders. The Society adheres to the principles for expenditure and expense claim guidance that is published on the BSAC website. In 2018-19 the Society continued to operate an annual budgeting and planning process, which was overseen and approved by Council, and as of this period built according to the new governance structure.

During the period the principal sources of funding were income from the Journal of Antimicrobial Chemotherapy, Membership Subscriptions and revenue from meetings activities in the form of delegate registration fees and unrestricted educational grants from Industry. Income from the external publishers of the Journal of Antimicrobial Chemotherapy was £1,503,302 less external publisher's expenses £432,357 realising net income of £1,070,945 before additional in-house editorial costs.

The Society is very grateful to several pharmaceutical companies that generously provided unrestricted educational grants that enabled the Society to deliver educational benefits through meetings to delegates at greatly reduced, or complimentary, rates.

As planned, Council spent £395,629 from the restricted funds, the majority of which was expended on the Society's public engagement programme.

The general fund is largely represented by the investment portfolio, which performed well in a difficult market with realised and unrealised gains of £222,720. The Society developed revised contractual arrangements for the supply of isolates to academic and commercial contractors, primarily for use in research projects. The Trustees intend to retain the investment portfolio to generate income that will support the long-term fulfilment of the Society's charitable objectives.

To ensure compliance with the law as established by the Bribery Act 2010, Council has developed and approved an Anti-Bribery Policy Statement, a copy of which is published on the Society website.

Council remains mindful of the need to ensure funds are dispersed in furtherance of its aims through a range of charitable activities. The Society now has restricted funds for future allocation of funds to grant, education and meeting activities. Further, the Society has a restricted fund through which it supports the national programme of resistance surveillance.

Council has charged itself with continuing to examine the range of general, designated and restricted funds it holds to ensure that monies are transferred and dispersed on grants, resistance surveillance, and education and meetings activities in an appropriate and timely fashion.

Investments

The Society investment portfolio is managed by Rathbones Management Investments Ltd, with whom Officers of the Society meet on an annual basis to review and discuss future policy for Society investments. Target income from investments is set at £100,000pa.

The charity's investments are managed according to the powers defined by the Memorandum and Articles of Association. A balanced investment portfolio is maintained, and the investment advisers have been charged with increasing income from investments whilst protecting the capital value of the fund, this being the policy position of Council. The Society has placed certain restrictions on the way in which the fund is managed, including precluding investments in named pharmaceutical companies to ensure conflicts of interest, perceived or real, do not arise.

Reserves

The Trustees' policy is to maintain a level of free reserves equivalent to not less than 24 months expenditure and aim to have a reserve for 36 months expenditure. This policy would enable the Society to remain operational for between 24-36 months (estimated at £3.5 million against total free reserves of £6,899,183) and fulfil its commitments in terms of grants, education and meetings activities, some of which are subject to a 3- year planning / completion cycle.

The future

The Trustees remain confident that the Society is, through the activities described in this report, meeting and furthering the aims and objectives of the Society. Through careful planning and collaboration with the Membership and relevant external organisations, Trustees will continue to deliver and develop these activities.

The Trustees have a reasonable expectation that the charity will continue in operational existence for the foreseeable future and have, therefore, used the going concern basis in preparing the financial statements.

TRUSTEES' RESPONSIBILITIES STATEMENT

The Trustees (who are also directors of British Society for Antimicrobial Chemotherapy for the purposes of company law) are responsible for preparing the Trustees' report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Trustees to prepare financial statements for each financial year. Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are Trustees at the time when this Trustees' report is approved has confirmed that:

- so far as that Trustee is aware, there is no relevant audit information of which the charitable company's auditor is unaware, and
- that Trustee has taken all the steps that ought to have been taken as a Trustee in order to be aware of any relevant audit information and to establish that the charitable company's auditor is aware of that information.

This report was approved by the Trustees, on and signed on their behalf by:

Dr Christopher Longshaw

Trustee

Independent Auditors' report to the members of British Society for Antimicrobial Chemotherapy

OPINION

We have audited the financial statements of British Society for Antimicrobial Chemotherapy (the 'charitable company') for the year ended 30 September 2019 set out on pages 17 to 34. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice). In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 30 September 2019 and of its incoming resources and application of resources, including its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Charities Act 2011.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the charitable company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

OTHER INFORMATION

The Trustees are responsible for the other information. The other information comprises the information included in the Annual report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Charities (Accounts and Reports) Regulations 2008 requires us to report to you if, in our opinion:

- the information given in the Trustees' report is inconsistent in any material respect with the financial statements; or
- sufficient accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the Trustees' responsibilities statement, the Trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

We have been appointed as auditor under section 144 of the Charities Act 2011 and report in accordance with the Act and relevant regulations made or having effect thereunder.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

USE OF OUR REPORT

This report is made solely to the charitable company's trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the charitable company's trustees those matters we are required to state to them in an Auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and its trustees, as a body, for our audit work, for this report, or for the opinions we have formed.

Elaine Olson-Williams FCCA**MHA MacIntyre Hudson**

Chartered Accountants
Statutory Auditors

Peterbridge House
The Lakes
Northampton
NN4 7HB

Date:

MHA MacIntyre Hudson is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006.

Statement of financial activities (incorporating an income and expenditure account) for year ended 30 September 2019

	Note	Unrestricted funds 2019 £	Restricted funds 2019 £	Total funds 2019 £	Total funds 2018 £
INCOME FROM:					
Donations and legacies	2	240,870	-	240,870	193,290
Charitable activities	2	1,994,906	487,999	2,482,905	2,207,386
TOTAL INCOME		2,235,776	487,999	2,723,775	2,400,676
EXPENDITURE ON:					
Raising funds		25,391	-	25,391	29,634
Charitable activities		1,913,670	395,629	2,309,299	2,509,363
TOTAL EXPENDITURE	6	1,939,061	395,629	2,334,690	2,538,997
NET INCOME / (EXPENDITURE) BEFORE INVESTMENT GAINS		296,715	92,370	389,085	(138,321)
Net gains on investments		222,720	-	222,720	208,667
NET INCOME / (EXPENDITURE) BEFORE RECOGNISED GAINS AND LOSSES		519,435	92,370	611,805	70,346
NET MOVEMENT IN FUNDS		519,435	92,370	611,805	70,346
RECONCILIATION OF FUNDS:					
Total funds brought forward		7,495,876	265,643	7,761,519	7,691,173
TOTAL FUNDS CARRIED FORWARD		8,015,311	358,013	8,373,324	7,761,519

The notes on pages 21 to 34 form part of these financial statements.

Balance sheet as at 30 September 2018

	Note	£	2019 £	£	2018 £
FIXED ASSETS					
Tangible assets	9	651,128		683,643	
Investment property	10	465,000		465,000	
Total tangible assets			1,116,128		1,148,643
Investments	11		5,503,921		5,197,915
			<u>6,620,049</u>		<u>6,346,558</u>
CURRENT ASSETS					
Debtors	12	541,652		188,435	
Investments	13	303,330		407,280	
Cash at bank and in hand		1,440,693		1,380,093	
		<u>2,285,675</u>		<u>1,975,808</u>	
CREDITORS:					
amounts falling due within one year	14	(532,400)		(560,847)	
NET CURRENT ASSETS			<u>1,753,275</u>		<u>1,414,961</u>
NET ASSETS			<u>8,373,324</u>		<u>7,761,519</u>
CHARITY FUNDS					
Restricted funds	15		358,013		265,643
Unrestricted funds	15		8,015,311		7,495,876
TOTAL FUNDS			<u>8,373,324</u>		<u>7,761,519</u>

The company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the year in question in accordance with section 476 of the Act. However, an audit is required in accordance with section 144 of the Charities Act 2011.

The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

The financial statements were approved and authorised for issue by the Trustees on 21 March 2019 and signed on their behalf, by:

Dr Christopher Longshaw

Trustee

The notes on pages 20 to 34 form part of these financial statements.

Statement of cash flows for the year ended 30 September 2019

	Note	2019 £	2018 £
CASH FLOWS FROM OPERATING ACTIVITIES			
Net cash used in operating activities	17	(71,841)	173,139
CASH FLOWS FROM INVESTING ACTIVITIES			
Dividends, interest and rents from investments		121,810	129,602
Proceeds from sale of investments		806,569	1,128,675
Purchase of investments		(899,888)	(788,842)
NET CASH PROVIDED BY INVESTING ACTIVITIES			
		28,491	469,435
CHANGE IN CASH AND CASH EQUIVALENTS IN THE YEAR			
Cash and cash equivalents brought forward		1,787,373	1,144,799
CASH AND CASH EQUIVALENTS CARRIED FORWARD			
	18	1,744,023	1,787,373

The notes on pages 21 to 34 form part of these financial statements.

Notes to the financial statements for the year ended 30 September 2019

1. ACCOUNTING POLICIES

1.1 General information

The British Society for Antimicrobial Chemotherapy is a private limited company limited by guarantee and domiciled in England and Wales. Registered company number 04443910 and charity number 1093118.

The registered office is Griffin House, 53 Regent Place, Birmingham, B1 3NJ.

1.2 Basis of preparation of financial statements

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

British Society for Antimicrobial Chemotherapy meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

1.3 Company status

The company is a company limited by guarantee. The members of the company are the Trustees named on page 1. In the event of the company being wound up, the liability in respect of the guarantee is limited to £1 per member of the company.

1.4 Income

All income is recognised once the company has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably.

Donated services

No value has been attributed as amounts involved, where an objective value can be determined, are not material.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the Statement of Financial Activities.

Quoted investments and investment property

Quoted investments are stated at market value at the period end. Gains and losses on disposal and revaluation of investments are charged or credited to the SOFA. Investment properties are revalued annually and the aggregate surplus or deficit is transferred to the revaluation reserve, therefore no depreciation is provided in respect of investment properties. The Trustees consider that, because these properties are not held for consumption but for their investment potential, to depreciate them would not give a true and fair view.

1.5 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use.

Governance costs are those incurred in connection with administration of the company and compliance with constitutional and statutory requirements.

Costs of generating funds are costs incurred in attracting voluntary income, and those incurred in trading activities that raise funds.

Charitable activities and Governance costs are costs incurred on the company's operations, including support costs and costs relating to the governance of the company apportioned to charitable activities.

1.6 Tangible fixed assets and depreciation

All assets costing more than £1,000 are capitalised.

Tangible fixed assets are carried at cost, net of depreciation and any provision for impairment. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold property (exc. land)	-	2% straight line
Long-term leasehold property	-	2% straight line
Computer and other equipment	-	25% straight line

1.7 Investments

Fixed asset investments are a form of financial instrument and are initially recognised at their transaction cost and subsequently measured at fair value at the Balance sheet date, unless fair value cannot be measured reliably in which case it is measured at cost less impairment. Investment gains and losses, whether realised or unrealised, are combined and shown in the heading 'Gains/(losses) on investments' in the Statement of financial activities incorporating income and expenditure account.

1.8 Interest receivable

Interest on funds held on deposit is included when receivable and the amount can be measured reliably by the company; this is normally upon notification of the interest paid or payable by the Bank.

1.9 Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

1.10 Cash at Bank and in hand

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

1.11 Liabilities and provisions

Liabilities are recognised when there is an obligation at the Balance sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably. Liabilities are recognised at the amount that the company anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide. Provisions are measured at the best estimate of the amounts required to settle the obligation. Where the effect of the time value of money is material, the provision is based on the present value of those amounts, discounted at the pre-tax discount rate that reflects the risks specific to the liability. The unwinding of the discount is recognised within interest payable and similar charges.

1.12 Financial instruments

The company only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

1.13 Fund accounting

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the company and which have not been designated for other purposes.

Designated funds comprise unrestricted funds that have been set aside by the Trustees for particular purposes. The aim and use of each designated fund is set out in the notes to the financial statements.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the company for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

2. INCOME FROM DONATIONS AND LEGACIES

	Unrestricted funds 2019 £	Restricted funds 2019 £	Total funds 2019 £	Total funds 2018 £
Voluntary income: subscriptions	13,337	-	13,337	26,539
Investment income	121,810	-	121,810	129,602
Rental income	27,146	-	27,146	27,552
Sundry income	78,577	-	78,577	9,597
	<u>240,870</u>	<u>-</u>	<u>240,870</u>	<u>193,290</u>
Total donations and legacies	<u>240,870</u>	<u>-</u>	<u>240,870</u>	<u>193,290</u>
Total 2018	<u>193,290</u>	<u>-</u>	<u>193,290</u>	

3. INCOME FROM CHARITABLE ACTIVITIES

	Unrestricted funds 2019 £	Restricted funds 2019 £	Total funds 2019 £	Total funds 2018 £
Education	491,604	18,266	509,870	333,892
Communications	1,503,302	187,893	1,691,195	1,621,212
Research	-	281,840	281,840	252,282
	<u>1,994,906</u>	<u>487,999</u>	<u>2,482,905</u>	<u>2,207,386</u>
Total 2019	<u>1,994,906</u>	<u>487,999</u>	<u>2,482,905</u>	<u>2,207,386</u>
Total 2018	<u>1,832,537</u>	<u>374,849</u>	<u>2,207,386</u>	

EDUCATION

	2019 £	2018 £
MOOC-AS including translations	5,918	82,681
Drive AB	18,266	14,534
OPAT	60,202	5,012
Spring Meeting	78,957	97,065
Residential Workshops	24,283	27,577
Susceptibility User Group Days	7,920	2,687
Antibiotic Action	5,696	5,392
Antibiotic Residence Mechanisms Workshop	7,389	11,608
Other meetings/workshops	963	4,174
Regional Educational Workshops	32,805	26,072
V Learning	617	13,993
Stewardship and Surveillance	248,354	43,097
Drug Stability	18,500	-
	<u>509,870</u>	<u>333,892</u>
Total	<u>509,870</u>	<u>333,892</u>

COMMUNICATION

	2019	2018
	£	£
Income arising from the society journal and supplements	1,503,302	1,453,024
Resistance surveillance income (40% of total)	187,893	168,188
	<u> </u>	<u> </u>
Total	1,691,195	1,621,212
	<u> </u>	<u> </u>

RESEARCH

	2019	2018
	£	£
Resistance surveillance income (60% of total)	281,840	252,282
	<u> </u>	<u> </u>

4. DIRECT COSTS

	Education	Communications	Research	Total	Total
	£	£	£	2019	2018
	£	£	£	£	£
Meetings	212,080	-	-	212,080	303,651
Sensitivity testing	-	-	69,865	69,865	67,354
Resistance surveillance	-	-	395,629	395,629	501,025
Journal - editorial fees	-	107,025	-	107,025	115,658
Journal - editorial board	-	21,370	-	21,370	31,042
Journal - direct publishing	-	303,962	-	303,962	296,467
Research grants	-	-	86,513	86,513	224,247
Working parties	-	-	3,096	3,096	13,516
Stewardship surveillance	34,420	-	-	34,420	89,088
FCO / MOOC projects	8,488	-	-	8,488	58,207
Staff training	515	2,220	-	2,735	1,080
Miscellaneous	-	(390)	-	(390)	-
Grants committee	434	-	719	1,153	1,305
Other indirect costs	53,517	53,515	53,516	160,548	150,839
Wages and salaries	156,606	156,606	156,605	469,817	423,455
National insurance	17,058	17,058	17,057	51,173	45,815
Pension costs	52,402	52,402	52,401	157,205	135,489
E Learning	24,099	-	-	24,099	460
NORS	4,675	-	-	4,675	9,700
Antibiotic DB	190	-	-	190	413
Drug Stability	106,000	-	-	106,000	-
AMS journal expense	-	-	-	-	198
	<u> </u>				
Total 2019	670,484	713,768	835,401	2,219,653	2,469,009
	<u> </u>				
Total 2018	714,398	695,591	1,059,020	2,469,009	
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	

Other indirect allocated costs

Other indirect allocated costs principally comprise of professional fees, computer costs, premises and accommodation costs of the Society's Headquarters.

Wages, national insurance and pension costs

It has been decided, following an increase in core staff, that staffing costs will from 2017-18 onwards be split equally across the three charitable objective headings of research, communication and education.

Stewardship surveillance

This figure includes expenditure on Drug Stability Programme; OPAT Conference 2018; PPS and OPAT software development, AMR events and workshops.

EDUCATION - MEETINGS

	2019	2018
	£	£
Educational workshops	26,492	13,160
Spring meeting	74,652	113,474
Antibiotic resistance and mechanisms workshop	24,520	17,522
FIS	6,604	45,297
ECCMID	41,348	33,560
Antibiotic action	-	153
Educational translations	-	29,721
IPS conference	-	15
Conference	14,330	7,666
Festivals	-	42,469
ICAN	-	282
Society event	-	332
OPAT Conference	24,134	-
	<u>212,080</u>	<u>303,651</u>

RESEARCH GRANTS

	2019	2018
	£	£
Travel grants	420	15,263
Phd Studentships	48,526	(7,695)
Project grants	(11,108)	68,283
Research grants	42,815	141,995
Vacation grants	-	5,860
Overseas scholarship	5,860	541
	<u>224,247</u>	<u>130,354</u>

5. GOVERNANCE COSTS

	Unrestricted funds	Restricted funds	Total funds	Total funds
	2019	2019	2019	2018
	£	£	£	£
Auditors' remuneration	21,914	-	21,914	23,034
Travel	67,732	-	67,732	17,320
	<u>89,646</u>	<u>-</u>	<u>89,646</u>	<u>40,354</u>

6. ANALYSIS OF EXPENDITURE BY EXPENDITURE TYPE

	Other costs 2019 £	Total 2019 £	Total 2018 £
Expenditure on investment management	25,391	25,391	29,634
Costs of raising funds	25,391	25,391	29,634
Education	670,484	670,484	714,398
Communications	713,768	713,768	695,591
Research	835,401	835,401	1,059,020
Charitable activities	2,219,653	2,219,653	2,469,009
Expenditure on governance	89,646	89,646	40,354
Total 2019	2,334,690	2,334,690	2,538,997
Total 2018	2,538,997	2,538,997	

7. NET INCOME/(EXPENDITURE)

This is stated after charging:

	Total 2019 £	Total 2018 £
Depreciation of tangible fixed assets: - owned by the charity	32,515	34,443
Auditor's remuneration - audit	21,914	23,034

8. STAFF COSTS

The average number of persons employed by the company during the year was as follows:

	2019 No.	2018 No.
Employees	12	12

The number of higher paid employees was:

	2019 No.	2018 No.
In the band £60,001 - £70,000	1	2

The above employee is considered to be a key management personnel.

The charitable company was charged £34,200 (2018 - £nil) by the Public Health Wales for the provision of services to support the activities of the sensitivity testing program.

Total staff costs for the year amounted to £678,195 (2018 - £604,759) including Employers National Insurance of £51,173 (2018 - £45,815) and Employers pension contributions of £157,205 (2018 - £135,489).

9. TANGIBLE FIXED ASSETS

	Freehold property £	Computer and other equipment £	Total £
Cost			
At 1 October 2018 and 30 September 2019	822,438	191,334	1,013,772
Depreciation			
At 1 October 2018	156,294	173,835	330,129
Charge for the year	15,016	17,499	32,515
At 30 September 2019	171,310	191,334	362,644
Net book value			
At 30 September 2019	651,128	-	651,128
At 30 September 2018	666,144	17,499	683,643

10. INVESTMENT PROPERTY

	Long term leasehold investment property £
Valuation	
At 1 October 2017 and 30 September 2019	465,000

The 2017 valuations were made by Mr M Cook of KWB Property Management Limited, who is a chartered surveyor and an RICS Registered Valuer, on an open market value for existing use basis. The trustees believe this valuation is still correct.

11. FIXED ASSET INVESTMENTS

	Listed securities £			
Market value				
At 1 October 2018		5,197,915		
Additions		899,888		
Disposals		(806,569)		
Unrealised gain		212,687		
At 30 September 2018		5,503,921		
Quoted investments				
	Cost	2019 Market	Cost	2018 Market
	£	value	£	value
	£	£	£	£
Fixed interest securities UK	944,347	1,034,742	1,000,474	1,089,801
Equities UK	1,221,076	1,775,392	1,013,259	1,540,225
Equities overseas	1,252,719	2,049,395	1,363,878	2,334,137
Alternatives	613,199	644,392	226,648	233,752
Total	4,031,341	5,503,921	3,604,259	5,197,915

12. DEBTORS

	2019	2018
	£	£
Trade debtors	368,186	43,043
Other debtors	100,101	37,398
Prepayments and accrued income	73,365	107,994
	<u>541,652</u>	<u>188,435</u>

13. CURRENT ASSET INVESTMENTS

	2019	2018
	£	£
Short term deposits	<u>303,330</u>	<u>407,280</u>

14. CREDITORS: Amounts falling due within one year

	2019	2018
	£	£
Other taxation and social security	13,567	11,754
Other creditors	83,973	78,753
Accruals and deferred income	242,126	260,194
Grants	192,734	210,146
	<u>532,400</u>	<u>560,847</u>

Deferred income

	£
Deferred income at 1 October 2018	201,268
Resources deferred during the year	114,112
Amounts released from previous years	(201,268)
	<u>114,112</u>
Deferred income at 30 September 2019	<u>114,112</u>

Deferred income comprises rental income and project income received in advance.

15. STATEMENT OF FUNDS**STATEMENT OF FUNDS - CURRENT YEAR**

	Balance at 1 October 2018 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 30 September 2019 £
Unrestricted funds					
General Funds	<u>7,495,876</u>	<u>2,235,776</u>	<u>(1,939,061)</u>	<u>222,720</u>	<u>8,015,311</u>
Restricted funds					
Restricted Funds	<u>265,643</u>	<u>487,999</u>	<u>(395,629)</u>	<u>-</u>	<u>358,013</u>
Total of funds	<u><u>7,761,519</u></u>	<u><u>2,723,775</u></u>	<u><u>(2,334,690)</u></u>	<u><u>222,720</u></u>	<u><u>8,373,324</u></u>

STATEMENT OF FUNDS - PRIOR YEAR

	Balance at 1 October 2017 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 30 September 2018 £
General Funds	7,299,354	2,025,827	(2,037,972)	208,667	7,495,876
Restricted funds					
Restricted Funds	391,819	374,849	(501,025)	-	265,643
Total of funds	7,691,173	2,400,676	(2,538,997)	208,667	7,761,519

SUMMARY OF FUNDS - CURRENT YEAR

	Balance at 1 October 2018 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 30 September 2019 £
General Funds	7,495,876	2,235,776	(1,939,061)	222,720	8,015,311
Restricted Funds	265,643	487,999	(395,629)	-	358,013
	7,761,519	2,723,775	(2,334,690)	222,720	8,373,324

SUMMARY OF FUNDS - PRIOR YEAR

	Balance at 1 October 2017 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 30 September 2018 £
General Funds	7,299,354	2,025,827	(2,037,972)	208,667	7,495,876
Restricted Funds	391,819	374,849	(501,025)	-	265,643
	7,691,173	2,400,676	(2,538,997)	208,667	7,761,519

16. ANALYSIS OF NET ASSETS BETWEEN FUNDS**ANALYSIS OF NET ASSETS BETWEEN FUNDS - CURRENT YEAR**

	Unrestricted funds 2019 £	Restricted funds 2019 £	Total funds 2019 £
Tangible fixed assets	651,128	-	651,128
Fixed asset investments	5,503,921	-	5,503,921
Investment property	465,000	-	465,000
Current assets	1,927,662	358,013	2,285,675
Creditors due within one year	(532,400)	-	(532,400)
	8,015,311	358,013	8,373,324

ANALYSIS OF NET ASSETS BETWEEN FUNDS - PRIOR YEAR

	Unrestricted funds 2018 £	Restricted funds 2018 £	Total funds 2018 £
Tangible fixed assets	683,643	-	683,643
Fixed asset investments	5,197,915	-	5,197,915
Investment property	465,000	-	465,000
Current assets	1,710,165	265,643	1,975,8082
Creditors due within one year	(560,847)	-	(560,847)
	<u>7,495,876</u>	<u>265,643</u>	<u>7,761,519</u>

16. RECONCILIATION OF NET MOVEMENT IN FUNDS TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2019 £	2018 £
Net income for the year (as per Statement of Financial Activities)	611,805	70,346
Adjustment for:		
Depreciation charges	32,515	34,443
Losses on investments	(212,687)	(240,668)
Dividends, interest and rents from investments	(121,810)	(129,602)
Increase in debtors	(353,217)	336,208
(Decrease)/increase in creditors	(28,447)	102,412
Net cash provided by/(used in) operating activities	<u>(71,841)</u>	<u>173,139</u>

17. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2019 £	2018 £
Cash in hand	1,440,693	1,380,093
Notice deposits (less than 3 months)	303,330	407,280
Total	<u>1,744,023</u>	<u>1,787,373</u>

18. PENSION COMMITMENTS

The company operates a defined contribution scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £157,205 (2018 - £135,489).

19. RELATED PARTY TRANSACTIONS

16 Trustees of the charitable company received £10,223 (2018 - 13 Trustees - £16,354) in relation to reimbursed expenses for travel and subsistence incurred as part of their role as trustees.

Memorandum of Association

- 1 The name of the company (hereinafter called "the Society") is "BRITISH SOCIETY FOR ANTIMICROBIAL CHEMOTHERAPY".
- 2 The registered office of the Society will be situate in England and Wales.
- 3 The objects for which the Society is established ("the Objects") are to facilitate the acquisition and dissemination of knowledge in the field of antimicrobial chemotherapy .
- 4 In furtherance of the Objects, but not otherwise, the Society may exercise the following powers:-
 - 4.1 to institute or assist in instituting, and provide continuing support for, any research in furtherance of the Objects;
 - 4.2 to cause to be written, published, produced and circulated, and to encourage contributions to and publication and production of, periodicals, journals, books, papers, abstracts, pamphlets, posters and other documents and films, videos, recorded tapes and communications in any medium;
 - 4.3 to provide, equip and manage libraries and sources of information in any medium and rooms for the benefit of members of the Society and others;
 - 4.4 to co-operate with persons carrying on research relating to antimicrobial chemotherapy in any part of the world;
 - 4.5 to act as a consultative body on antimicrobial chemotherapy to any Government Department, public or private institution or body of persons on matters pertaining to the Objects;
 - 4.6 to endow Chairs, Readerships, Scholarships, Fellowships and Lectureships at, and provide other support to, appropriate institutions to facilitate the conduct of study and research in furtherance of the Objects;
 - 4.7 to disseminate the useful results of research in furtherance of the Objects;
 - 4.8 to sponsor and hold meetings, symposia, conferences, lectures, classes, seminars, courses and exhibitions either alone or with others;
 - 4.9 to award scholarships, bursaries and prizes in connection with the Society's objects;
 - 4.10 to foster and promote contacts and exchange of information and ideas among persons working in the field of antimicrobial chemotherapy, medical practitioners and other health professionals and the public and to provide a forum to this end;
 - 4.11 to take such steps as may be required for the purpose of procuring contributions to the funds of the Society by way of subscriptions, donations, devises, bequests, grants, subventions or otherwise, provided that in raising funds the Society shall not undertake any taxable trading activities the profits of which are liable to tax;
 - 4.12 to take and accept any gift of money, property or other assets, whether subject to any special trust or not, for any one or more of the objects of the Society;
 - 4.13 to purchase, take on lease or in exchange, hire or otherwise acquire and hold any real or personal property or rights, and to construct, alter, improve, develop, manage and maintain any of the same as are necessary or convenient for the Objects and (subject to such consents as may be required by law) sell, let or otherwise dispose of, turn to account or charge any such real or personal property as may be thought expedient in furtherance of the Objects;
 - 4.14 to apply for, purchase or otherwise acquire and hold or use any patents, copyrights, trade marks, design rights and other intellectual property rights, licences, concessions and the like, conferring any right to use or publish any information, and to use, exercise, develop or grant licences in respect of the property, rights or information so acquired;
 - 4.15 to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank or building society accounts in the name of the Society;
 - 4.16 to borrow or raise money for the purposes of the Society on such terms and (subject to such consents as may be required by law) on such security as may be thought fit;
 - 4.17 subject to the provisions of Clause 5 below, to employ such staff (not being members of the Council) as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees, their widows or widowers and other dependants;
 - 4.18 to invest the moneys of the Society not immediately required for the Objects in or on such investments, securities or property and in such manner as may be thought fit and to dispose of or otherwise deal with any investments so made;
 - 4.19 to make any donation either in cash or assets for the furtherance of the Objects;
 - 4.20 to establish and support or aid in the establishment or support of, subscribe to or become a member of any charitable trust, association or institution having charitable purposes in any way connected with all or any of the Objects or calculated to further any of the Objects and to guarantee money for charitable purposes in any way connected with all or any of the Objects or calculated to further all or any of the Objects;
 - 4.21 to undertake and execute any charitable trusts which may lawfully be undertaken by the Society and may promote the Objects;
 - 4.22 to co-operate or associate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or similar charitable purposes and to exchange information and advice with them;
 - 4.23 to acquire and undertake all or any part of the property, assets, liabilities and engagements of any persons, trusts, corporations, associations or other bodies pursuing the Objects;
 - 4.24 to amalgamate with any charity operating in furtherance of the Objects or similar charitable purposes;

- 4.25 to insure and arrange insurance cover for and to indemnify employees, voluntary workers and members from and against all such risks incurred in the course of the performance of their duties in relation to the Society, provided that such persons shall not be indemnified against any wilful or individual fraud and shall be sought to be made liable for such acts;
 - 4.26 to establish subsidiary companies;
 - 4.27 to pay out of the funds of the Society the costs, charges and expenses of and incidental to the formation and registration of the Society;
 - 4.28 to do all such other lawful things as are necessary for the achievement of the Objects or any of them.
- 5 The income and property of the Society shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Society and no member of Council shall be appointed to any office of the Society paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Society provided that nothing in this document shall prevent the payment in good faith by the Society:
- 5.1 of reasonable and proper remuneration to any member, officer or employee for the Society (not being a member of Council) for any services rendered to the Society;
 - 5.2 of interest at a reasonable and proper rate on money lent to the Society or of reasonable and proper rent for premises demised or let to the Society by any member or employee of the Society or member of Council;
 - 5.3 to any employee or member of Council or of a committee or sub-committee of the Council for reasonable and proper out-of-pocket expenses;
 - 5.4 of fees, remuneration or other benefit in money or money's worth to a company of which a member of the Society or of Council may be a member holding not more than one hundredth part of the issued share capital of that company;
 - 5.5 of any premium in respect of any indemnity insurance to cover the liability of the members of the Council or of any committee which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Society: Provided that any such insurance shall not extend to any claim arising from any act or omission which the members of the Council or of any committee knew to be a breach of trust or breach of duty or which was committed by the members of the Council or of any committee in reckless disregard of whether it was a breach of trust or breach of duty or not and Provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the members of Council in their capacity as members of the Council.
- 6 The liability of the members is limited.
- 7 Every member of the Society undertakes to contribute such amount as may be required (not exceeding £1) to the Society's assets if it should be wound up while he is a member or within one year after he ceases to be a member, for payment of the Society's debts and liabilities contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.
- 8 If upon the winding up or dissolution of the Society there remains after satisfaction of its debts and liabilities any property, the same shall not be paid to or distributed among the members of the Society but shall be given or transferred to some other charitable institution or institutions having objects similar to the Objects, which prohibits or prohibit the distribution of its or their income and property to an extent at least as great as imposed on the Society by Clause 5 above, such institution or institutions to be determined by the members of the Society at or before the time of dissolution and, if that cannot be done, then to some charitable object.

Articles of Association

1 DEFINITIONS AND INTERPRETATION

- 1.1 In these Articles the following words and expressions shall have the following meanings:
- “the Articles” these Articles of Association of the Society;
- “clear days” in relation to a period of notice means the period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
- “communication” as defined by in the Electronic Communications Act 2000 (as modified or re-enacted from time to time);
- “the Companies Act” the Companies Act 1985 including any statutory modification or re-enactment of any of its provisions for the time being in force;
- “the Council” the board of directors of the Society for the time being;
- “electronic communication” as defined in the Electronic Communications Act 2000 (as modified or re-enacted from time to time);
- “the General Secretary” the Secretary of the Society or any other person appointed to perform the duties of the secretary of the Society, including a joint, assistant or deputy secretary;
- “Member” a member of the Society for the time being whether an Ordinary Member, Honorary Member or Retired Member;
- “the Registered Office” the registered office of the Society;
- “the Regulations” the regulations of the Society made by the Council pursuant to Article 78 or any other Article;
- “the Society” the company known as “British Society for Antimicrobial Chemotherapy”;
- “the Unincorporated Society” the unincorporated association known as “British Society for Antimicrobial Chemotherapy”;
- “United Kingdom” Great Britain and Northern Ireland;
- “in writing” written, printed, lithographed, photographed or partly one and partly another, or produced by other modes of representing or reproducing words in a visible form.
- 1.2 Words importing the singular number shall include the plural number, and vice versa; words importing the masculine gender shall include the feminine gender; and words importing persons shall include corporations.
- 1.3 Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Companies Act or any statutory modification or re-enactment of the Companies Act in force at the date of the adoption of the Articles.

2 OBJECTS

The Society is established for the objects expressed in the Memorandum of Association of the Society.

3 THE TRUSTEES AND DIRECTORS

The members of the Council (but excluding co-optees to the Council) are charity trustees within the definition of the Charities Act 1993 (as modified or re-enacted from time to time) and also directors of the Society as the persons having the general control and management of the administration of the Society.

4 MEMBERS

The first Ordinary Members shall be the subscribers to the Memorandum of Association and those other persons who are ordinary members of the Unincorporated Society at the date of incorporation of the Society. The first Honorary Members and the first Retired Members shall be respectively those who honorary members and retired members of the Unincorporated Society at the date of incorporation of the Society.

- 5 There shall be the following classes of Members of the Society:
- 5.1 Ordinary Members
- 5.2 Honorary Members
- 5.3 Retired Members
- 6 A person shall not be eligible to be elected as an Ordinary Member unless he is engaged in research or education in, or development or clinical use of, antimicrobial chemotherapeutic agents.
- 7 Ordinary Members shall be elected by the Council in accordance with the Regulations and the names of Ordinary Members elected shall be disclosed at the Annual General Meeting next following their election.
- 8 Honorary Members shall be elected by Ordinary and Retired Members at an Annual General Meeting of the Society in accordance with the Regulations.
- 9 An Ordinary Member may become a Retired Member in accordance with the Regulations.
- 10 Subject to the provisions of the Articles, the Council shall by Regulations prescribe the eligibility criteria and the conditions for the acceptance for each class of Membership, the procedures for application and election to each class of Membership and the privileges of Membership.
- 11 The rights and privileges of every Member shall be personal to himself, shall not be transferable and shall cease on death.

- 12 A Register shall be kept at the Registered Office in which shall be entered the name and address of every Member.
- 13 13.1 All Ordinary Members and Honorary Members shall be entitled to attend, speak and vote at General Meetings of the Society.
- 13.2 Retired Members shall be entitled to receive notice of General Meetings and to attend and speak, but not vote, at General Meetings.

TERMINATION OF MEMBERSHIP

- 14 A Member shall cease to be a Member if:
- 14.1 by at least one month's notice in writing to the General Secretary he resigns his membership;
- 14.2 the Council or any committee of the Council, after due enquiry, resolves that the interests of the Society so require.
- 15 In the event of any Member ceasing to be a Member under Articles 14 or 17 his name shall be removed from the Register and he will not be entitled to describe himself as being a Member or to any of the privileges of a Member.

FEES AND SUBSCRIPTIONS

- 16 The fees and subscriptions for the different categories of membership shall be such sums (if any) as shall be set by the Council and shall be due on the date or dates prescribed by the Council. The Council may set different rates for different classes of Members.
- 17 A Member who is in arrears with any fee or subscription due from him and who has been notified in writing by the Council shall cease to be a Member in accordance with the Regulations and his name shall be removed from the Register of Members. The Treasurer, if authorised to do so by the Regulations, may waive or lower the sum demanded.
- 18 A Member shall remain liable to pay to the Society all fees and subscriptions due up to the date on which he ceased to be a Member.
- 19 A Member, who is in arrears with any fee or subscriptions or other sum due from him to the Society, shall not be entitled to exercise any voting rights and may have his other privileges of membership suspended in accordance with the Regulations.

REINSTATEMENT

- 20 Where any Member has ceased to be a Member for any reason, that person may only be reinstated as a Member if re-elected in accordance with Articles 7 or 8.

GENERAL MEETINGS

- 21 The Society shall hold a General Meeting in every calendar year as its Annual General Meeting in addition to any other General Meetings in the year. The Annual General Meeting shall be held on the date and at the time and place determined by the Council, and it shall be specified to be the Annual General Meeting in the notice calling it. Not more than fifteen months shall elapse between one Annual General Meeting and the next provided that so long as the Society holds its first Annual General Meeting within eighteen months of its incorporation it need not hold it in the year of its incorporation or in the following year.
- 22 All General Meetings, other than the Annual General Meeting, shall be called Extraordinary General Meetings.
- 23 23.1 The President or the Council may whenever he or it thinks fit call General Meetings and, on the requisition of not less than 5% of the Ordinary Members and Honorary Members, shall forthwith proceed to convene an Extraordinary General Meeting.
- 23.2 Any requisition shall express the object of the meeting proposed to be called and shall be left at the Registered Office.
- 23.3 Upon receipt of such requisition the General Secretary shall forthwith proceed to convene an Extraordinary General Meeting. If he does not convene one within 28 days from the date of the requisition, the requisitionists or requisitionists may themselves convene an Extraordinary General Meeting.

NOTICE OF GENERAL MEETINGS

- 24 An Annual General Meeting and an Extraordinary General meeting shall be called by at least twenty one clear days' notice. A General Meeting may, however, be called by a shorter notice if it so agreed:
- 24.1 in the case of an Annual General Meeting, by all the Members entitled to attend and vote; and
- 24.2 in the case of any other meeting by a majority in number of Members having a right to attend and vote, being a majority together holding not less than 95 percent of the total voting rights at the meeting of all the Members.
- The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an Annual General Meeting, shall specify the meeting as such.
- The notice shall be given to all the Members, the members of Council and the auditors.
- 25 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS

- 26 No business shall be transacted at any General Meeting of the Society unless a quorum of Members is present at the time when the meeting proceeds to business. Thirty persons being Ordinary Members or Honorary Members entitled to vote upon the business to be transacted and being present in person or by a proxy shall be a quorum at any General Meeting.
- 27 If such a quorum is not present within half an hour from the time appointed for the meeting, the meeting, if convened on the requisition of Members, shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and place or to such other day not less than seven and not more than twenty eight days after the meeting and at the time and place as the Council may determine. If at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Members present in person or by a proxy shall form a quorum (subject to being not less than twenty persons being Ordinary Members or Honorary Members and otherwise the meeting shall be dissolved).

- 28 The President, if any, or in his absence one of the other Officers present shall preside as the chairman at Annual General Meetings and Extraordinary General Meetings, but if neither the President nor any other Officer be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the members of Council present shall elect one of their number to be chairman but if there is no member of Council present and willing to act, the Ordinary Members and Honorary Members present shall elect one of their number to be chairman.
- 29 The chairman of any General Meeting may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business which might properly have been transacted at the meeting had adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
- 30 A resolution put to the vote of a General Meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll or secret ballot is duly demanded. Subject to the provisions of the Companies Act, a poll or secret ballot may be demanded:
- 30.1 by the chairman of the meeting; or
- 30.2 by at least three Members having the right to vote at the meeting; or
- 30.3 by a Member or Members representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the meeting and a demand by a person as a proxy for a Member shall be the same as a demand by the Member.
- 31 Unless a poll or secret ballot is duly demanded a declaration by the chairman that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 32 The demand for a poll or a secret ballot may be withdrawn before the poll or the secret ballot is taken, but only with the consent of the chairman. The withdrawal of a demand for a poll or a secret ballot shall not invalidate the result of a show of hands declared before the demand for the poll or the secret ballot was made.
- 33 A poll or secret ballot shall be taken as the chairman directs and he may appoint scrutineers (who need not be Members) and fix a time and place for declaring the result of the poll or the secret ballot. The result of the poll or secret ballot shall be deemed to be the resolution of the meeting at which the poll or secret ballot is demanded.
- 34 In the case of an equality of votes, whether on a show of hands or on a poll or a secret ballot the chairman of the General Meeting shall be entitled to a casting vote in addition to any other vote he may have.
- 35 No poll or secret ballot shall be demanded on the election of a chairman of a meeting or on a question of adjournment. A poll or secret ballot demanded on any other question shall be taken at such time and place as the chairman directs not being more than thirty days after the poll or secret ballot is demanded. The demand for a poll or secret ballot shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll or secret ballot is demanded. If a poll or secret ballot is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.
- 36 No notice need be given of a poll or secret ballot not taken immediately if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In other cases at least seven clear days' notice shall be given specifying the time and place at which the poll or secret ballot is to be taken.
- 37 A resolution in writing signed or approved by letter, telex or facsimile transmission by or on behalf of all the Members who would have been entitled to vote upon it if it had been proposed at a General Meeting shall be as valid and effectual as if it had been passed at a General Meeting duly convened and held. Any such resolution may consist of several documents in the like form each signed by or on behalf of one or more Members.

VOTES OF MEMBERS

- 38 On a show of hands every Ordinary Member and Honorary Member present in person shall have one vote and on a poll or secret ballot every Ordinary Member and Honorary Member present in person or by proxy shall have one vote. A proxy must be an Ordinary Member or Honorary Member. No other Members shall be entitled to vote.
- 39 No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.
- 40 The appointment of a proxy shall be in the form prescribed by the Council signed by the appointor or his duly authorised attorney.
- 41 The appointment of a proxy (and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy) shall:
- 41.1 (in the case of an instrument in writing) be deposited at the Registered Office or at such other place within the United Kingdom as is specified for that purpose in the notice convening the meeting not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the proxy proposes to vote; or
- 41.2 in the case of an appointment contained in an electronic communication, where an address has been specified for the purpose of receiving electronic communications,
- 41.2.1 in the notice convening the meeting; or
- 41.2.2 in any instrument of proxy sent out by the Society in relation to the meeting; or
- 41.2.3 in any invitation contained in an electronic communication to appoint a proxy issued by the Society in relation to the meeting, be received at such address not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote; or

- 41.3 in the case of a poll or secret ballot be deposited or received as aforesaid not less than twenty four (24) hours before the time appointed for the taking of the poll or the secret ballot and in default of the deposit, delivery or receipt in a manner aforesaid the appointment of a proxy shall be treated as invalid.

The appointment of a proxy shall be treated as invalid twelve (12) months from its date of execution.

- 42 A vote given or poll or secret ballot demanded by a proxy shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll or secret ballot or death of the appointor unless notice of the determination or death was received by the Society at the Registered Office or at such other place within the United Kingdom at which the instrument of proxy was duly deposited or, where the appointment of the proxy was contained in an electronic communication, at the address at which such appointment was duly received before the commencement of the meeting or adjourned meeting at which the vote is given or the poll or secret ballot demanded or (in the case of a poll or a secret ballot taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll or the secret ballot.
- 43 In Articles 41 and 42 “address”, in relation to electronic communications, includes any number or address used for the purposes of such communications.

POWERS OF THE COUNCIL

- 44 The business of the Society shall be managed by the Council who may exercise all such powers of the Society as are not required to be exercised by the Society in General Meeting. Any such requirement may be imposed either by the provisions of the statutes for the time being in force and affecting the Society or by the Articles, but no amendment to the Articles shall invalidate any prior act of the Council which would have been valid if that amendment had not been made.

COMPOSITION OF THE COUNCIL

- 45 The Council shall consist of:
- 45.1 the Officers
- 45.2 a maximum of ten Ordinary Council Members or such other maximum number (being not less than four) as may be determined by the Society in General Meeting.
- 46 The first Officers and other members of Council shall be the subscribers to the Memorandum of Association who shall hold the offices and for the terms set out in the Regulations.

ELECTION OF ORDINARY COUNCIL MEMBERS

- 47 A person will only be eligible to be elected an Ordinary Council Member if he is an Ordinary Member of the Society.
- 48 The Ordinary Council Members shall be elected by the Ordinary Members by postal ballot.
- 49 The procedure for the nomination and election of Ordinary Council Members shall be defined in the Regulations.
- 50 The results of the election of Ordinary Council Members shall be declared at the Annual General Meeting immediately following their election. The election of new Ordinary Council Members as aforesaid shall take effect as from the close of the Annual General Meeting, when the retiring Ordinary Council Members shall be deemed to retire.
- 51 An Ordinary Council Member shall hold office for a term of three years from the date of his election, at the end of which he shall retire, but shall be eligible for re-election when he has been out of office for one year. For the purposes of this Article and Articles 60, 61 and 63 a “year” shall mean the period between the end of one Annual General Meeting and the end of the next Annual General Meeting of the Society.
- 52 The Council shall have power at any time to appoint any Ordinary Member of the Society to be a member of Council, to fill a casual vacancy in the Ordinary Council Members. Any member of Council so appointed shall hold office only until the next following Annual General Meeting but he shall then be eligible for re-appointment or re-election to the Council.
- 53 The Society may by ordinary resolution, of which special notice shall have been given in accordance with Section 379 of the Companies Act, remove any member of Council before the expiration of his period of office notwithstanding anything in the Articles or in any agreement between the Society and such member of Council. The Society may by ordinary resolution appoint another person in place of a member of Council removed under this Article.

THE OFFICERS

- 54 The Officers of the Society shall be:
- 54.1 the President
- 54.2 the Vice President
- 54.3 the Treasurer
- 54.4 the General Secretary
- 54.5 the Education Secretary
- 54.6 the Grant Secretary
- 54.7 and the holder of not more than one other office(if any) as may be determined by the Council.

The Council may prescribe the duties of the Officers.

- 55 No person may at any time hold more than one of the offices.
- 56 A person will only be eligible to be elected an Officer if he is an Ordinary Member of the Society.

- 57 All Officers shall be elected by the Council by secret ballot. The procedure for the nomination and election by secret ballot of such Officers shall be as defined in the Regulations.
- 58 The results of the election shall be declared at the Annual General Meeting next following the ballot. The election of Officers as aforesaid shall take effect as from the close of the Annual General Meeting, when the retiring Officers (if any) shall be deemed to retire.
- 59 The duties of the General Secretary shall include those applicable to a secretary under the Companies Act.
- 60 All Officers (other than the Vice President and the President) shall hold office for a period of three years from their election, at the end of which they shall retire but, subject to the prior approval by the Council, be eligible for re-election for one further term of three years.
- 61 The President shall be elected one year in advance of taking up office as President and during that year shall be the Vice President of the Society. The President shall hold office for a period of three years, at the end of which he shall retire and not be eligible for re-election to that office. The immediate past-President shall hold office as Vice President of Society for two years following his retirement as President.
- 62 Upon completion of their term or terms of office, Officers shall not be eligible to stand for re-election to their previous office.
- 63 Vacancies in office shall be treated as follows:
- 63.1 In the event of the vacation of office pursuant to Article 76 or death of the President, during his third year in office, the Vice President (President-Elect) shall take up office immediately as President for the remainder of the un-expired term and shall then proceed to serve his three year term as President.
- 63.2 In the event of the vacation of office pursuant to Article 76 or death of the President during either the first and second year in office, Article 61 shall be suspended (until the election by the Council of the President under Article 63.3 and subject to the provisions of that Article) and Article 63.3 shall be enacted.
- 63.3 On the occurrence of the event in Article 63.2 the Vice-President (Past-President) shall immediately become President until such time as the next President is elected by the Council by secret ballot in accordance with the procedure for the nomination and election of Officers as defined in the Regulations and pursuant to Article 58, following which the said Vice-President (Past President) shall serve in office as Vice President (Past President) for further two years. The President so elected by the Council shall hold office for a period of three years, at the end of which he shall retire and not be eligible for re-election to that office.
- 63.4 The Council may at any time elect a person to fill a vacancy in any Office, save for the office of President the procedure for which is as defined in Articles 63.1 to 63.3, and such person must be an Ordinary Member. Any person so elected shall hold office until the next Annual General Meeting.

CO-OPTees

- 64 The Council shall have the power at any time to co-opt to the Council any person who is an Ordinary Member or Honorary Member. Any person so co-opted shall hold office until the next Annual General Meeting but may then be co-opted at any time thereafter. Any person so co-opted and the Editor in Chief shall be entitled to attend and speak at any meeting of the Council but not to vote on any question arising at a Council meeting.

PROCEEDINGS OF THE COUNCIL

- 65 Subject to the provisions of the Articles, the Council may regulate their proceedings as they think fit. The President or any three members of Council may, and on the request of the President or any three members of Council, the General Secretary shall, at any time summon a meeting of the Council by serving at least twenty eight days' notice (or such shorter notice period as may be agreed by all members of the Council) on each member of Council at his address.
- 66 Questions arising at a meeting of the Council shall be decided by a majority of votes. In the case of an equality of votes, the chairman of the meeting shall have a second or casting vote.
- 67 The quorum for the transaction of the business of the Council may be fixed by the Council and, unless fixed, shall not be less than seven members of Council, at least four of whom shall be Ordinary Council Members.
- 68 The President, or in his absence, a member of Council nominated by the President, shall chair all meetings of the Council at which he shall be present, but if at any meeting neither the President nor such nominee is willing to preside or neither is present within five minutes after the time appointed for holding the meeting, the Council present shall elect one of their number to chair the meeting.
- 69 The Council may delegate any of its powers to committees consisting of such persons as the Council may think fit. All such committees shall, in the exercise of powers so delegated, conform to any regulations imposed on them by the Council. The meetings and proceedings of all committees shall be governed by the provisions of the Articles for regulating the meetings and proceedings of the Council so far as applicable and except where these Articles or any regulations of the Council otherwise provide. All committees shall fully report their acts and proceedings to the Council as soon as is reasonably practicable.
- 70 All acts bona fide done by the Council or any of its committees, or by any person acting as a member of Council, shall, despite the later discovery that there was some defect in the appointment or continuance in office of any member of Council or of any committee or that he was disqualified, be as valid as if every such person had been duly appointed, had duly continued in office and was qualified to be a member of Council or member of the relevant committee.
- 71 The Council shall cause proper minutes to be made of the proceedings of all meetings of the Society, the Council and its committees, and all business transacted at such meetings. Any such minutes, if purporting to be signed by the chairman of the meeting or by the chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts stated in the minutes.
- 72 The Council may act notwithstanding any vacancy in its body, but, if and so long as its number is reduced below the number fixed by or pursuant to the Articles as the necessary quorum of members of the Council, the Council may act for the purpose of increasing the number of members of Council to that number or of summoning a General Meeting of the Society but for no other purpose.

- 73 A resolution in writing of the Council or of any of its committees signed or approved by letter, telex, facsimile transmission or cable by all the members of Council or all the members of the committee entitled to receive notice of a meeting of the Council or of its committees shall be as valid and effective as if it had been passed at a meeting of the Council or (as the case may be) its committees duly convened and held. Such a resolution may consist of several documents in the same form, each signed or approved by one or more members of Council or members of the committees of the Council, as the case may be.
- 74 All or any of the members of Council or any committee of the Council may participate in a meeting of the Council or that committee by means of a conference telephone or any communication equipment which allows all persons participating in the meeting to hear each other (subject to the Council previously approving the use of such means). A person so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in a quorum accordingly. Such a meeting shall be deemed to take place where the largest of the group of those participating is assembled, or, if there is no such group where the chairman of the meeting then is.

EXPENSES

- 75 Members of the Council and of committees of the Council shall be entitled to be reimbursed proper and reasonable travelling and other out-of-pocket expenses incurred in attending meetings of the Council or of such committees or General Meetings of the Society or otherwise incurred in or about the affairs of the Society.

DISQUALIFICATION OF MEMBERS OF COUNCIL

- 76 The office of a member of Council shall be vacated if he:
- 76.1 becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - 76.2 becomes incapable by reason of mental disorder, illness or injury of managing or administering his property or affairs; or
 - 76.3 resigns his office by written notice to the General Secretary; or
 - 76.4 becomes disqualified by law from acting as the trustee of a charity or as a company director; or
 - 76.5 is removed from office by a resolution of the Society duly passed pursuant to Article 53 or Section 303 of the Companies Act; or
 - 76.6 is directly or indirectly interested in any contract or proposed contract with the Society and fails to declare the nature of his interest as required by Section 317 of the Companies Act; or
 - 76.7 is absent without the permission of the Council for three consecutive meetings of the Council and the Council resolves that his office be vacated; or
 - 76.8 ceases to be a Member.

PATRONS OF THE SOCIETY

- 77 The Council may from time to time invite persons who are eminent and distinguished to accept the office of Patron of the Society. Such persons shall enjoy such privileges as the Council may confer upon them, but shall not be entitled to vote on any motion at any of the meetings of the Council, of any committees or at any General Meeting.

REGULATIONS

- 78 The Council may from time to time make such regulations as it may think fit and add to, repeal or vary any such regulations. All regulations so made and for the time being in force shall be binding on all Members and the Council shall adopt such means as it may think fit to bring such regulations to the notice of Members. Regulations may concern the following subjects:
- 78.1 the procedure at General Meetings and meetings of the Council and its committees insofar as such procedure is not regulated by the Articles;
 - 78.2 the procedure for, and the conduct of, nominations and elections of Officers and other members of Council insofar as not regulated by the Articles;
 - 78.3 any other subjects which the Articles provide may be covered by Regulations;
 - 78.4 generally all such matters as are commonly the subject matter of company rules or bye-laws provided that no regulation shall contravene any of the provisions of the Memorandum of Association of the Society, the Articles or the Companies Act.

THE SEAL

- 79 The common seal of the Society shall only be used by the authority of a resolution of the Council or of a committee of the Council authorised for the purpose by the Council. Every document to which the common seal is affixed shall be signed by at least two persons appointed by the Council for such purpose.

ACCOUNTS

- 80 The Council shall cause proper accounting records to be kept in accordance with Section 221 of the Companies Act.
- 81 The accounting records of the Society shall be kept at the Registered Office, or subject to Section 222 of the Companies Act, at such other place or places as the Council shall think fit, and shall always be open to inspection by the members of Council.
- 82 The Council may by Regulations impose reasonable restrictions as to the time and manner at and in which the accounting records of the Company may be inspected by the Members and subject to these restrictions the accounting records shall be open to inspection by the Members during usual business hours.

AUDIT

- 83 Any appointment of Auditors required by the Companies Act and the duties of such auditors (if required) shall be regulated in accordance with Sections 236, 237, 241 and 384 of the Companies Act, the members of the Council being treated as the directors mentioned in those sections.

BANK ACCOUNT

- 84 Any bank account in which any part of the assets of the Society is deposited shall be operated by the Council and shall indicate the name of the Society. All cheques, negotiable instruments and orders for the payment of money from such account shall be signed in such manner as the Council shall from time to time determine.

INVESTMENTS

- 85 The Council shall have the power to employ as a professional investment manager for the Society any person who is entitled to carry [out an investment business under the provisions of the Financial Services Act 1986] OR [on a regulated activity under the provisions of the Financial Services and Markets Act 2000] (or any statutory modification or re-enactment thereof) and to delegate to any such manager ("the Manager") the exercise of all or any of the power of investments on such terms and at such reasonable remuneration as the Council may see fit but always subject to the following:-
- 85.1 Delegated powers shall be exercisable only within the clear policy guidelines drawn up in advance by the Council;
- 85.2 Every transaction carried out by the Manager under delegated powers shall be reported to the next meeting of the Council or any committee designated by the Council for such purpose;
- 85.3 The Council shall be entitled at any time and without notice to review, revoke or alter the delegation or the terms thereof;
- 85.4 The Council will be bound to review the arrangements for delegation at least once in every 12 months;
- 85.5 The Manager shall keep the Council informed on a regular basis of the performance of the investment portfolio managed by the Manager.
- 86 The Council may:
- 86.1 make such arrangements as they think fit for any investments of the Society or income from those investments to be held by a corporate body which is incorporated in England or Wales (or which has established a branch or a place of business in England and Wales) as the Council's nominee; and
- 86.2 pay reasonable and proper remuneration to any corporate body acting as the Council's nominee in pursuance of this Article.

INDEMNITY

- 87 Subject to the provisions of the Companies Act, every member of Council, or other officer or auditor of the Society, shall be indemnified out of the assets of the Society against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the Court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Society.

DISSOLUTION

- 88 Clause 8 of the Memorandum of Association of the Society relating to the winding up and dissolution of the Society shall have effect as if its provisions were repeated in the Articles.

NOTICES

- 89 Any notice to be given to or by any person pursuant to the Articles (other than a notice calling a meeting of the Council or of any of its committees) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice.
- 90 The Society may give any notice to a Member either personally or by sending it by post in a prepaid envelope addressed to the Member at his registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Society by the member.
- 91 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 72 hours (120 hours if sent by airmail) after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.
- 92 In Articles 89 and 90 "address" in relation to electronic communications includes any number or address used for the purpose of such communications.

