

## PROPOSED CONSTITUTION CHANGES AT THE 2018 AGM

(Yellow highlighted text replaced with proposed text duplicated below with changes/additions in red text)



# CONSTITUTION of The Aerosol Society

### Name and Business Year

1. The Society shall be known as “The Aerosol Society”.
2. The business year is the same as the calendar year.
2. The financial year is from 1<sup>st</sup> April – 31<sup>st</sup> March.

### Aims of The Aerosol Society

3.
  - a) To promote all scientific branches of aerosol research,
  - b) to promote by means of meetings and publications the spread of information on an interdisciplinary basis, and to make available a pool of expert knowledge,
  - c) to encourage international cooperation,
  - d) to recruit new members; to assist and to provide training opportunities in aerosol medicine and aerosol research
  - e) to encourage investment in and to provide, where possible, financial support for aerosol research
4. The Society will be a non-profit making body beyond the needs of administrative costs.

### Membership

5. The Society has the following categories of members:
  - a) Academic
  - b) Industry
  - c) Honorary
  - d) Student
  - e) Corporate
  - f) Retired
6. Ordinary membership is open to anyone with an active interest in the field of aerosol research or a related discipline.
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7. Student membership is available to those who qualify for ordinary membership, are full time registered students and are not in receipt of a salary.
8. Retired membership is open to previous members who have since retired and will be invited to register for events at the student rate.
9. Corporate membership is available to industrial and commercial concerns that are willing to support the aims of the Society. Corporate members may send any two delegates to meetings at the industry membership rates. They will also be entitled to concessions on advertising rates and exhibition charges.
10. Honorary membership may be conferred on those who have distinguished themselves in the field of aerosol science, e.g. by:
  - a) outstanding personal research or inventions, or
  - b) holding leading positions in prominent undertakings, or
  - c) outstanding successes in teaching.
11. Application for membership must be made through the Society Administrator. The Committee will decide on the acceptance of new members and reserve the right to refuse membership without explanation.
12. Annual membership fees will be charged at a level proposed by the Committee and agreed at the Annual General Meeting (AGM).
13. Membership lapses
  - a) by a letter of resignation to the Committee,
  - b) by the exclusion of a member, which is decided by the Committee, by a majority vote with at least three quarters of its members present after the person concerned has had the opportunity to be heard.
  - c) if ceases to be paid when requested.
14. Ordinary, Honorary and Student Members are entitled to vote at the general meetings and can be elected to membership of the Committee. Corporate members may also have one vote provided that they inform the Committee, in writing prior to the meeting, of the name of their representative.
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general meetings and can be elected to membership of the Committee. Corporate members may also have one vote provided that they inform the Committee, in writing prior to the meeting, of the name of their representative.

15. Voting by post is permissible on any formal motions circulated to the full membership in advance of the meeting. All such votes must be received by the General Secretary five days before the meeting.
16. Non-members will be encouraged to attend scientific meetings of the society at the discretion of the Committee.

### **General Meetings**

17. The Annual General Meeting (AGM) is to be called once a year by the Committee, giving 56 days notice. An agenda will be provided before the meeting.
18. An Extraordinary General Meeting of members may be called by the Committee or on request by a least 20% of members eligible to vote, giving 56 days notice.
19. Where the Committee, or a member, wishes to put a formal motion to the whole membership and thus permit postal voting, the motion will be circulated to members 21 days prior to the meeting. The Committee will endeavour to circulate all suitable motions to the membership. Any member who wishes to use this procedure must submit their motion to the General Secretary 45 days prior to the meeting.
20. The General Meetings are responsible for
  - a) alterations to the constitution,
  - b) election of the Officers of the Society and other Committee Members, who will assume their duties directly following the end of the meeting,
  - c) approval of the financial accounts,
  - d) providing a forum to discuss the activities of the Committee and Society,
  - e) dissolution of the Society.
21. A quorum exists if all members eligible to vote have been invited and at least 25 of them are present. If fewer than this number are present, then a fresh meeting of members must be called (giving 56 days notice), and this will form a quorum regardless of the number of members who are eligible to vote.
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22. All motions are passed by a simple majority of those voting.
23. The dissolution of the Society requires the approval of three quarters of those voting at a properly constituted General Meeting where 56 days notice of the meeting and motion for dissolution has been circulated to the membership.

## The Committee

24. The Committee is responsible for:
  - a) the execution of decisions taken at general meetings,
  - b) the organisation of scientific meetings, conferences, courses and exhibitions,
  - c) the maintenance of the constitution,
  - d) setting the fees for conferences and courses
  - e) proposing the level of membership fees to a General Meeting
  - f) the financial administration,
  - g) the admission and exclusion of members,
  - h) the promotion of the aims of the Society.
25. The Committee shall consist of five Officers: The President, the Deputy President, the General Secretary, the Treasurer, the Education Officer a minimum of eight other elected Members to include up to 3 DDL liaison Members. In addition, the Committee may co-opt extra members to assist them. Only the elected members may vote at Committee Meetings.
26. All members of the Committee act in an honorary capacity. The Committee may assign specific tasks to both elected and co-opted members as required.
27. Nominations for Officers and other Committee Members may be made in writing prior to a general meeting, or during the said meeting verbally. Candidates must be nominated and seconded by Society members with voting rights and with the nominee's assent. Voting will take place by secret ballot.
27. Nominations for Officers and other Committee Members may be made in writing prior to a general meeting, or during the said meeting verbally. Candidates must be nominated and seconded by Society members with voting rights and with the nominee's assent. **Decisions are made by a majority of voting members present.**
28. The Officers of the Society and other Committee Members are elected for two years by the meeting of members. No Officer, other than the Treasurer, may serve more than two successive terms in the same post. No person may serve on the Committee for more than ten consecutive years unless they are elected to do so by three quarters of the voting members present at an AGM, the election is required even in the absence of any other candidate.
29. The responsibilities of the Committee members are:
  - a) The President takes the chair at meetings of the committee and at the AGM. In the President's absence the meeting is chaired by the Deputy President and in their absence by the General Secretary.
  - b) The General Secretary will ensure that the Society's affairs are conducted in accordance with the constitution and promote membership of the Society by ensuring an up to date list of names and addresses of members is maintained, details of which to be confidential to members of the Society, and to the members of other societies as approved at an

- AGM, and also provide a directory of the members' interests.
- c) The Treasurer will manage the financial affairs of the Society, provide annually at the AGM a balance sheet of the Society's financial affairs and submit annually the accounts up to 31st December for auditing.
  - d) The Committee members will assist with the organisation of meetings, provide the final programme for distribution to all members, approve new members of the Society, liaise with other interested bodies and co-ordinate expert comments. Committee members should be available to aid the Officers of the Society.
  - f) The Education Officer is responsible for promoting young researcher training, development and engagement.
29. The responsibilities of the Committee members include:
- a) The President takes the chair at meetings of the committee and at the AGM. In the President's absence the meeting is chaired by the Deputy President and in their absence by the General Secretary.
  - b) The General Secretary will ensure that the Society's affairs are conducted in accordance with the constitution and promote membership of the Society in accordance with the Society [privacy policy published on the Society website www.aerosol-soc.com](#).
  - c) The Treasurer will manage the financial affairs of the Society, provide annually at the AGM a balance sheet of the Society's financial affairs and submit annually the accounts up to 31st March for auditing.
  - d) The Committee members will assist with the organisation of meetings, provide the final programme for distribution to all members, approve new members of the Society, liaise with other interested bodies and co-ordinate expert comments. Committee members should be available to aid the Officers of the Society.
  - e) The Education Officer is responsible for promoting young researcher training, development and engagement.
30. The Committee may set up sub-committees for the performance of specific tasks. All members of the Aerosol Society are liable to be called upon to serve.
31. The Committee forms a quorum if all its members have been invited with adequate notice and there are five voting members present. Decisions are made by a majority of voting members present. In the event of a tie the President has the casting vote. In cases of urgency the President may simply solicit opinions from other Officers or Committee Members.

### **Auditors**

32. The AGM shall appoint an Accountant to provide certified accounts of the Society.

### **Use of Assets and Funds**

33. Surpluses may only be used for the purposes of the Society. Members may only receive payments in so far as this takes place within the framework of an

- approved use of member's assets, or as reimbursement for their expenses, or as an approved award. Any expenditure must be authorised by any two designated members of the committee.
34. The funds of the Society may be used at the discretion of the Committee:
    - a) to offer hospitality to invited speakers and delegates,
    - b) to cover all administration costs,
    - c) to further the aims of the Society.
    - d) to support charities.
  35. In the event of the Society being terminated any surplus funds remaining after satisfaction of debts and liabilities will be donated to a charity or other nonprofit making organisation agreed at the last general meeting of the Society.
  36. Members of the Committee shall be entitled to an indemnity out of the assets and funds of the Society in respect of any liabilities incurred by them in the performance of their duties as members of the Committee.
  37. The liability of the Committee (whether to members of the Society or to third parties) shall be limited to the value of the assets and funds of the Society from time to time.

MW

23rd August 2018 (incorporates all amendments from previous AGMs and EGMs)