



BAC Office, 12 Coldbath Square, London EC1R 5HL
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Registered Charity : 276829

Constitution of the British Association for Cytopathology (BAC)

Hereafter referred to as the Association.

1. Aims and Objectives

1.1.1 To advance the science and art of Cytopathology by encouraging high standards in Cytopathology for the benefit of the public

1.1.2 To encourage research in Cytopathology and related fields and the publication of useful results

1.2 In pursuit of the above aims and objectives the Association shall have the power to receive contributions via a membership fee and raise funds where appropriate, to finance the work of the Association, and to organise banking facilities to manage such funds.

1.3 To achieve these aims and objectives:

The Association will hold regular Scientific Meetings.

The Association will hold educational study days, training courses and workshops.

The Association will facilitate a Continuous Education Certificate scheme open to all members.

1.4 The Association will work with groups of a similar nature and exchange information, advice and knowledge with them, including cooperation with other professional bodies, charities, statutory and non-statutory organisations.

1.5 The Association may employ staff (who shall not be members of the Executive), or engage external paid agents as is necessary to conduct activities to meet the objectives.

2. Committees

2.1 The Association shall have the following committees:

2.1.1 Education

2.1.2 Research and Development

2.1.3 Membership

2.1.4 Scientific Meetings

2.1.5 Publications and Website



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2.2 The Executive may also set up further committees or sub-committees for specific tasks with limited tenures if necessary.

3. Membership of the Association

3.1 Membership shall be open to anyone in the field of cytology or related areas who has an interest in assisting the Association to achieve its aims and is willing to adhere to the rules of the Association.

3.2 Membership of the Association can be refused if it is considered membership would be detrimental to the aims and objectives of the Association.

3.3 Potential members shall have the right to appeal via an independent adjudicator determined by mutual agreement with the Executive.

4. Termination of Membership

4.1 Membership of the Association may be terminated in any of the following ways:

4.1.1 By resignation in writing by the member.

4.1.2 By default of payment of the annual subscription over a full calendar year.

4.1.3 If a member engages in conduct, deemed by the Executive, likely to bring the Association into disrepute.

4.2 Members shall have the right to appeal via an independent adjudicator determined by mutual agreement with the Executive.

5. Honorary Membership

5.1 The Association shall be empowered to elect Honorary Members.

5.2 This is the highest honour that the Association can confer and shall be restricted to those of eminence in the field of cytology or allied subjects.

5.3 Nomination for Honorary Membership shall be made by the Executive for ratification at the Annual General Meeting.

5.4 Honorary members shall not be liable for payment of the annual subscription and they shall have no voting rights.

5.5 Honorary members shall not be members of the Executive.

5.6 Honorary membership shall be for life of the member.



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6. The Executive

6.1 The Association shall have an Executive consisting of 12 elected members excluding the President (i.e. 13 in total).

6.2 A minimum of 4 of these will be non-medically qualified persons actively practicing in the field of cytology.

6.3 A minimum of 4 of these will be medically qualified persons actively practicing in the field of cytology.

6.4 If the above representation cannot be achieved after seeking nominations for election to the Executive, the Executive may seek to amend these numbers temporarily until the figures can be achieved by election to the Executive.

6.5 The members of the Executive are the Trustees of the Association in relation to its status as a registered charity.

7. Standing Officers

7.1 The 4 Standing Officers of the Association will be:

7.1.1 The President

7.1.2 The Chairman
The Chairman will be the President elect.

7.1.3 The Treasurer

7.1.4 The Secretary

7.2 These standing officers are elected by the members of the Executive from within the Executive. Each may hold the post for three years, but may re-stand for other terms of similar time if agreed at Executive meetings.

7.3 No one person may hold more than one of these positions within the Executive at any one time.

7.4 The outline job descriptions for the standing officers is attached in Appendix A.

8. Election of members to the Executive

8.1. The Honorary Secretary shall send nomination papers to all members of the Association at least three months before the AGM.



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8.2. Nominations, proposed and seconded by members of the Association and indicating willingness to serve should be returned to the Honorary Secretary within one month.

8.3. If more expressions of interest are received than vacancies arising on the Executive, then the Honorary Secretary shall circulate ballot papers not less than one month before the AGM.

8.4. The ballot shall be counted at the AGM; members unable to attend shall be responsible for ensuring that their ballot papers reach the Honorary Secretary in time to be taken to the meeting.

8.5 The nomination(s) with the highest votes cast will be elected to the vacant Executive post(s).

9. Election of office bearers

9.1. The Honorary Secretary shall send nomination papers to all members of the Executive at least two months before the Executive meeting prior to the AGM.

9.2. In the event of the need for a ballot, the Honorary Secretary shall send ballot papers to all members of the Executive at least three weeks before the Executive Meeting.

9.3. In the event of there being more than two nominations for any office and if no candidate is given more than a 50 per cent majority at the first ballot there shall be a second ballot in the Executive excluding the candidate with the lowest number of votes. This shall continue until one candidate has a majority of more than 50 per cent. In the event of two candidates receiving an equal number of votes there will be one further ballot. If the candidates remain tied the Chairman will exercise a casting vote.

10. Additional Roles

10.1 There will also be the following roles, which will be held by members of the Executive.

10.2. Chair of the Education Committee.

10.2.1 The Chair of the Education committee must be actively practising in cytology.

10.2.2 The Continuing Education Officer shall be a member of the Education committee.

10.3 . Chair of the Publications and Website Committee.

The Editors of *Cytopathology* and *SCAN* will be members of the Publications and Website committee.



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10.4 . Chair of the Membership Committee.

10.5 . Chair of the Meetings Committee.

The Chair of the Meetings committee will also be the BAC meeting secretary.

10.6 . Chair of the Research and Development Committee.

10.7 When necessary, one person may hold more than one of these positions within the Executive at any one time.

10.8 A standing officer may, in addition to their standing officer duties, hold one of these roles.

10.9 The Executive will invite the following representation.

Representative from the IBMS.

Representative from the RCPATH.

Chair of the English NHSCSP Laboratory CPG.

If these representatives are not current members of the Executive they may be co-opted

10.10 The following individuals will normally report to the Executive through the Publications and Website subcommittee or the meetings subcommittee but may attend meetings of the Executive when required.

Editor of Cytopathology

Editor of SCAN

Website Lead

Commercial representative

11. Co-opting

11.1 The Executive may also approach suitably qualified and experienced professional colleagues from within the field of cytology and related areas to become co-opted members of the Executive or of a Committee for a specific task and specific tenure.

11.2 These co-opted members may be expected to attend Executive and/or Committee meetings as is necessary to fulfil their specific role and duties.



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11.3 Co-opted members of the Executive will not have voting rights with respect to the ordinary workings of the Executive.

11.4 The Executive may wish to co-opt Executive members that are standing down, if all parties are agreeable, to allow for better continuity of Executive roles and development of new leads for these roles.

12. Tenure of Executive Members

12.1 All members of the Executive will be elected for a period of three years running from AGM to AGM.

12.2 At the end of this tenure they are required to retire from the Executive but have the option of immediately re-standing for election on to the Executive.

12.3 If at the end of their tenure they are serving in one of the standing officer roles on the Executive and are subsequently re-elected they may, with the agreement of the Executive, continue for a further 3 years in that role.

12.4 The maximum number of consecutive terms that any member of the executive can be elected for is 4 i.e. twelve years.

12.5 The President and Chairman (as President elect) are exempt from these tenure times. He/she will sit on the Executive for three years from the point of election to the post of President irrespective of whether his/her normal three year, or in total 12 year, tenure has elapsed.

13. Meetings

13.1 Executive meetings

13.1.1 The Executive shall meet at least three times a year. Meetings shall enable the Executive to discuss actions and monitor progress to date, and to consider future developments.

13.1.2 All Executive members shall be given at least twenty eight (28) days' notice of each Executive meeting, except in the case of an emergency meeting.

13.1.3 Two-thirds of Executive members (i.e. 8) must be present in order for a meeting to be quorate.

13.1.4 Either the President or Chairman must be present for the meeting to be quorate.



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13.1.5 It is expected that all members of the Executive will attend at least 50% of meetings during their tenure.

13.1.6 It shall be the responsibility of the Chairman to chair all meetings or a designated deputy in his/her absence.

13.1.7 All meetings must be minuted by the Secretary or a designated deputy in his/her absence.

13.1.8 In the unlikely event of the Executive putting a matter to a vote within the Executive, and the Executive being tied, then the President will have the deciding vote.

13.2 Annual General Meetings

13.2.1 There will be an Annual General Meeting (AGM) each year.

13.2.2 The AGM shall take place during the Annual Scientific Meeting (ASM) or at any event deemed suitable by the Executive.

13.2.3 The President shall chair the AGM or in their absence the Chairman.

13.2.4 At least twenty eight (28) days' notice must be given before the AGM takes place.

13.2.5 All members of the Association are entitled to vote at the AGM. The Chairman shall cast all proxy votes on behalf of any members taking up this right. Voting shall be made by a show of hands on a majority basis. In the case of a tied vote, the President shall have the deciding vote.

13.2.6 A quorum for the AGM shall be at least two of the Standing Officers and 25 members of the Association.

13.2.7 An attendance register will be kept.

13.3 Extra-ordinary General Meetings

13.3.1 Any other General Meeting shall be called an Extra-Ordinary General Meeting (EGM).

13.3.2 An EGM can be convened by the Executive or at the request of 25 members of the Association.



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13.3.3 The Secretary shall give notice and circulate the Agenda at least 28 days before an EGM.

13.3.4 A quorum for the any EGM shall be at least two of the Standing Officers and 25 members of the Association.

13.3.5 The President shall chair the EGM or in their absence the Chairman.

14. Finance

14.1 The accounting year for the Association shall run from the 1st April to the 31st March.

14.2 Any money acquired by the Association, including membership fees, donations, contributions and bequests shall be paid into an account operated by the Executive in the name of the Association. All funds must be applied to the aims and objectives of the Association and for no other purpose.

14.3 Bank accounts shall be opened in the name of the Association. The President, Chairman, Treasurer and Secretary shall be authorised signatories to the Association's bank accounts.

14.4 Any income/expenditure shall be the responsibility of the Treasurer who will be accountable to ensure funds are utilised effectively and that the Association remains financially viable. Official accounts shall be maintained, and will be examined annually by an independent qualified auditor who is not a member of the Association.

14.5 Annually prior to the commencement of the financial year the Treasurer will recommend membership fees for that year, which will be applied, subject to ratification by the Executive.

14.6 An annual financial report including accounts shall be presented at the AGM.

15. Alteration to the aims and objectives, this clause and the dissolution provisions

15.1 Any changes to the aims and objectives, this clause and the dissolution provisions must be agreed by a simple majority vote (greater than 50%) at an AGM.

15.2 In the case of a tied vote, the President shall have the deciding vote.



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15.3 Proposed amendments to aims and objectives, this clause and the dissolution provisions of the Association must be conveyed to the Secretary in writing.

15.4 No amendments can be made to aims and objectives, this clause and the dissolution provisions without approval from the charity commissioners.

15.5 No amendments can be made to aims and objectives, this clause and the dissolution provisions that would jeopardise the charitable status of the Association

15.6 The trustees can amend the administrative clauses.

16. Dissolution of the Association

16.1 The Association can only be dissolved by a two-thirds majority vote of the membership in favour of such an action.

16.2 The assets after settling all outstanding debts shall be given to a charity in the United Kingdom with similar aims and ideals as the Association, or one that is in keeping with the general aims and objectives of the Association. The final decision to be approved by the Executive.



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APPENDIX A



BAC President

This document outlines the expected role of the President of the British Association for Cytopathology (BAC).

The BAC President acts as the figure-head lead for the BAC, and is elected by and from the Executive in line with the BAC Constitution.

The President helps sets the tone and direction of travel for the BAC, in consultation with other Executive colleagues. If this Executive Officer is felt not to be fulfilling this role by the Chairman and other Executive Officers then, with formal discussion and agreement of the Executive, they can be removed from this role.

The main roles include:

Close working with all members of the Executive with all matters relevant to the BAC

Membership of all BAC subgroups

Often acts as a point of contact by BAC members, and external bodies

Dealing with ad hoc queries which may require re-directing to other better placed Executive members

Chair BAC Annual General meetings

Agree agenda with other Executive members for BAC Executive meetings

Represent BAC at internal and external meetings (e.g. EFCS) as necessary

Involved in BAC contract discussions with other Executive colleagues (e.g. IBMS, Wiley)

Regular contributor to SCAN and website



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BAC Chairman

This document outlines the expected role of the Chairman of the British Association for Cytopathology (BAC).

The BAC Chairman acts as the Executive lead for the BAC, and is elected by the Executive in line with the BAC Constitution.

The Chairman largely sets the tone and direction of travel for the BAC, in consultation with other Executive colleagues. If this Executive Officer is felt not to be fulfilling this role by the President and other Executive Officers then, with formal discussion and agreement of the Executive, they can be removed from this role.

The main roles include:

Close working with all members of the Executive with all matters relevant to the BAC

Membership of all BAC subgroups

Often acts as a point of contact by BAC members, and external bodies

Dealing with ad hoc queries which may require re-directing to other better placed Executive members

Chair BAC Executive meetings

Agree agenda with other Executive members for BAC Executive meetings

Represent BAC at internal and external meetings (e.g. EFCS) as necessary

Involved in BAC contract discussions with other Executive colleagues (e.g. IBMS, Wiley)

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BAC Secretary

This document outlines the expected role of the Honorary Secretary of the British Association for Cytopathology (BAC).

The BAC Secretary is elected by the Executive in line with the BAC Constitution.

The Secretary largely co-ordinates activities for the BAC, in consultation with the BAC Administrator and other Executive colleagues. If this Executive Officer is felt not to be fulfilling this role by the Chairman and President then, with formal discussion and agreement of the Executive, they can be removed from this role.

The main roles (but not exclusively) include:

- Close working with all members of the Executive with all matters relevant to the BAC
- Close working with BAC Administrator to ensure smooth running of the Association
- Remind Executive members of outstanding Action points
- Membership of specified subgroups
- Acts as a point of contact for BAC members and external bodies (e.g. NICE)
- Dealing with ad-hoc queries and re-directing to other better placed Executive or co-opted members as required
- Agree agenda and papers with other Executive members for BAC Executive meetings and AGM
- Take notes to support minute taking during BAC Executive meetings and AGM, check and amend minutes as required
- Liaise with BAC Administrator to organise any Executive elections
- Represent BAC at internal and external meetings as necessary
- Involved in BAC contract discussions with other Executive colleagues (e.g. IBMS)



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Treasurer

This document outlines the expected role of the Treasurer of the British Association for Cytopathology (BAC). The Treasurer has a responsibility for the overview of the financial management of the BAC and will work closely with the rest of the Executive to safeguard the BAC's finances. If this Executive Officer is felt not to be fulfilling this role by the Chairman and President then, with formal discussion and agreement of the Executive, they can be removed from this role.

General Financial Oversight

- Oversee and present budgets, accounts and financial statements to the Executive
- Liaise with the Executive about financial matters
- Ensure that appropriate financial systems and control are in place
- Ensure that record-keeping and accounts meet the needs of the BAC and the Charity Commission
- Ensure that the use of funds meets with the needs of the BAC and Charity Commission
- Ensure compliance with relevant legislation

Financial Reporting

- Present regular reports on the BAC's financial position
- Prepare accounts for audit and liaise with auditor as required
- Present accounts at AGM
- Advise on the BAC's reserves and investment policy

Banking, book-keeping and record-keeping

- Manage bank account/s
- Set up appropriate systems for book-keeping, payments and lodgements
- Ensure that everyone handling money keeps proper records and documentation

Control of fixed assets and stock

- Ensure proper records are kept
- Ensure required insurance is in place



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Conference Planning

- Advise on the conference strategy
- Prepare and present budget to ensure that the conference meets the conditions set by the BAC/Charity Commission
- Ensure effective monitoring and planning