

Annual General Meeting 2009

Minutes

Held at the Medical Sciences Teaching Centre, University of Oxford Medical School, on Tuesday September 8th 2009 at 12.00 noon.

1. Quorum

The quorum for BSCR meetings is currently 5% of the membership. Current membership is 506 so the quorum is 26; 31 members were present, so the AGM was quorate.

2. Minutes of the Previous Annual General Meeting

These were approved by the Chair as being a true record of the proceedings.

3. Matters Arising

There were no matters arising that were not covered elsewhere on the agenda.

4. Chair's Report

The Chair of the Society highlighted a number of developments over the past year, including increased interaction with the British Cardiovascular Society (BCS). Discussion of the involvement with the BCS centred on two questions: can we retain the focus of our meetings when they embedded within the BCS, and would we continue to interact in this way with the BCS if we had a long-term sponsor providing full financial stability? The Chair replied that it was fully intended by the Officers and Committee of the BSCR, and accepted by the BCS, that our meetings should retain their traditional form. He agreed that financial considerations were an important reason for embedding our Spring meetings within the BCS, emphasising that the British Heart Foundation were keen to see increased integration of UK cardiovascular societies' meetings and would perhaps be prepared to support such an arrangement with higher grant funding than they currently give.

4.1. Annual Report

The accounts had been signed off by an independent examiner. The Annual Report covering the period April 2008 to March 2009 would be submitted along with the audited accounts to the Charities Commission in October 2009.

4.2. Past and Future Meetings and Workshops

4.2.1. Spring 2009 meeting

A meeting on the subject of "Atherosclerotic Plaque Rupture" was held in conjunction with the British Atherosclerosis Society (BAS) in Oxford under the direction of Chris Jackson, Martin Bennett and Chris Newman on 2-3 April.

4.2.2. Autumn 2009 meeting

Barbara Casadei, Kieran Clarke and Saadeh Suleiman had organized the current meeting entitled "Myocardial Energetics and Redox in Health and Disease" (7-8 September at the University of Oxford).

4.2.3. Spring 2010 meeting

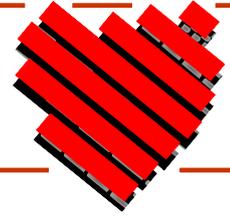
A joint meeting will be held with the BAS as part of the BCS annual conference. It will be entitled "New Frontiers in Cardiovascular Research" and will be held on 7-8 June in Manchester, organized by Derek Hausenloy and Manuel Mayr.

4.2.4. Autumn 2010 meeting

A meeting will be held in London organised by Mike Curtis.

4.2.5. Spring 2011 meeting

A joint meeting will be held with the British Atherosclerosis Society as part of the BCS annual conference. It will be on the broad topic of stem cells and



regenerative medicine, and will be organized by Yvonne Alexander and Colin Berry.

4.3. Travel bursaries

The Society had awarded a number of student bursaries but uptake has been quite low. The Chair encouraged members to get their students to apply for bursaries..

4.4. Sponsorship

Meeting organizers obtained significant funding from the BHF and commercial sponsors. The journal Clinical Science continued to sponsor a Young Investigator Award of £250 at each main meeting. The Chair has achieved a major sponsorship award from Pfizer, who gave £5,000 towards both the Spring 2009 and Autumn 2009 Meetings. It is hoped that Pfizer's sponsorship will continue in 2010.

5. Treasurer's Report

5.1. Presentation of Accounts

The bank balance at the end of the financial year (31.03.09) stood at £87,967.

5.2. Membership

Total membership was 506.

6. Secretary's Report

6.1. Committee Meetings

Over the past year the Committee had met on two occasions: April 3rd 2009 and September 7th 2009 (both at the University of Oxford).

6.2. Committee Membership and Office Bearers

As from January 2009 the Committee has comprised:

Chris Newman	Chair
Chris Jackson	Secretary
Mike Curtis	Treasurer
Yvonne Alexander	Basic scientist member
Katrina Bicknell	Basic scientist member
Barbara Casadei	Clinician scientist member
Alison Cave	Basic scientist member
Andrew Grace	Clinician scientist member
David Grieve	Basic scientist member
Derek Hausenloy	Clinician scientist member
Richard Heads	Basic scientist member
Cathy Holt	Basic scientist member
Helen Maddock	Co-opted member
Nicola Smart	Co-opted member

6.3. The next committee elections will need to be held in 2010.

6.4. Changes to Constitution

Suggested revisions of the constitution as agreed at the Committee meeting were put forward for discussion and ratification at the AGM. All of the suggested changes were agreed by the members present. The revised Constitution is in Appendix 1.

7. Bulletin Editors' Report

7.1. A new Editor, Dr Melanie Madhani, has joined the team.

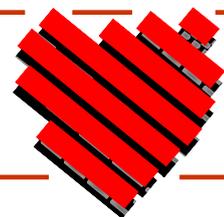
7.2. The Bulletin Editors would welcome contributions from members.

8. Any Other Business

None.

9. Date of the Next Annual General Meeting

The next AGM will be held at the Autumn Meeting in 2010 in London.



Annual General Meeting 2009

Appendix 1: Revised Constitution

1. **Name**

The name of the society is "The British Society for Cardiovascular Research", hereinafter called the BSCR.

2. **Purpose**

The BSCR provides meetings and workshops enabling the presentation and discussion of scientific research on the cardiovascular system.

3. **Membership**

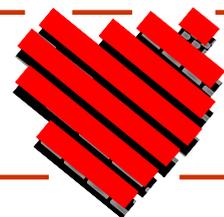
- 3.1. Full membership of the BSCR is open to anyone. Members pay an annual subscription as determined by the Executive Committee (see Section 5 below).
- 3.2. The Committee can reject applications for membership.
- 3.3. The Committee can terminate the membership of any individual.

4. **Honorary Officers**

- 4.1. The Honorary Officers of the BSCR are the Chair, the Secretary and the Treasurer.
- 4.2. The Honorary Officers of the BSCR are nominated by and elected from the Executive Committee, and normally take office on 1 January following election. Honorary Officers may also be elected *ad hoc* should the need arise.
- 4.3. Honorary Officers are eligible for re-election but usually no Honorary Officer should hold office for more than three consecutive years.
- 4.4. The BSCR shall appoint one or more qualified auditors and may determine their remuneration.

5. **Executive Committee**

- 5.1. The affairs of the BSCR are directed by an Executive Committee ("the Committee") which shall usually meet twice a year.
- 5.2. The Committee when complete shall consist of nine elected members, plus the Honorary Officers of the BSCR, plus any co-opted members.
- 5.3. The members of the Committee shall be elected at the Annual General Meeting of the BSCR in accordance with Section 7 below.
- 5.4. At least three of the members of the full Committee (that is, including the Honorary Officers of the BSCR and any co-opted members) should normally be medically qualified. If insufficient medically qualified candidates stand for election to the Committee then the number of elected members can be made up to nine from non-medically qualified members.
- 5.5. The period of Committee membership shall be three years. There is no limit on the number of times a Committee member may be re-elected.
- 5.6. The Committee may co-opt up to three further committee members who shall serve until the end of the calendar year after individual co-option and continue on an annual basis, at the discretion of the elected members of the Executive Committee. Co-opted members are entitled to vote at meetings of the Committee.
- 5.7. Any casual vacancy in the Committee may be filled by the Committee and anyone appointed to fill such a casual vacancy shall hold office until the conclusion of the next Annual General Meeting of the BSCR and shall be eligible for election at that Meeting.
- 5.8. The proceedings of the Committee shall not be invalidated by any failure or defect in the election, appointment, co-option or qualification of any member.



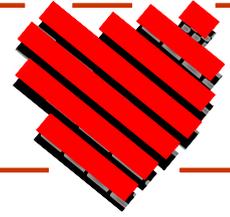
6. **Nominations and Elections of Honorary Officers and Committee Members**
 - 6.1. Only full members of the BSCR shall be eligible to serve as Honorary Officers or members of the Committee.
 - 6.2. Nominations for Honorary Officers must be made by members of the Committee in writing and must be in the hands of the Secretary or General Secretary at least 30 days before the date of the Spring Meeting. Should nominations exceed vacancies, election shall be by ballot of the Committee.
 - 6.3. Nominations for members of the Committee must be made by full members of the BSCR in writing and must be in the hands of the Secretary or General Secretary at least 60 days before the Annual General Meeting. Should nominations exceed vacancies, elections shall be by ballot of the full membership.
7. **Meetings of the BSCR**
 - 7.1. Annual General Meetings of the BSCR shall be held at the discretion of the Committee. At least 21 clear days' notice of an Annual General Meeting shall be given by the Secretary or General Secretary to each member.
 - 7.2. The Chair may at any time at his/her discretion call a Special General Meeting of the BSCR.
8. **Rules of Procedure at All Meetings**
 - 8.1. Quorum
 - 8.1.1. The quorum at an Annual General Meeting or Special General Meeting of the BSCR shall be 12 full members, excluding members of the Executive Committee.
 - 8.1.2. The quorum at a meeting of the Committee shall be one-third of the membership of the Committee (including members, the Honorary Officers and co-opted members).
 - 8.2. Voting

All questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote. Arrangements for proxy voting may be made by the Committee provided that no such arrangements are made with regard to Sections 11 and 12 below. Each person has one vote, but in the case of a tied number of votes the chair of the meeting shall have a second or casting vote.
 - 8.3. Minutes

Records of minutes shall be kept in books and/or electronic files by the Committee and the appropriate secretary shall enter therein a record of all proceedings and resolutions.
 - 8.4. Standing Orders and Rules

The Committee shall have power to adopt and issue Standing Orders and/or Rules for the BSCR. Such Standing Orders and/or Rules are subject to review by the BSCR in General Meeting.
9. **Finance**
 - 9.1. All funds raised by or on behalf of the BSCR shall be applied to further the objectives of the BSCR and for no other purpose.
 - 9.2. The Honorary Treasurer shall keep proper accounts of the finances of the BSCR.
 - 9.3. The accounts shall be audited at least once a year by a qualified auditor appointed by the Honorary Treasurer.
 - 9.4. An audited statement of the accounts for the previous financial year shall be submitted by the Honorary Treasurer to the Annual General Meeting.
 - 9.5. All cheques must be signed by not less than two authorised signatories (who are normally the Honorary Officers of the BSCR).
10. **Trust Property**

The title of all real or personal property which may be acquired by or on behalf of the



BSCR shall be vested in a corporation lawfully entitled to act as Custodian Trustee or in not less than five or more than seven individual persons (not being members of the Committee).

11. Alterations to the Constitution

11.1. Any alteration to this Constitution requires the assent of not less than two-thirds of full members of the BSCR present at a General Meeting, including members of the Executive Committee, provided that notice of any such alteration is received by the Secretary or General Secretary in writing or electronically not less than 21 days before the General Meeting.

11.2. No alteration shall be made which would have the effect of causing the BSCR to cease to be a charity.

12. Dissolution

If the Committee by a simple majority decide at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve the BSCR, it shall call a meeting of all members of the BSCR, of which meeting no less than 21 days' notice shall be given. If the decision is confirmed by a two-thirds majority of full members present at the meeting, the Committee will dispose of any assets held by or on behalf of the BSCR. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having purposes similar to those of the BSCR.

13. Notice

Any notice may be served by the Secretary or General Secretary on any member either personally, by electronic mail, or by sending it through the post in a prepaid letter addressed to the member at his or her last known address, and any communication so sent shall be assumed to have been received within ten days of sending.