

AIT Constitution

Articles of association - Updated February 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

2.1 This association shall remain a non-profit charitable association.

2.2 The aim of the Association 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. POWERS

3.1 In furtherance of the objects but not otherwise the association may exercise the following powers:

3.1.1 To develop the role of inhalation toxicologists in the design and interpretation of scientific studies, including investigating the safety of the above-mentioned inhaled agents (see the Mission Statement).

3.1.2 To raise funds and invite and receive contributions from any person, association, unincorporated or incorporated body whatsoever by way of subscription or donation but not by taxable trading.

3.1.3 To hold exhibitions, conferences, meetings, lectures, classes, seminars, workshops and courses either alone or with others to advance knowledge and provide education on topics important to inhalation toxicology.

3.1.4 To promote research, experimental work, scientific investigation and development into any aspect of the objects of the association and its work and to disseminate the useful results of any such research for the public benefit.

4. MEMBERSHIP

4.1 Membership shall be open to anyone with an interest in the subject and in particular those with an active interest in the practical aspects of inhalation toxicology. There shall be no limit to the number of members.

4.2 Membership Fee – Membership of the Association is free for 3 years provided the person attends an officially sanctioned meeting of AIT within this period, but this shall be subject to annual review by the Committee (for Committee specification see Section 6). Those requesting to join the Association who do not attend the officially sanctioned meeting of AIT will be charged an annual fee (the fee will be set by the AIT Committee and agreed by AIT members). Any change to the annual membership fee shall be ratified at the Annual General Meeting or by email. An annual Membership fee for members may also be necessary and will be charged at the discretion of the Committee; if an annual fee is required, the level of the fee shall be ratified at the Annual General Meeting or by email.

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

5. GENERAL MEETING

5.1 There normally shall be one meeting of Members per year, usually in the autumn, to include the Annual General Meeting (AGM) of the Association. Not more than 15 months shall elapse between the date of one General Meeting and the next (in exceptional circumstances members may be permitted to attend through a virtual means).

5.2 No business may be transacted at a General Meeting unless a quorum is present. A quorum at a General Meeting shall consist of ten members.

5.3 At any General Meeting 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). 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.

5.4 The Committee of the Association shall allocate places should it be necessary to restrict attendance at a meeting.

5.5 Changes to the constitution shall be made at an Annual General Meeting 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 Committee Officers in good time. Written proxy votes concerning constitutional matters shall be accepted at Annual General Meetings.

5.6 The Committee of the Association, by majority agreement of its members or at least half of the Committees Ordinary Members shall have the power to call an Extraordinary General Meeting of the Association, at a minimum of 28 days' notice to the Membership.

5.7 Registration Fee – A registration fee, to be set by the Committee of the Association, shall be levied on delegates attending each meeting and delegates shall be notified of it in advance; at the discretion of the Committee, the fee shall be waived for invited speakers.

6. COMMITTEE SPECIFICATION INCLUDING APPOINTMENT AND RETIREMENT OF COMMITTEE MEMBERS

6.1 The Committee of the Association will be made up of elected members. The Committee will normally be made up of 16 people from various organizations, which is considered adequate to allow for representation across the members of the association and diversity for any votes needing to be taken (the chair always has the casting vote in the event of a tie). Additional people may be drafted onto the Committee on a temporary basis when special circumstances arise (e.g., specialist knowledge is required to assist with a specific project). The Committee shall normally consist of not less than 10 members of the Association.

6.2 Officers and Ordinary Committee members are as follows:

- Chairperson (Officer)
- Vice-Chairperson (Officer)
- Treasurer (Officer)
- Ordinary Committee members (not normally less than 7)
- Secretary (for AIT Administration)

6.3 Members shall be elected as Ordinary Members of the Committee by delegates to the Annual General Meeting or, in exceptional circumstances, by members via email.

6.4 Nominations for a position on the Committee shall be required to be proposed and seconded by other Committee members, by delegates attending the Annual General Meeting or by members via email.

6.5 Proposals/applications with reasons for the candidate's suitability for a position on the Committee will be sent to the Chairperson (or other Officers) of the Association in advance of the Annual General Meeting. However, the candidate must be present at the Annual General Meeting to be elected, unless exceptional circumstances prevail.

6.6 Members of the Committee will be elected for 6 years after which they will be up for re-election. Committee members should take an active part in at least two thirds of the Committee meetings each year, unless exceptional circumstances prevail, by either attending in person or by teleconference. If this commitment (once elected) to be an active part of the Committee is not forthcoming the Officers of the Committee will have the right to deselect them from that role.

6.7 Members of the Committee shall be elected as Officers of the Association for a period of 3 years by delegates to the Annual General Meeting or, in exceptional circumstances (e.g. resignation of an Officer), be temporarily appointed by majority agreement of the existing Members of the Committee until a formal election can take place at the next scheduled AGM.

6.8 Officers are eligible for re-election, but normally the Chairperson shall stand down after a maximum of two terms.

6.9 An Ordinary Member of the Committee must serve at least two years before seeking election as an Officer of the Association.

6.10 The maximum duration that any Committee member can remain on the Committee without any form of re-election is 6 years.

6.11 No organisation (including subsidiaries) shall have more than 3 Members on the Committee to maintain diversity and balance within the Committee and to ensure adequate representation across the range of Members of the Association.

6.12 Co-opted members onto the Committee will not be elected but invited to perform designated tasks as required by the Committee. Their tenure will be for a maximum of one year.

7. DUTIES OF OFFICERS, ORDINARY COMMITTEE MEMBERS AND SECRETARY OF THE ASSOCIATION

7.1 Three Officers will act as the trustees of the charity.

7.2 Chairperson (Officer): shall normally chair the Committee meetings and AGM of the Association.

7.3 Vice-Chairperson (Officer): shall deputise for the Chairperson.

7.4 Treasurer (Officer): shall manage the financial affairs of the Association; shall provide annually at the Annual General Meeting of the Association a balance sheet of the Association's financial affairs; shall submit annually the accounts up to 31 March for auditing by 2 members of the association.

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

7.6 The Officers and Ordinary Committee members of the Association shall approve new members of the Association. In addition, requests to become Ordinary Committee members will be discussed by the Committee of the Association and their recommendations put to the members at the AGM or via email.

7.7 Secretary: shall assist with the Committee's affairs, including maintaining the minutes of meetings of the Committee. The Secretary shall in turn be assisted by others in organising meetings of the Association.

7.8 The 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:

7.8.1 The Committee does not consider that the applicant will represent the best interest of the association

7.8.2 The applicant has been prosecuted, disciplined or otherwise known to be involved in behaviour likely to bring the Association of Inhalation Toxicology into disrepute by malpractice.

8. FUNDS

8.1 A bank account in the name of the Association will be used to hold the association funds. The funds of the Association may be used at the discretion of the Committee:

8.1.1 To cover all administrative costs of the Association.

8.1.2 To further the aims of the Association.

8.2 Authorisation of payments from the funds shall be authorised by any of the following signatories:

- Treasurer
- Chairperson
- Vice Chairperson

8.3 In the event of the Association being terminated, any surplus funds remaining after satisfaction of debts and liabilities shall be donated to a charity to be agreed on by the outgoing Committee of the Association.