

# **AIT Constitution – Amended April 2022**

## **Articles of the association - Updated April 2022**

### **1. NAME**

1.1 The association shall be known as the “Association of Inhalation Toxicologists”.

1.2 Vision: “To advance inhalation toxicology for public benefit”

1.3 Mission Statement: “To advance inhalation toxicology for the public benefit in all its aspects pertaining to the effects of extraneous substances including inhaled pharmaceuticals and environmental agents to which humans or other species are exposed by design or adventitiously”

### **2. OBJECTS (PURPOSES)**

2.1 The AIT shall remain a non-profit association.

2.2 The aim of the AIT shall be to advance quality dialogue on and provide a clearer understanding of all aspects of inhalation toxicology.

2.3 To advance inhalation toxicology for the public benefit.

### **3. COMMITTEE**

3.1 The AIT shall be managed by a committee comprising 3 officers (Chair, Vice-Chair and Treasurer of the AIT), a membership secretary and at least 10 other ordinary members of the AIT from various organizations. All of the committee members will be appointed at the Annual General Meeting (AGM) of the association.

### **4. POWERS**

4.1 In order to carry out the objects (purposes) but not otherwise the AIT may exercise the following powers:

4.1.1 Raise funds, receive grants and donations.

4.1.2 Apply funds to carry out the work of the AIT either alone or co-operate with and support other organisation with similar purposes e.g. hold exhibitions, conferences, meetings, lectures, classes, seminars, workshops and courses.

4.1.3 Do anything which is lawful and necessary to achieve the purposes.

4.1.4 Promote research, experimental work, scientific investigation and development into any aspect of the objects (purposes) of the association and its work and to disseminate the useful results of any such research for the public benefit.

## **5. MEMBERSHIP**

5.1 The AIT shall have a membership. People who support the work of the AIT and are aged 18 or over, can become an AIT member. Membership lasts for 3 years and may be renewed. The AIT will keep an up-to-date membership list.

5.2 Membership Fee – Membership of the AIT is free of charge for 3 years provided the person attends a face-to-face meeting of AIT within this period, but this shall be subject to annual review by the AIT committee. Those requesting to join the AIT who do not attend the face-to-face meeting of AIT will be charged an annual fee (the fee will be set by the AIT committee and agreed by members). Any change to the annual membership fee shall be ratified at the AGM or by email. An annual membership fee for members may also be necessary and will be charged at the discretion of the AIT committee; if an annual fee is required, the level of the fee shall be ratified at the AGM or by email.

5.3 Membership will remain open based on continued communication with the AIT committee (verbal or written). At the end of a three-year period without communication with the AIT committee, membership will automatically be withdrawn.

5.4 The AIT committee may remove a person's membership if they believe it is in the best interests of the association. The member has the right to be heard by the AIT committee before the decision is made and can be accompanied by a friend.

5.5 The AIT committee shall have the right for good and sufficient reason to reject an application for membership. Criteria for such rejection will include, but not limited to:

5.5.1 The AIT committee do not consider that the applicant will represent the best interest of the association.

5.5.2 The applicant has been prosecuted, disciplined or otherwise known to be involved in behaviour likely to bring the AIT into disrepute by malpractice.

## **6. ANNUAL GENERAL MEETING - AGM**

6.1 There normally shall be one meeting of Members per year, usually in the autumn, to include the AGM. Not more than 15 months shall elapse between the date of one AGM and the next (in exceptional circumstances members may be permitted to attend through a virtual means). Seven days' notice will be given to all members telling them what is on the agenda. Minutes will be kept of the AGM.

6.2 No business may be transacted at an AGM unless a quorum is present. A quorum at an AGM shall consist of ten members.

6.3 The AIT committee shall present the annual report and accounts.

6.4 A sub-committee of elected ordinary members of the association will assist the officers to achieve the purposes of the AIT. The sub-committee will be elected by members at the AGM or, in exceptional circumstances, by members via email. The

sub-committee will normally be made up of at least 10 people from various organizations, which is considered adequate to allow for representation across the members of the AIT. No organisation (including subsidiaries) shall have more than 3 members on the sub-committee to maintain diversity and balance to ensure adequate representation across the range of members.

6.4.1 Nominations for a position on the sub-committee shall be required to be proposed and seconded by other sub-committee members, by members attending the AGM or by members via email.

6.4.2 Proposals/applications with reasons for the candidate's suitability for a position on the sub-committee will be sent to the Chairperson (or other AIT committee member) in advance of the AGM. However, the candidate must be present at the AGM to be elected, unless exceptional circumstances prevail.

6.4.3 Members of the sub-committee will be elected for 6 years. They will retire at the AGM held during the sixth year but may stand for re-election. Sub-committee members should take an active part in at least two thirds of the AIT committee meetings each year, unless exceptional circumstances prevail, by either attending in person or by Webex/teleconference. If this commitment (once elected) to be an active part of the sub-committee is not forthcoming the AIT committee will have the right to deselect them from that role.

6.4.4 Any member of the sub-committee who has served at least 2 years may stand for election as an officer.

6.5 At the AGM, members shall elect 3 officers to serve for the next 3 years (the officers will remain as members of the AIT and act as chairperson, vice-chairperson and treasurer of the association). At the AGM, the members shall also elect a membership secretary to serve for the next 3 years. The officers and membership secretary will retire at the AGM held during the third year but may stand for re-election.

6.5.1 In exceptional circumstances (e.g. resignation of an officer), a committee member may be temporarily appointed by majority agreement of the existing members of the AIT sub-committee until a formal election can take place at the next scheduled AGM.

6.6 Additional people may be drafted onto the sub-committee on a temporary basis when special circumstances arise (e.g., co-opted when specialist knowledge is required to assist with a specific project).

6.6.1 Co-opted members on the sub-committee will not be elected but invited to perform designated tasks as required by the AIT committee. Their tenure will usually be for a maximum of one year.

6.7 At any AGM a resolution put to the vote of the meeting shall be decided on a show of hands from attendees, each member having 1 vote only (if there are virtual attendees then an electronic poll will be used for those attendees).

6.8 In the case of an equality of votes whether on a show of hands or on a poll, the Chair of the meeting shall be entitled to a casting vote in addition to any other vote he/she may have.

6.9 Changes to the constitution shall be made at an AGM or throughout the year via email with an inclusion of a 4-week voting poll to collect responses. If 51% or more of the respondents are for the change proposed it will be ratified. Proposed changes should be provided to the AIT committee in good time. Written proxy votes concerning constitutional matters shall be accepted at the AGM.

6.10 The AIT committee, by majority agreement of its members or at least half of the sub-committee members shall have the power to call an Extraordinary General Meeting of the association, at a minimum of 28 days' notice to the Membership.

6.11 Registration Fee – A registration fee, to be set by the AIT committee, shall be levied on delegates attending each meeting and delegates shall be notified of it in advance; at the discretion of the AIT committee, the fee shall be waived for invited speakers (invited speakers may also be offered help with economy travel costs at the discretion of the AIT committee).

## **7 COMMITTEE MEETINGS**

7.1 The AIT committee must hold at least 3 meetings each year. The AIT committee may act by majority decision.

7.2 At least 2 officers must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.

7.3 If any AIT committee members have a conflict of interest, they must declare it and leave the meeting while this matter is being discussed or decided.

7.4 The AIT committee may make reasonable additional rules to help run the association. These rules must not conflict with this constitution or the law

## **8. OFFICERS AND SUB-COMMITTEE SPECIFICATION**

8.1 Officers and sub-committee members are as follows:

- Chairperson (Officer)
- Vice-Chairperson (Officer)
- Treasurer (Officer)
- Sub-committee members (not normally less than 10)
- Membership Secretary (for administration)

## **9. DUTIES OF OFFICERS, SUB-COMMITTEE MEMBERS AND MEMBERSHIP SECRETARY OF THE AIT**

9.1 Three Officers will manage the association (Chairperson, Vice-Chairperson and Treasurer).

9.2 Chairperson: shall normally chair the Committee meetings and AGM of the AIT.

9.3 Vice-Chairperson: shall deputise for the Chairperson.

9.4 Treasurer: shall manage the financial affairs of the AIT; shall provide annually at the AGM a balance sheet of the AIT's financial affairs; shall submit annually the accounts up to 31 March for auditing by 2 members of the AIT committee.

9.5 Sub-committee members: shall together with the officers of the AIT be responsible for furthering the aims of the AIT and in particular organising the annual scientific meeting and the AGM. Where circumstances dictate the AIT committee may, when required, co-opt (non-elected) members of the AIT to help with defined tasks of the association.

9.6 Requests to become sub-committee members will be discussed by the AIT committee and their recommendations put to the members at the AGM or via email.

9.7 The AIT Membership Secretary shall approve new members of the AIT. They shall assist with the AIT's affairs, including maintaining the minutes of meetings. The Membership Secretary shall in turn be assisted by others in organising meetings of the AIT including the annual conference.

## **10. FUNDS**

10.1 Money must only be used for the AIT's purposes

10.2 The AIT committee must keep accounts. The most recent annual accounts can be seen by anybody on request.

10.3 The AIT committee cannot receive any money from the association, except to refund reasonable out of pocket expenses.

10.4 Money must be held in the AIT's bank account. Any cheques must be signed by 2 officers. The funds of the AIT may be used at the discretion of the AIT officers:

10.4.1 To cover all administrative costs of the AIT.

10.4.2 To further the purposes of the AIT.

10.5 Authorisation of payments from the funds can be by any of the following signatories:

- Treasurer
- Chairperson
- Vice Chairperson

## 11. GENERAL MEETINGS

11.1 If the AIT committee consider it is necessary to change the constitution, or wind up the association, they must call a General Meeting so that the membership can make the decision. The AIT committee must also call a General Meeting if they receive a written request from the majority of members. All members must be given 14 days' notice and told the reason for the meeting. All decisions require 51% of respondents to be in agreement. Minutes must be kept.

11.1.1 **Winding up** - any money remaining after payment of debts must be given to a charity with similar purposes to the AIT.

11.1.2 **Changes to the Constitution** - can be made at AGMs, at General Meetings or throughout the year via email to the members with an inclusion of a 4-week voting poll to collect responses. No change can be made that would make the organisation no longer a non-profit organisation.

11.1.3 **General Meeting** - called on written request from a majority of members.

11.1.4 The AIT committee may also call a General Meeting to consult the membership.

## 12. AGREEMENT

12.1 This version of the constitution was agreed by the AIT Officers on 30<sup>th</sup> April 2022 (Dr. Joanne Kilgour [Chair], Dr. Simon Moore [Vice-Chair] and Mrs Jaminder Khinder [Treasurer]).