

SOCIETY OF BASIC AND CLINICAL TOXICOLOGY NIGERIA

(SBCTN)

ARTICLE 1. PREAMBLE

We, members of the **Society for Basic and Clinical Toxicology Nigeria**, a non-profit, nonreligious and nonpolitical society, do provide for ourselves a constitution and hereby resolve to be governed by the provisions contained herein.

ARTICLE 2. NAME AND LOGO OF THE SOCIETY

The name of the society shall be **SOCIETY OF BASIC AND CLINICAL TOXICOLOGY NIGERIA** and shall be abbreviated as a SBCTN. The logo of the Society shall be the symbol of the society and shall be as shown below:



ARTICLE 3: AIMS AND OBJECTIVES

1. To foster collaborative research and exchange of knowledge among researchers in the field Biomedical Toxicology.
2. To collate research works in basic and clinical toxicology into peer review academic journal or other publications
3. To update basic and clinical toxicologists on available knowledge, equipment, protocols, advances in biomedical toxicology through workshops, symposiums, scientific meetings and conferences.
4. To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the

Society may think necessary or convenient for the promotion of its objective.

5. To bring researchers in the field of biomedical toxicology together for collaborative research
6. Subject to such consents as may be required by law to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Society as may be thought expedient with a view to the promotion of its objective.
7. To undertake and execute any charitable trusts which may lawfully be undertaken by the Society and may be conducive to its objective.
8. Subject to such consents as may be required by law to borrow or raise money for the purposes of the Society on such terms and on such security as may be thought fit.
9. To invest the funds of the Society not immediately required for its purpose in or upon such investments, securities or properties as may be thought fit, subject to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided
10. To do all such things as are incidental or necessary to the attainment of the above objective or any duties in pursuance of the object.

ARTICLE 4: MEMBERSHIP

4.1 Membership Categories

The Society shall have the following category of members

- i. Full Members which shall include staff and postgraduate students
- ii. Associate Members shall include undergraduate students
- iii. Corporate Members shall include Industries and organizations

4.2 Membership Registration

Membership shall be based on completion of membership registration form (MRF) and payment of membership registration fees as follows

- a). Full Members shall pay non-refundable fee of five thousand naira only which is subject to review.
- b). Associate Member shall a non-refundable fee of two thousand naira only, which is subject to review.
- c). Corporate Members shall pay a non-refundable fee of fifty thousand naira only, which shall be subject to review.
- d). Registered members shall be assigned Permanent Membership Number (PMN) which shall serve as members personal reference number.

4.3 Termination of Membership

An individual shall cease to be member of the society under the following situations

- a). By writing to the executive committee to express the withdrawal of membership.
- b). If expelled from the society by a motion passed by two third of members at an annual general meeting (AGM)
- c). Death of the member.

4.3. Without prejudice to article 4.2 (a-c), any one whose membership is to terminate must first settle outstanding assets and liabilities with the Society.

ARTICLE 5: ORGANIZATION OF THE SOCIETY

There shall be a Board of Trustees and a National Executive Committee, the responsibilities and duties of which shall be set out below. Standing Committees to provide advice and support to the National Executive Committee may be established and dissolved from time to time.

5.1: THE BOARD OF TRUSTEES (BOT)

1. The policy formulation and monitoring organ of the Society shall be a Board of Trustees. The Board of trustees shall not be less than seven and not more than 10 members.

The Board of Trustees shall have a Chairman and a Secretary who shall be elected by members in a properly constituted BOT meeting.

2. The Board of Trustees shall have the following powers:

(a) To establish general guidelines on the areas of the basic and clinical toxicology to be considered by the Society, and to guide the National Executive Committee in the performance of its duties.

(b) To require the President of the Society to give a report at each meeting of the Board on the state of the administrative and business affairs of the Society.

3. The Board of Trustees shall meet at least once a year. The Chairman (or in his absence a member elected from among the members present) shall preside at all meetings. Controversial issues arising at any meeting shall be decided by a simple majority of votes. In cases of an equality of votes the Chairman shall have the power to cast a second vote. The quorum of the Board shall be five members. The secretary shall write minutes of BOT meeting and keep records and documents concerning businesses of the BOT.

4. The BOT shall approve expenditures by NEC exceeding five hundred thousand naira. This amount is subject to review from time to time.

5.2: THE NATIONAL EXECUTIVE COMMITTEE (NEC)

1. The day-to-day administration of the Society shall rest with the National Executive Committee. The National Executive Committee shall comprise the following:

(i) President.

(ii) Vice President.

(iii) General Secretary.

(iii) Assistant Secretary General

(iv) Financial Secretary

(v) Publicity Secretary.

- (vi) Treasurer.
- (vii) Editor-in-Chief of the Society's journal
- (viii) Ex-Officio I: The Immediate Past President
- (ix) Ex-Officio II: The immediate past Secretary General of the Society.

5.3 Membership of NEC shall be by election at an Annual General Meeting of the Society.

ARTICLE 6: DUTIES OF EXECUTIVE OFFICERS OF THE SOCIETY

(i) The President

- a. The President shall be the Chairperson of all general meetings of the Society and of the Executive Committee.
- b. The President shall be the Chief signatory to the Society's bank account.
- c. Shall attend meetings convened by the BOT.

(ii) The Vice President

- 1. The Vice President shall assist the President in all his/her duties and shall carry out the function of the president in the absence of the President.
- 2. Shall perform any other function assigned by the President

(iii) The Secretary General

- a) The Secretary General shall prepare the minutes of all Society meetings in a timely fashion and be responsible for liaison with members of the Society and other organizations on matters relating to the purposes and activities of the Society.
- b) Shall keep all documents and records of the association
- c) Shall be responsible for correspondences of the Society
- d) The Secretary General shall maintain an updated register of members of the society
- e) Shall be an administrator of the Society's social media platforms.
- f) He shall be a signatory to the Society's bank account.
- g) Shall perform any other function assigned by the president

(iv) Assistant Secretary

- a) The Assistant Secretary shall act in full capacity as Secretary in the absence of the Secretary.
- b) Shall perform any other function assigned by the President

(v) The Treasurer

- a) The Treasurer shall keep all monies of the Society in the bank account and maintain an accurate accounting of receipts and disbursement in books belonging to the society.
- b) Without prejudice to the 6 (v)a above, the treasurer shall keep an amount of money as approved by NEC.
- c) The Treasurer shall be a signatory to the Society's bank account.
- d) Shall also have the power to disburse the funds of the Society as approved by NEC.
- e) Shall perform any other function assigned by the President.

(vi) Financial Secretary

- a) shall keep records of all income and expenditure of the Society
- b) Shall work together with the Treasurer to ensure the full accounting of the Society's funds
- c) Shall prepare the financial reports and present same to the Executive Committee at its regular meeting or any other time as may be demanded by the Executive Committee.
- d) Shall present an annual audited account of the financial transaction(s) and status of the Society's accounts at Annual General Meetings of Society.
- e) Shall performed any other function performed by the President

(vii) Publicity Secretary

- a) Shall serve as the image-maker of the Society.

- b) He shall be the Chief spokesman of the Society in all matters relating to the general public.
- c) Shall publicize the activities of the Society
- d) Shall be an administrator of the Society's social media platforms.
- e) Shall performed any other function performed by the President

(ix) Editor in Chief

- a) Shall be responsible for all publications of the Society.
- b) Shall manage the Society's journal to ensure continuity
- c) Shall be Chairman of the editorial committee
- d) Shall present an annual report on the status and activities of the Society's journal at Annual General Meetings.
- e) Shall performed any other function performed by the President

ARTICLE 10: TENURE OF OFFICE

The period for which an Officer of the Society may serve continuously shall be limited as follows:

10.1: A member of the Board of Trustees may hold office for life, subject to the provisions of Articles 4.2 and 11.1

10.2: Members of the National Executive Committee shall hold office for 2 years, subject to the provisions of Articles 4.2 and 11.1

10.3: A member may be reelected into the same office for a second term only.

ARTICLE 11: REMOVAL FROM OFFICE

11.1: A member of the Board of Trustees or National Executive Committee shall vacate office in any of the following situations:

- (a) If he/she becomes mental or becomes physically incapacitated.
- (b) If he/she ceases to be a member of the Society.
- (c) If by notice in writing to the Society he/she resigns his/her office.

- (d) If he/she is removed from office by a resolution.
- (e) If he commits any act of bankruptcy or suffers any form of pecuniary embarrassment.
- (f) If he is found guilty by a state or national commission of enquiry or court of law, or a moral misdemeanor or criminal offence not compatible with the conduct expected of the officers of the society.

ARTICLE 12: SOURCES AND MANAGEMENT OF FUND

12.1: For the purpose of raising and generating funds and other resources (in cash or in kind) for the realization of her aims and objectives, the Society:

- a) Shall accept donation from individuals, corporate bodies, foundations, initiatives, and organizations in Nigeria or elsewhere;
- b) Shall organize public conferences, seminars, symposia and/or workshops on topical issues
- c) Shall receive grants or assistance from individuals, trust organizations and other charitable or philanthropic organizations in Nigeria or elsewhere.

12.2: The income and property of the Society, shall be applied solely towards the promotion of its objective as set forth in the Constitution and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to members of the Society and no member of its Management Committee shall be appointed to any office of the Society paid by salary or fees or receive any remunerations or other benefit in money or money's worth from the Society provided that nothing herein shall prevent any payment in good faith by the Company:

- (a) of reasonable and proper remuneration to any member, officer or servant of the Society not being a member of its Management Committee for any services rendered to the Society;
- (b) of interest on money lent by any member of the Society or of its Management Committee
- (c) of reasonable and proper rent for premises demised or let by any member of the Society or of its Management Committee;

(d) of fees, remuneration or other benefit in money or money's worth to a Society of which a member of the Management Committee may be a member

(e) to any member of its Management Committee of reasonable out-of-pocket expenses (or imprest).

12.3: The funds and property of the Society shall be under the control of the Board of Trustees who shall have the power to expend the same for the promotion of the objectives of the Society.

- a) The BOT shall keep a bank account, where major incomes of the society shall be saved.
- b) The NEC shall keep a bank account meant for day to day running of the Society. Expenditures in excess of three hundred thousand naira must be approved by the BOT.

ARTICLE 13: SOCIETY'S JOURNAL

13.1 The Society shall own and publish a peer-reviewed open-access journal which shall be called *International Journal of Basic and Clinical Toxicology*.

13.2 There shall be an Editorial Board headed by the Editor-in-Chief to oversee the publication and day-to-day administration of the Society's Journal. The Editor-in-Chief shall be elected at the AGM. The Editorial Board shall be constituted by NEC.

ARTICLE 14: MEETINGS

The following meetings are recognized by the Society:

14.1. Annual General Meeting. This shall be held once every year at such venue as the National Executive Committee may decide.

14.2. National Executive Committee Meeting. This shall be held at such time and place as may be deemed convenient by the National Executive Committee.

14.3. Ordinary General Meetings of the Society shall be convened at such time and place and as often as the need arises.

14.4. Board of Trustees Meeting. This shall be held at such time and place as may be deemed convenient by the Board of Trustees.

ARTICLE 15: ACCOUNTS

1. The Financial Secretary shall cause proper books of account to be kept with respect to:

(a) all sums of money received and expended by the Society and the matters in respect of which such receipt and expenditure take place;

(b) all sales and purchases of goods by the Society, and

(c) the assets and liabilities of the Society.

2. The books of account shall be kept at the National Secretariat of the Society, and shall always be open to the inspection of the Members of the National Executive Committee.

3. The National Executive Committee shall circulate to all members of the Society a proper income and expenditure account for the period since the last preceding account, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the National Executive Committee and the Auditors.

4. The accounts of the Society shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by the Audit Committee.

5. An Audit Committee shall be set at the Annual General Meeting to audit the year's accounts before presentation at the next AGM. The Audit Committee shall submit the year's account audit report to the BOT before the year's AGM which the report covers.

ARTICLE 16: ELECTIONS

1. Election into the National Executive Committee shall be conducted at an Annual General Meeting at the expiration of the tenure an Executive Committee
2. The President shall declare the Executive Committee dissolved and hand power to the Electoral Committee Chairman, who shall conduct an election same day and a new EXCO inaugurated by the BOT Chairman or representative.
3. A three-man electoral committee shall be constituted by the general house, who shall conduct a free and fair election.
4. Voting shall be by open secret ballot
5. The contestant who scores a simple majority vote shall be declared winner and elected by the Electoral Committee Chairman.
6. All contestants must be financially up to date and must show evidence of having attended and registered in three Annual General Meetings of the Society
7. The National President shall not be below the rank of a Senior Lecturer. The candidate must show evidence of consistency in attendance of at least four Annual General Meetings of the Society. A BOT member, but not the Chairman, is eligible to contest for any post in the Society.

ARTICLE 17: TRANSITIONAL POWERS

All officers of the Society and any Committees of the Society appointed or constituted at the date of adoption of this Constitution shall continue in office and be lawfully constituted to carry out their respective duties and exercise their respective powers as heretofore until such time as the officers and committees provided for in Articles 5.1 have been duly elected or constituted in accordance with the provisions hereof.

ARTICLE 18: DISSOLUTION

If upon the winding up or dissolution of the Society there remains, after the satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the society, but shall be given or transferred to some other charitable institution or institutions

having objectives similar to those of the Society, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Society under or by virtue of Clause 4 thereof, such institution or institutions to be determined by the members of the Society at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some other charitable object.

ARTICLE 19: AMENDMENT

1. Every Article and Provisions of this Constitution is subject to amendment by two third majority of members that shall be present in an Annual General Meeting.
2. Whenever there is a conflict of interpretation of any portion of this constitution, the decision of the BOT shall be final.

ARTICLE 20: ADOPTION

This constitution was adopted in a General Meeting of the Society of Basic and Clinical Toxicology Nigeria held at the University of Uyo, Uyo, Nigeria on theday of the month of, in the year Two Thousand and Nineteen AD.