

ICS Board of Trustee Directors Meeting and Conticom-ICS Ltd Directors Meeting Minutes

1st September 2011, 16:00 – 17:30

Meeting Room 4, SECC, Glasgow, Scotland

Present: Sender Herschorn (Chair), Jacques Corcos, Mary Pat Fitzgerald, Sherif Mourad, Werner Schaefer, Ajay Singla, Masayuki Takeda, Adrian Wagg

In attendance: Dan Snowdon...

1. Welcome

SH welcomed the new and re-elected Trustees.

2. Co-opting a ninth Trustee

The Trustees discussed the co-option of a ninth Board member, as per the recommendation of the previous Board and in relation to ICS membership feedback on the lack of representation in the new Board. Co-opting a nurse or physiotherapist would meet some of the concerns from those specialties over lack of representation. This would also show the wider membership that the Board is working to find a representative balance amongst the Trustees.

WS stressed that a gynaecological representative was of vital importance as the Board must ensure that this group feels well represented too. WS suggested Heinz Kölbl as a suitable candidate. JC noted that he had heard only minimal complaints from gynaecologists over lack of representation, and that the priority for this year was to co-opt a nurse or physio Trustee. SM noted that this is what the membership now expects.

SH read out the relevant Article permitting co-option. This is permitted considering the Board does not exceed the maximum of 9 members. WS felt that this was option not permitted under the ICS Articles. DS explained that the number of Trustees will vary between 8 and 9 in relation to the years when a General-Secretary Elect is in post. A motion was proposed by SH.

Motion: Should the Board co-opt a Trustee for 2011-2012

Result: 7 agree, 1 opposed (WS).

Motion carried

WS suggested polling the membership regarding what specialty should be co-opted. SH felt this was a good idea but would delay the process by some months.

Motion: Should the Trustees ask the ICS membership which specialty to co-opt?

Result: 5 opposed, 3 agree.

Motion not carried

AW reminded Trustees that the Chairs of the Nursing and Physiotherapist Committees had agreed to allow the final decision over co-opting to rest with the Board. AW added that the Board should consider choosing Chantale Dumoulin for co-option, as per the previous Board's recommendation. The Trustees also discussed whether the co-opted post should definitely be from allied health.

Motion: Should the co-opted Trustee be from Allied Health discipline?

Result: 7 agree, 1 opposed (WS).

Motion carried

Motion: As per the recommendation of the previous Board, should Chantale Dumoulin be co-opted as Trustee for 2011-2012

Result: 6 agree, 1 opposed. 1 abstention.

Motion carried, Chantale co-opted as Trustee for 2011-2012

A key reason for this motion being approved was that it was a proposal from the previous Board, carried out by the new Board in agreement with the Nurse and Physiotherapist Committees.

3. Scientific Committee, Beijing 2012

SH discussed standing down from the Scientific Committee as remaining in position was perhaps not appropriate given that he has now taken on the ICS General Secretary role. Trustees discussed and agreed that keeping this role would not be a conflict of interest, but that SH would be very busy and the workload on the Scientific Committee is very demanding. A suggestion was made that the Scientific Committee could co-opt a member for 2011-2012.

Action Point 99: Sender Herschorn to stand down from the Scientific Committee immediately. Scientific Committee to consider co-opting new member for 2011/2012.

Trustees discussed WS's role as joint Scientific Chairperson for ICS 2012. WS is also Education Committee Chair and a Trustee in a reduced Board, and therefore may not have the time to devote sufficient attention to all three duties. WS felt that he could take on all three roles, particularly if the Education Committee was re-organised. Trustees discussed WS standing down as Education Committee Chair for 2011/2012, and to return for his final year as Chair in 2012/2013. WS preferred to appoint a co-Chair for the year, and will also consider if additional Education Committee members are required. WS agreed to write to the Education Committee to notify members that he will appoint a co-Chair for 2011/2012. It was agreed that WS will appoint the co-Chair by November 1st 2011.

Action Point 100: WS to write to Education Committee to notify members that a co-Chair will be appointed for 2011/2012. WS will appoint a co-Chair by November 1st 2011.

SH clarified that the Board is asking WS as Chair of the Education Committee to appoint a co-Chair to assist in Education Committee duties until at least after the ICS 2012 meeting. All were in agreement over this clarification.

4. Term of office for Helmut Madersbacher

WS had requested an extension of Helmut's term as committee member of the Education Committee. Helmut concluded his six year term as member as of 1st September 2011. WS requested special permission for one further three year term as per the ICS Bylaw which states: "In exceptional circumstances and with the approval of the Board of Trustees, the Committee Chair may allow a committee member to run for election on one further occasion." WS outlined that Helmut had been a very supportive committee member and the committee would benefit from extending his term. The group questioned how long Helmut had been on the Education Committee

as it could have been well more than six years. MPF suggested that Helmut could still participate in educational activities even if he were not on the committee. JC outlined that some Education Committee members had expressed concerns over the extension as it could limit opportunities within the committee. JC recommended that future votes on extending a member's term should be held without that person in the room. A comment was made that the request from WS did not meet the section of the Bylaws stating, 'exceptional circumstances'.

Motion: Should Helmut Madersbacher's term as Education Committee member be extended for a further three years

Result: 3 agree, 3 opposed, 2 abstain

Motion not carried

As the vote was inconclusive SH recommended that the Education Committee has the final say, and that the Board would support the decision of the committee.

Action Point 101: ICS office to coordinate vote from Education Committee to determine whether Helmut Madersbacher's term on the committee should be extended for a further three years.

5. AOB

Task Force reports

The Board agreed on the importance of ensuring that Task Force Chairs submit a final report with recommendations.

Action Point 102: ICS office to encourage Task Force Chairs to submit a final report with recommendations to the new Board.

Publications and Communications Committee

MPF asked the Board to consider how to keep the PCC informed, now that no PCC members were a Trustee.

Trustee Forum

MPF asked if the content of the Trustee forum was discoverable legally. AW replied that under the UK Freedom of Information Act it would be.

ICS Strategic Plan

SH explained to Trustees that the ICS needs a 5 year strategic plan. The Board could consider a retreat in order to properly consider and develop this plan. WS suggested tidying up the Articles and Bylaws first. SH agreed, but suggested not to delay the strategic planning as this in itself would deliver goals and aims.

Voting results

Dominic Turner joined the meeting to confirm to the Board that all recent elections had been passed. The Board agreed to send a note of thanks to the previous Board.

Day to day working

DS asked whom from the Board the ICS office should contact in relation to day-to-day work of the ICS. It was agreed that SH would be first point of contact for the office.

Next meeting

January 2012 was suggested but this might be too late. SH asked for time to understand the inner workings of the ICS and he could then call a Board meeting at a suitable date. Toronto was suggested as a viable setting for the meeting.

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Action Point 102: ICS office to encourage Task Force Chairs to submit a final report with recommendations to the new Board.