



**76th Board of Directors Meeting
and Annual General Meeting
Thursday, June 19th, 2008
1:30 –3:00 PM
Room 225 Beausejour, University Centre Building
University of Manitoba, Fort Garry Campus
Winnipeg, MB**

AGENDA

- 1. Call to Order**
 - 1.1 Welcoming Remarks – Peter Fischer
 - 1.2 Roll Call - Ken Fisher
- 2. Approval of Agenda**
- 3. Approval of Minutes of 75th Board of Directors Meeting & May 7, 08 Teleconference Summary-Attached**
- 4. Business Arising**
 - 4.1 Future Format of Meeting
 - 4.2 Attracting New Societies
 - 4.3 President Elect Suggestions
- 5. Report of the Program Chair –Phil Gardiner**
 - 5.1 Report on the June 2008 Winnipeg Meeting - 6th Northern Lights Conference – Program Update & Organization - CIHR & other organizations involvement in the Meeting
- 6. Report of the Honorary Secretary – Ken Fisher**
 - 6.1 Report on the University of Manitoba June 2008 Conference
 - 6.3 Future Conference Plans – Topics, Format, Locations
 - 6.2 Membership update
- 7. Report of the Executive Director– Gabrielle Adams**
 - 7.1 2008 Advocacy & Activities
 - 7.2 Knowledge Translation - Update
 - 7.3 Dialogue with societies
- 8. Report of the Honorary Treasurer–(Ken Fisher on behalf of Karl Freeman)**
 - 8.1 Budget - Attached
 - 8.2 Approval of the Budget

*CFBS the Voice for Life Sciences in Canada ** FCSB la voix des sciences de la vie au Canada*

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- 8.3 House Keeping
 - 8.3.1 Reappoint Signing Officers of the Corporation
 - 8.3.2 Approve the Expenditure of the Current Meeting

9. Report of the President – Peter Fischer

- 9.1 Future of CFBS

10. Report of the Societies

- 10.1 Issues of Concern
- 10.2 Activities – Future Meetings
- 10.3 Future Plans

11. Other Business

12. Adjournment

Minutes

Present: J.E. Scott, Bernie Juurlink (CAANCB), Katherine Gray-Donald (CSNS), Phil Gardiner, Brian MacIntosh (CSEP), Ric Devon, Hugo Bergen, Dan Belliveau, Peter Fischer (CFBS President), Ken Fisher (CFBS Secretary), Gabrielle Adams (CFBS Executive Director), Wafaa Antonious (CFBS Manager).

By teleconference: Patrice Couture (CSZ).

1. Call to Order

1.1 Welcoming Remarks – Peter Fischer

Peter Fischer, CFBS President called the meeting to order and welcomed the board representatives.

1.2 Roll Call - Ken Fisher

Ken Fisher took a roll call and declared that quorum was met.

2. Approval of Agenda

Motion: Phil Gardiner made a motion to approve the agenda, seconded by Brian MacIntosh, all in favour.

3. Approval of 75th Board of Directors Meeting Minutes November 2007 & May 7, 2008 Teleconference Summary

3.1 Motion: Phil Gardiner made a motion to approve the 75th Board of Directors' meeting minutes, seconded by Elliott Scott, all in favour.

3.2 Motion: Brian MacIntosh made a motion to approve the May 7, 2008 Teleconference Summary, Phil Gardiner seconded the motion, all in favour.

4. Business Arising

Peter Fischer recommended that the Business Arising items be discussed under the President's report. No other business arising items were added.

5. Report of the Program Chair – Phil Gardiner

5.1 Report on the June 2008 Winnipeg Meeting - 6th Northern Lights Conference – Program Update & Organization - CIHR & other organizations' involvement in the Meeting

Phil Gardiner reported good support from CIHR. Financial support of \$20,000 was provided from the main office. The CIHR Institute of Aging (IA) was very interested in the conference and decided to move the venue for their Board meeting to Winnipeg. The IA sponsored three of the symposia and one plenary speaker.. The conference program had a total of ten symposia, two very good plenary speakers, two workshops, communication sessions, and poster sessions. A total of \$78,000 was raised in financial support. Phil expressed satisfaction with the quality of the scientific sessions and his regret that registration did not meet expectations. The aboriginal group, hired for the opening ceremonies, was very well received.

Wafaa Antonious reported that the total registration revenue was \$26,000 and revenue from exhibits was \$4,500. The meeting folder revenue covered the cost of printing the folders.

Peter Fischer asked that the Minutes record a thank you to Phil Gardiner and the Local Organizing Committee for a good meeting and for their great efforts.

6. Report of the Secretary – Ken Fisher

Ken Fisher recommended changing the order of agenda items and beginning with the house keeping items under point 8.3.

8.3 House Keeping

8.3.1 Reappoint Signing Officers of the Corporation

Motion: Ken Fisher made a motion to reappoint the signing officers of the corporation, motion seconded by Phil Gardiner, all in favour, motion approved.

8.3.2 Approve the Expenditure of the Current Meeting

Ken Fisher explained that it was a legal requirement by Corporation Canada that the expenditure of the board meeting be approved at the board meeting. He also explained the quorum requirements.

Motion: Ken made a motion to approve the expenditure of the current board meeting, motion was seconded by Brian MacIntosh, all in favour, motion approved.

8. Report of the Honorary Treasurer – (Ken Fisher on behalf of Karl Freeman)

8.1 Budget - Attached

Ken Fisher advised the board that he was presenting the budgets on behalf of Karl Freeman, CFBS Treasurer, who was unable to attend. He added that he had also discussed the budgets with Gabrielle Adams and Peter Fischer.

Ken went through the 2007 budget numbers and explained that the figures had been checked by a bookkeeper recommended by the auditor and were accurate. The actual audit would be done within the following two weeks. The 2007 conference showed a slight deficit after adding overhead and staff cost to the conference expenses. The scientific conferences needed to bring in significant profits in order to support the other CFBS activities. The 2008 budget was based on estimates and forecasts of activities for 2008. Ken explained the three business lines: Membership, Conference and Services.

Wafaa Antonious explained that the Service contracts showed deficits in 2007 and 2008 since the fees charged to societies had not included all overhead costs.

Ken Fisher explained that in 2008 there was significant erosion in revenue from membership due to the withdrawal of the Canadian Society of Biochemistry, Molecular and Cellular Biology (CSBMCB). The income from the 2008 conference would likely be higher than shown by the estimated budget numbers due to somewhat higher registration revenue and lower speaker costs. Ken indicated that the conference would probably make a slight profit. However, he advised that the final numbers for the conference would be confirmed only after all the expenses were paid. Ken congratulated Phil Gardiner and his team on their excellent work on the conference.

Ken explained that the Executive Director expenses are higher in 2008 due to the fact that Bruce Sells is staying with the organization to continue to work on the Knowledge Translation initiative. Gabrielle Adams has taken on the other Executive Director responsibilities.

In summary, Ken pointed out that the 2008 budget was showing a total deficit of \$52,000. This was likely an overestimate of the deficit, which may decrease to about \$25,000, depending on the final figures from the conference. CFBS has about \$50,000 in investments (GIC) and had a starting bank balance in January 2008 of \$11,000. However, two deficits in two years in a row are raising the red flag. The 2007 deficit was covered from the bank balance compiled from previous profits from scientific conferences. The 2008 deficit will have to be covered largely from the investment in the GIC which was also made from previous conference profits.

8.2 Approval of the Budget

Ken Fisher asked for the approval of the 2007 and 2008 budgets. Although he had presented a deficit budget for 2008, CFBS had a plan in place to cover the deficit. However, there will be further complications in 2009 due to the withdrawal of additional societies. This would be discussed later in the agenda.

Motion: Elliott Scott made a motion to approve the 2007 and 2008 budgets, as presented. Katherine Gray-Donald seconded the motion.. There was a vote in favour.

Patrice Couture joined in by teleconference.

6.2 Membership update:

Ken Fisher reported that the Canadian Society of Biochemistry, Molecular and Cellular Biology decided not to renew their membership or service contracts at the end of 2007. The Pharmacological Society of Canada will cease to exist in their present format as they are merging with a clinical society. They have withdrawn from CFBS effective May 2008. The Canadian Society for Immunology has a membership contract that expires at the end of 2008 and has decided not to renew the contract for 2009. The Biophysical Society of Canada withdrew from CFBS with an effective date of April 2009. The Canadian Physiological Society have announced their withdrawal effective May 2009 and will not renew their service contract at the end of 2008.

9. Report of the President – Peter Fischer

9.1 Future of CFBS

Peter Fischer indicated that, with the withdrawals of the societies reported in the Secretary's report, CFBS would be left with only five societies, with a representation of about 800 members. The CFBS was formed 51 years ago by the member societies to strengthen the voice of life sciences in Canada. Some of these societies do not seem to see the importance of the CFBS any longer. There has been interest in an organization that advocates on behalf of basic science and basic scientists but not in the model of CFBS.

Peter posed the question as to whether it was worthwhile to continue as a federation of biological societies when CFBS represented only a small portion of life sciences. CFBS has \$50,000 in investment to allow it to continue until the end of 2008. However, with the withdrawal of membership and without a conference in 2009, CFBS will be short of about \$100,000 in funds in 2009. With the present structure, CFBS can no longer continue to operate beyond 2008. Peter presented two possible options: 1) meet current contractual obligations and shut down CFBS by the end of 2008, or 2) scale down operation drastically to buy some time to work on increasing membership and revenue. Some options for scaling down operations might be to close the current office and share office space with another organization, decrease staff to one person, hire a professional lobbyist for advocacy as needed. If the choice would be to shut down at the end of 2008, that decision would need to be made at this Board meeting.

7. Report of the Executive Director – Gabrielle Adams

7.1 2008 Advocacy & Activities

7.2 Knowledge Translation - Update

Gabrielle Adams gave an update on the Knowledge Translation initiative. Bruce Sells was working hard to push the idea forward with the Library of Parliament (LOP) and the granting councils. The LOP would be willing to pay \$5,000 per paper. SSHRC would be interested in the idea but would not be able to provide funds. Bruce would be talking to NSERC at the end of June and would also be contacting CIHR. Rx&D has also been contacted but discussions were still taking place.

Unfortunately, things were moving forward rather slowly. Gabrielle indicated that whatever funds could be secured for the Knowledge Translation initiative would likely be sufficient only to cover the costs and not help with costs of other CFBS advocacy activities.

7.3 Dialogue with Societies

Gabrielle Adams talked with some of the societies that had withdrawn from CFBS. It was recommended that CFBS prepare a business plan to present to new and past societies to attract them to CFBS. An outline for a business plan was in preparation. Gabrielle added that a search was made and 10 possible new societies were identified that could be approached regarding membership. However, it was uncertain that membership could be increased to a level that would be viable.

In the May 7, 2008, teleconference a recommendation was made to change the format of the CFBS conference for 2009 to a workshop that would outline career opportunities or present information on the Canadian scientific scene to younger Canadian scientists. This might be an opportunity to generate some revenue. Bruce Sells and Gabrielle Adams had met with a representative from Rx&D, the association of research based pharmaceutical companies, regarding their interest in partnering in such a workshop. This was still under discussion. The concern was that these initiatives have been slow moving and not likely to bring in adequate funds in 2009.

10. Report of the Societies

10.1 Issues of Concern

Katherine Gray-Donald gave an update regarding the activities of the Canadian Society of Nutritional Sciences (CSNS). The CSNS was negotiating a merger with the Canadian Society of Clinical Nutrition. Although members of the CSNS were in favour of staying with CFBS, this would have to be accepted by the membership of the new society. Both societies have to dissolve and a new one constructed. Katherine anticipated that there would be a motion to dissolve CSNS by June 2009. Gabrielle expressed her concern that getting agreement from new societies regarding membership would take some time since the membership would need to discuss the issue and vote. Wafaa Antonious explained the Canadian Society for Exercise Physiology (CSEP) pattern where some members were academic and some were clinical. Their membership in CFBS was based only on the academic portion. Brian MacIntosh explained that CSEP had a separate set of fees for the academic and clinical members. Part of the academic membership fees go to CFBS.

10.2 Activities – Future Meetings

Elliott Scott suggested that CFBS might consider going in partnership with other organizations in holding joint conferences, with CFBS having a reduced program. Gabrielle Adams expressed concern whether that would bring in enough revenue. Peter Fischer suggested that another option might be for CFBS to be involved in the management of conferences for societies since it has strong expertise in this area.

10.3 Future Plans

The advocacy contract with the Canadian Society of Zoologists (CSZ) will mature at the end of December 2008. Patrice Couture indicated that CFBS should not take it for granted that the CSZ will renew its advocacy contract in 2009. They are looking into other possible options.

Peter Fischer warned that the Board should take into consideration that there is a possibility that CSZ might not renew the advocacy contract in 2009 and that CSNS will have to dissolve to merge with another society.

11. Other Business – Future of CFBS

Peter Fischer returned the discussion to the questions and options raised in the President's Report (item 9).

Phillip Gardiner expressed the view that the CFBS should maintain the vision of being the voice of life sciences in Canada. He felt that there were significant numbers of members in the societies, even in those that have withdrawn, that were interested in what CFBS had to offer. Phil proposed a model for CFBS as a society of individual members rather than a federation of societies.

Bernie Juurlink suggested bringing together representatives from all the life sciences societies to get their opinion on creating a new entity which would replace CFBS as the voice of life sciences in Canada. It would be worthwhile to investigate whether there would be a new structure that the societies would support.

Gabrielle Adams raised the question as to who should take the lead in approaching the societies. Bernie Juurlink recommended that CFBS invite all the life sciences societies, help organize it, but not get involved in the discussions at the meeting. Gabrielle inquired whether societies with clinical focus should be invited or only those that have a research focus. Bernie Juurlink recommended that invitations should be sent only to those with a research focus.

Based on the discussions, Peter Fischer concluded that the CFBS Board's recommendation was that the CFBS office should wrap up its operations by the end of 2008. It should use the six remaining months to bring together life science societies to get their opinion on creating a new voice to advocate for life science research. Peter Fischer asked for motions from the Board.

Ken Fisher clarified that this was an Annual General & a Board meeting. Each society had two votes, and the minimum requirement for a quorum was three societies. This was a duly constituted annual general meeting of the Canadian Federation of Biological Societies.

Motion: Brian MacIntosh made a motion to shut down the operations of CFBS by December 31, 2008. The motion was seconded by Katherine Gray-Donald. All in favour, motion approved.

Motion: Elliot Scott made the motion that the CFBS facilitate a meeting of Canadian life science societies to design a new voice to advocate for life science research in Canada. Phillip Gardiner seconded the motion. All in favour, motion approved.

Peter Fischer raised the issue of costs associated with the September meeting. CFBS would need to look at its budget to see how much money it could provide for facilities and possibly a professional facilitator.

Meeting adjourned.