



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

“Sunday 19 October 2014, 08:30 – 18:30”

Windsor Atlantica hotel, Rio de Janeiro, Brazil

Room: Saloon – Paraty A (1st Floor)

Trustees present: Sender Herschorn (Chair SH), David Castro Diaz (DCD), Jacques Corcos (JC), Katherine Moore (KM), Sherif Mourad (SM), Masayuki Takeda (MT), Adrian Wagg (AW)

Office attendance: Dan Snowdon (Administration Director), Dominic Turner (I.T. Director), Avicia Burchill (Project and Events Manager)

1. Take Board photo

2. Apologies for absence

Steinar Hunskaar, Alex Wang

3. Approval of Agenda

Motion to approve agenda

SM proposed

JC seconded

Result: all in favour

Motion carried

AW requested that the education committee be placed on AOB.

4. Matters arising from Board Minutes, 11 January 2014

Action points outstanding/to be raised:

ACTION POINT 173; DT written to and chased UEMS. They have their AGM this month so we are expecting an answer by end of month. SH explained why its good to be accredited and that it would really benefit for income generation. JC expressed that revenue generation is going to be a long time coming but there is no current business plan and that he was not sure why organisations would come to us to be accredited. SM thinks there are several organisations and courses during the year would want to come. DC agreed with this point and felt once up and running should not be too much work. DT explained that it is early days of the process and that he would expect to prepare a business plan soon and if it's not financially viable then we would not proceed.

ACTION POINT 181; DS explained that meeting is to be held in Rio. DT updated the board with the key points that industry raised at the positive meeting in Barcelona. Ferring requested that webcasting be available and this is happening. The problems with breaks and open/close times for exhibition i.e. finishing early on Friday have been implemented in 2014. They requested satellite symposiums to be more integration into meeting but we could not accommodate this due to compliance issues.

ACTION POINT 194; **IN CAMERA**

ACTION POINT 212: DT to ask ICUD for the electronic book.

ACTION POINT 198; DT explained his progress on income generation projects. There has been discussion with continence advisors who deal with prostate cancer patients that lifts information from the CPA website. They have proposed £30K to develop the website related to the UK prostate charity. DT also investigated the re-sale of our meeting organisation platform and membership platforms. ICS-UK would be a viable candidate to purchase meeting organisation platform. The idea to sell the software to gain max return i.e. a licencing return. ALAP also have asked for a membership processing system and would use us to collect our membership. ICS TV has been taken forward as part of the three year plan with Ferring.

ACTION POINT 207; grievance procedure to be finalised

Motion to grievance procedure

KM proposed

AW seconded

Result: all in favour

Motion carried

ACTION POINT 209; Valid data member data. DT explained that not yet actioned but work in progress

ACTION POINT 210; disclosure form – DT to look at that post meeting.

5. Approval of Board Minutes, 11 January 2014

Motion to approve minutes

SM proposed

DC seconded

Result: all in favour

Motion carried

6. Approval of Board Minutes, 25 February 2014

Motion to approve minutes

AW proposed

KM seconded

Result: all in favour

Motion carried

7. Approval of Board Minutes, 11 March 2014

Motion to approve minutes

KM proposed

DCD seconded

Result: all in favour

Motion carried

8. Approval of Board Minutes, 10 April 2014

Motion to approve minutes

AW proposed

SM seconded

Result: all in favour

Motion carried

9. Approval of Board Minutes, 13 June 2014

Motion to approve minutes

JC proposed

DCD seconded

Result: all in favour

Motion carried

10. Approval of Board Minutes, 26 June 2014

Motion to approve minutes

KM proposed

SM seconded

Result: all in favour

Motion carried

11. Approval of Board Minutes, 9 September 2014

Motion to approve minutes

KM proposed

AW seconded

Result: all in favour

Motion carried

12. Summary of progress to date on Board actions

DS explained that the summary is what the board has completed during the year. The bylaw change with regard to canvassing has been changed and has been no reports of violation. The Articles have been reviewed and are to be presented at the AGM this week. The major changes have closed loopholes and grey areas. The ICS office is gradually working on a database. ICI RS letter has been done. The AGM slides have changed and are ready. The investment group have been working hard and this will be reported by SM plus honorary will be removed from the treasurers title. There is still the plan for the education committee to hold a virtual discussion to create the education programme. We now have an overview of the standardisation reports and there has been a lot of progress. We need to assign the ongoing trustees to committees and assign which strategies to which committee. We have held committee chair teleconferences and they were successful and there is an open forum for board and committee chair. The annual meetings committee was amended and we revised the annual meeting survey. ICS and SUFU have discussed the term if the editor in chief and they are to be appointed for 4 years plus 4 years if they are performing.

Incoming trustees and scientific chair to be observers on board meetings – they have been invited.

13. Decisions made on Board discussion forum

DS explained that this were the discussions held on the discussion forum and need to be noted on the minutes as formal board decisions.

DC said there were complaints from committee members who get nothing for the time they spend working. SH explained that they are volunteers and they should want to contribute without payment. DC suggested that they should have some acknowledgement of compensation i.e.

reduction of registration fee. SH felt that no other organisations do this apart from the official officers of the organisation. SH felt that people should become volunteers for the organisation and if they want to do it for money, then don't. SM heard comments from other committee members that the scientific committee get more than committee members and are more privileged. AW suggested that its worth having a discussion about amongst the new board. SM felt that there are a lot of committee members who actually do not contribute sufficiently. SH suggested that is a problem which cannot be solved here and we have to move on and explain that these are volunteer positions and we have specific levels of compensation depending on what position you hold and we have to be open transparent and fair.

DS asked for motion of approval

Motion to approve Board discussion forum as approved

AW proposed

KM seconded

Result: all in favour

Motion carried

14. General Secretary report

SH provided this annual report. The strategic plan was crucial and to re-establish the ICS as the go-to organisation. There were three linked components – scholarly output/organisation/finance. The scholarly projects include standardisation reports ongoing/educational programmes throughout the year and an excellent annual meeting. This has been helped with an improvement to our infrastructure with the extensive changes of our articles and bylaws. We have realigned committee responsibilities and the town hall meetings have been useful. Communication with the committee chairs has been useful and you have to have by in from the committees. We need to work with some committees to ensure they strategically fit with the aims of the society. No committee should work alone and outside the strategic aims of the ICS. This is where the barriers are. On the finance side things are looking good and perhaps the membership reduction this year is linked to the decision about IUGA. The balance sheet is looking better. The organisation is healthier. This annual meeting industry has come to Brazil but not the local delegates. Montreal should also be successful. Ferring have agreed 3 year contract and Pfizer still give money even without coming to meeting. It's been a successful year and quiet year with small pocket of dissatisfaction. Dan, Adrian and I have spoken once a week and the teleconferences have been useful. I would like to thank staff who provide the consistency and without them the organisation would not be here. SM came to Bristol and has been brought up to date.

KM asked how the transition has been with the GS elect. SH says it's been brilliant. It's a planned succession not a vice president. It should be a seamless change. KM says that should be mentioned in SH annual report at the AGM.

15. Finance Report of Treasurer

SM thanked DS and Sara who had prepared the slides and worked with Sherif to prepare the financial report.

a) Final Accounts for ICS 2013, Barcelona

The total surplus was €461,701. This shows the evidence of the cost cutting exercises as we had less delegates. Hotel commission dropped as less booked with Kenes as many found it easier making bookings direct in Barcelona. SH says that the hotels should tell Kenes whether delegates have booked direct but it was discussed that this would be difficult with so many hotels involved. SM

explained that the annual dinner was very expensive as there was not enough ticket sales against minimum requirements. This year we have a smaller maximum but it is becoming increasingly difficult to advertise the social events with compliance restrictions.

b) ICS and Conticom Annual Accounts, to 31 December 2013

Total surplus £91,341 compared to the loss born by Kenes in 2012. SM went through the income for the year. DS explained the restricted funds were those of the CPC which they are still planning to use and they dip in and use mostly for the public forum if sponsorship is not forthcoming. The membership fees and members increased in 2013 and this had knock on effect on royalty income. SM went through the expenditure.

c) Half year finance report for 2014

The half year position for 2014 was reviewed and SM noted that membership income is down. This may be due to the location of the annual meeting. SM explained that income from investment and the annual meeting projections are down from projected. AW questioned what happened to the expected £5000 donation. SM explained that the CPC did not get funding as expected. SM explained that the education committee has not spent their full budget but they are still running many courses throughout the year.

d) Early financial projections for 2015 – 2018

SM explained that the membership income is expected to slowly increase over the years but we need to adjust down for 2014. SM also explained that the income from the annual meeting is shown in the year of the annual meeting regardless of when we got the income. The Rio meeting will show less income for the meeting than expected because of the lower number of delegates than expected. The estimated £68K surplus should come down and will suggest a deficit of £38K. This is the problem with going to far flung destinations and we can only hope that Tokyo will not have the same effect. MT said that it is expected that locals and those from the Pan-Asian rim countries will come. It is also expected that Chinese delegates will attend.

e) Investment: update and discussion

SM explained that the investment group looking to invest £700/800K to have 85% in safe deposits and 15% in higher risk. There have been meetings with Crystal Wealth Management and Smith & Williamson with Crystal Wealth being very supportive and not charging for their time to date. The risk split of 85%/15% is unlikely to cover inflation. Therefore to seek 4% return with consideration of risk/return and nature of deposits. SH said BAUS had their financial portfolio online and it was around 4-5%. SM recommend that we meet with Crystal Wealth prior to next board meeting.

f) Review of reserves policy

SM explained that to have healthy accounts we need to reconsider the reserve policy to either change policy or start to spend again. SM suggested to change the policy. AW what about saving as an endowment but AB explained cannot save unless you are saving for a particular project.

A discussion about the reserves. DC felt the policy needed to increase. JC felt that the reserves policy was sufficient as is. AW did not feel strongly either way. KM felt that the 2/3/4 year fund and would it limit what we could achieve meanwhile. SM if we take the decision we can achieve over several years. DS we are already above our reserves – it would be fairly simple to reach. SH felt that it sends a message that this board wants to save cash reserves and also that it has invested well. It doesn't change anything we do on a day to day basis.

Motion to change reserve to have 4 years of operating costs (£2.3m) plus the £200K for unforeseen.

SM proposed

AW seconded
Result: 6 in favour 1 opposed
Motion carried

g) Possible relocation of ICS office in Bristol

SM explained that he was happy that the next board meeting will take place in Bristol and the staff are doing lots of work and are very busy. SM suggested that the ICS needs to look to relocate the office to make it less crowded. DC suggested to take over Kenes role to take on that side of the business. SM replied that the office cannot do this now but they are taking some things already. DS responded and stated that the office just fits staff levels currently and it's just about sufficient for our needs but our storage is in with us. DS went on to explain that if we increase any staff then we would have to look to move. AW suggest staff investigate this and see whether a saving could be made.

ACTION POINT 213: DS to look into options for possible relocation of the ICS office

h) Awards and Fellowship update and strategy (KM)

KM explained that the awards and fellowships would not be possible without Tracy/Sophie/Avicia and the reviewer. KM explained that the ICS awarded £57K to 35 people. This was a combination of a number of smaller awards i.e. 20 conference awards, plus one emerging award of £7200 and the Pfizer visiting fellowship/scholarship. KM conformed that the ICS has secured the Pfizer grant again for 2015. Urodynamics fellowship/clinical and Neurourology fellowships were also issued. KM explained that there were 58 applications in total applicants. KM suggested that this is included in the AGM slides. KM explained she and DT discussed having the review process online but would be a lot of time to produce and not a lot of gain so still a manual review. MT questioned that there are 3 fellowships and whether the Neurourology is for basic research. KM explained that it could be for either and the Neurourology committee helps review the applications and it also depends on study sites. Similarly with the clinical fellowship in that they have to have a letter from the site first before they can apply.

15(i) Staffing. IN CAMERA

16. Strategic plan: operational plans, general update, schedule for 2015

High quality scholarly activity

DS gave an update on this most important strategic point. The development of the standardisation reports has progressed. Jenny Ellis is the point of contact for Marcus Drake in the office and facilitates the working groups. These two are working very closely to develop the reports. The urodynamic equipment performance has been published and the chronic pelvic pain is almost complete. There are several other working groups in place and there is a meeting later this week with Marcus to discuss the position of these and how best to expedite them to fruition. DS questioned the board whether the ICS is now the gold standard considering the production of these two reports. SH the best way of measurement is the number of downloads for the terminology reports on the NUU website. AW clearly the ICS wants to be collaborative but there is a fine line to establish ICS and what we doing jointly with other societies questioned the board on whether these should continue. KM questioned what he meant by that. AW explained he felt that joint reports diluted the ICS impact. SM felt that the 2010 report was led by IUGA. AW we need to bear this in mind for future reports. KM it's also a waste of time when two societies doing same work and also very confusing the researcher who is trying to find standardised terms. DT explained that a major point with the 2010 report was that we failed to identify that males were meant to be in the report hence the criticism.

DS explained that the other action was to create a committee plan with committee chairs and they were asked for consensus statements. AW explained that this is a best brains paper for publication similar to that done by JC. JC we need to continue to with these brain storming meetings on specific, sharp topics to show that we can do it.

Accreditation status – DS said we have started this process and are waiting as previously discussed. DS asked that the board look at the remaining actions and assist the office with prioritising. AW has asked the education committee to conduct a couple of things around the scientific programme especially around dissemination of other best practices at other conferences to work effectively to produce an optimal scientific programme.

KM asked that trainee is changed to “early career members/professional”.

ACTION POINT 214: Ensure trainee sessions renamed for next year to early career members/professional.

Optimising Organisational Effectiveness.

SH we have made good progress on this compared to other parts of the strategy because of the articles and bylaws changes. DS gave update on each action. Code of conduct and grievance has all been actioned. The next step is to ensure all groups are aligned to strategy which is clearly going to take a lot more work and to have clear lines of reporting and accountability. AW this will be a difficult process with some committees as it implies more central control and the membership will probably not enjoy it but it's absolutely necessary that this happens. AW continued that reading some of the committee reports made it clear that they need to be more focused on the overall strategy. With regards to building stakeholder engagement DS explained that we have been working on a communications plan and this will be finalised in Q1 of 2015. Industry panel needs to be set up and need to understand what their role will be. DS felt that this is a priority for 2015. JC felt that ICS was behind on being a key source of information and science and so we have to play the game of what the other societies are doing. For example SIU have a very strong communication process. DT explained that the problem is getting the content/science - for true science we need the professionals to send us the information. AW questioned whether SIU are sending out stuff that SIU have produced or are they just replicating others. JC stated its stuff that they have done. DT suggested that we ask session chairs to provide a summary of their sessions and then attach the abstracts related. However DT explained that this is only really good immediately post meeting.

ACTION POINT 215: JC to send the office examples of SIU communication

ACTION POINT 216: Office to draft a communication plan in quarter 1 of 2015

Establish financial health

DS explained the idea was to ensure that each meeting generated a surplus of £500K. Barcelona was £469K and Rio budget needs to be adjusted down. Montreal is expected to reach in excess of £600k. Depending on Rio outcome the aim of £500k has almost been met on average across the three meetings. No projections are yet available for 2016. DS explained that even though Barcelona had less delegates than Glasgow the surplus was comparable and with the climate of expensive travel for delegates we have to look at ways to keep those numbers attending. Work will continue with the PCO on cost considerations. Budget considerations in line with the strategy have become a natural way of thinking within the office. SH agreed that it had made a difference in how the board approaches financial considerations and on how we look at committees.

DS continued and outlined that the other major plan was to review the selection of ASM locations and this was done last year and is possibly our most significant financial decision we have made. AW explained that if there was a guaranteed income from an out of sequence destination then this would be considered by the board. AW stated that the board are meeting with IUGA this week with a view to discuss the forward planning of meetings. IUGA plan 3 years ahead and the ICS is 5 years so the discussion will be to see what happens after 2018. A discussion was held concerning the joint meetings.

DS continued with the final item within this part of the strategy which was to develop income generation plan. There is an investment strategy plan in progress and the board have spent a lot of time this year understanding our needs and what the major risks are. There is a plan to have a meeting prior to the next board meeting in London with some formal proposals with a view to invest after. Accreditation is intended to be an income generator as well as the other direct benefits it gives. Developing our relationships with industry is under way. There is now a three year deal with Ferring and the two years confirmation from Pfizer for \$30,000 annual meeting funding and \$25,000 for scholarship funding. Astellas are by far our most important partner and there is a meeting planned this week. AW confirmed that Pfizer will only give scholarship on an annual basis. DS the aim now is to look into any grants or other big firms that we can apply for funding from. AW hoped that should AB's capacity be freed up this would be an area that she would investigate as it's a key deliverable for the extra time is she currently contracted. There is a huge opportunity for large gains here to target our efforts on philanthropic organisations. SM asked whether the funds from these organisations would be restricted funds and AW responded to say that they do vary depending on the giver. DS summarised that the ICS is well on the way to establishing financial health and it's under the microscope at every board meeting, as it should be. But good progress has been made.

17. Update from Kenes re 2015 (powerpoint presentation as appendix)

Avital Rosen (AR) explained that there had been some extra requests from LOC in the last few days which would have a financial impact. The Board explained such requests are not allowed at this stage. AR stated that 1735 were registered as of today. 48% of those attending are European and some further analysis of this needs to happen. AR confirmed that abstract numbers stay the same regardless of destination. Also that participants are becoming younger and younger. Need to look at some new/different ideas for a younger meeting. AR confirmed there was lots of sponsorship which was a big surprise but overall amounts are going down. AR confirmed that they were hoping for more onsite registrations but not many.

Tamara Wasserman (TW) was introduced as the new ICS Project Manager. TW then explained sponsors already signed up for 2015. A discussion was also held about the change of the days.

18. PCO bid presentation and discussion with AIM GROUP (powerpoint presentation annexed)

19. PCO bid presentation and discussion with KENES INTL (powerpoint presentation annexed)

20. PCO bids: Board discussion and decision **IN CAMERA**

ACTION POINT 217: Kenes to be renewed pending negotiation over terms. AW to take over negotiation with Kenes contract. DS to advise AIM.

21. Strategic Plan: Committee consultation progress and decisions

It was agreed to move this agenda point to the Friday meeting

22. Preparation for ICS 2014 meetings and AGM: Town Hall meeting, Industry meetings

The planned meetings for the week in Rio were discussed. SH said that the industry meeting should have clear follow up actions as they want deliverables. SH went on to explain that AB to be an industry liaison for the office and that AB to attend meeting. The points from the last meeting were discussed many of which have been taken on board and implemented for 2014.

23. Wiley Contract update

SH explained that a consultant was hired by both societies to review contract with Wiley. They were found to be very valuable and their knowledge was excellent. Wiley has sent a contract and its now time to retort with significant changes. For example we want 20% royalty they suggested 12% and there was no signing bonus. Wiley needs ICS and SUFU in order to be a profitable so now the societies are in a position to make a counter contract. Need to question why not fully online and why they want abstract 6 weeks before print. SH summarised that its work in progress. DT explained that the consultant was asked whether a new journal could be produced but that the consultant felt that Wiley would probably answer our requests. A new journal would take 2 years to get an impact factor and would need to be recognised by Thomson Scientific. It was discussed and at this stage it was agreed that the discussions need to progress with Wiley rather than investigate new journal.

24. Disciplinary decision - IN CAMERA

25. Scientific committee terms of reference, elected chairman and budget for 2015 review meeting - IN CAMERA

Motion to approve position of elected chair of scientific committee 3 year term renewable once.

AW proposed

KM seconded

Result: all in favour

Motion carried

Motion to approve Scientific chair position change from Local Annual Scientific Chair to Annual Programme Chair and the terms of reference be updated accordingly.

JC proposed

AW seconded

Result: all in favour

Motion carried

ACTION POINT 218: Scientific Committee Terms of Reference to be updated.

ACTION POINT 219: AGM to call for nominations for the elected position of scientific chair with the term to start at the Montreal AGM.

26. Charity registration at the annual meeting

It was agreed to move this agenda point to the Friday meeting

27. Any other business

Education Committee – IN CAMERA

Continence Societies

DC having seen what other societies have been doing and considering the discussions about the length of the meeting there is a growing number of continence societies and it would be good for

them to have meetings prior to our meeting. AB explained that if any society have approached us we have never declined request and if they are non-profit making we can offer them free space.

ACTION POINT 220: AB to invite national continence societies to annual meetings and SH to raise at meet the continence societies.

SH acknowledged Dom Turner for his 10 years of service from 18 October 2004. Thank you and congratulations. SH added that Dom has really changed the face and public profile of the ICS to a great degree.

Date of next Board meetings:

- **Friday 24 October 2014**
- **Friday 23 January 2015**

ACTION POINT 212: DT to ask ICUD for the electronic book.

ACTION POINT 213: DS to look into options for possible relocation of the ICS office

ACTION POINT 214: Ensure trainee sessions renamed for next year to early career members/ professional.

ACTION POINT 215: JC to send the office examples of SIU communication

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