

# Constitution of the Irish Nephrology Society

Adopted at Business Meeting post Annual Scientific Meeting 13/05/2023

1. The Irish Nephrology Society (I.N.S.) has been in existence for more than 50 years and is a Professional Organisation dedicated to ensuring the highest quality of care for those with kidney disease on the island of Ireland.

Its Mission, articulated and updated on the I.N.S. Website, is achieved by leadership, participation, and advocacy in the domains of Research & Innovation, Clinical Practice & Service Development, and Education, Training & Continuous Professional Development as these apply to kidney disease and its consequences.

The I.N.S. works with cognate organisations, including health care providers, the higher education sector, government agencies, professional organisations, and other advocacy groups. The I.N.S. values collaboration with appropriate international organisations.

2. The I.N.S. is a Company Limited by Guarantee and registered with the Charities Regulator (RCN: 20072100). The I.N.S. is aware of, and compliant with, its obligations under the Charities Governance Code.
3. The I.N.S. values transparency, equity, diversity, and inclusion in its structures, operations, and communications.
4. Membership of the I.N.S. is open to healthcare workers, students, and researchers with an interest in the physiology and pathophysiology of the kidney; in the development and delivery of healthcare to those affected by kidney disease; and in continuing research, innovation, and education in these fields.

The Officers of the I.N.S. will maintain an updated Membership List, compliant with Data Protection Regulations, which will be refreshed every 3 years.

Membership will automatically be offered to all Consultant Nephrologists and all Nephrology Specialist Registrars in practice on the island of Ireland, as well as to those currently on the Membership List. New prospective Members may be accepted by the Secretaries if nominated by a current Member of 3 years' vintage. Colleagues working outside of Ireland are welcome. Eligibility for Membership will be confirmed by the I.N.S. Board.

An Annual Membership Fee may be requested from Consultant Nephrologist Members only; the I.N.S. Board may change this rule in future, subject to issuing 6 months' notice.

5. The overall governance of the I.N.S. will be supervised by a Board consisting of:

**Chair** (*default being the immediate past President*)

**Secretary** (*default being the immediate past Executive Secretary*)

**2 additional Members nominated/elected at the Annual Scientific Meeting**

*(Nominations submitted before Annual Scientific Meeting)*

*(Election – if contested – by simple majority of those attending)*

**1 Member representing Nephrology Specialist Registrars**

*(Nominated/Elected by this group)*

**5 Members** (*invited by the Board*) representing the perspective of the following:

**Northern Ireland Nephrology**

**Basic Science/Other Research Community**

**Paediatric Nephrology**

**Renal Transplantation**

**Nephrology Professions allied to Medicine**

**1 Lay Member** (*invited by the Board*)

Board Members will serve for a term of 3 years and for no more than 2 consecutive terms. The Board will ensure that 1/3 of its members are replaced every year.

The Board will act as the Trustees of the Company. The Board will endorse the 5-year Strategic Plan (presented/amended by the Officers); will receive and endorse the Annual Reports of the President and the Domain Leads; and will act as arbiters in priority setting.

The Board will meet remotely at a minimum frequency of twice yearly, in conjunction with the Executive. The presence of 6 Members shall constitute a quorum. Each year, at the Annual Scientific Meeting, the Chair will present the Annual Report of the Board.

6. The ongoing operations of the I.N.S. will be led by an Executive consisting of 3 Officers and 4 Domain Leads.

The Officers will be the President and 2 Executive Secretaries.

**President**, elected for a 3-year term

*(Nominations submitted before Winter Scientific Meeting)*

*(Election – if contested – by simple majority of those attending)*

*(Office assumed at the following Annual Scientific Meeting)*

**2 Executive Secretaries**, elected for overlapping 3-year terms  
*(Nominations submitted before Winter or Annual Scientific Meeting)*  
*(Election – if contested – by simple majority of those attending)*  
*(Office assumed at the following Winter or Annual Scientific Meeting)*

The President will be the primary public representative of the I.N.S.; will open and close the Annual Scientific Meeting and the Winter Scientific Meeting; will co-ordinate the activities of the Domain Committees; and will deliver the President's Annual Report to the Board and at the Winter Scientific Meeting. The President will be the prime driver of new initiatives, subject to Board approval.

The Executive Secretaries will hold responsibility for ensuring appropriate documentary records of Governance, Finance, Data Protection & Charities Governance Code compliance (to be endorsed by the Board). They will maintain the Membership List, the I.N.S. Website and manage the I.N.S. Digital Strategy. They will assist the President in the preparation of the President's Annual Report.

The Executive Secretaries will coordinate Meeting/Event organisation.

The Officers may (with Board approval) utilise I.N.S. funds to acquire necessary administrative, technical, or other support as may be needed to support operations.

7. The Executive will be completed by 4 Domain Leads, charged with chairing the:

**Research & Innovation Committee**

**Clinical Care & Service Development Committee**

**Training, Education & Continued Professional Development Committee**

**Advocacy & External Relations Committee**

Domain Leads will be nominated by the President and endorsed by the Board. Domain Leads will serve for a term of 3 years and for no more than 2 consecutive terms. In conjunction with the Officers, they will constitute Committees with appropriate competencies to address the items within their domains. The items of focus from year to year will be agreed with the President. Domain Leads may act as public representatives of the I.N.S. for matters falling within their domains.

Committees will meet remotely with a minimum frequency of twice yearly and the Domain Leads will submit an Annual Report for incorporation within the President's Annual Report and for endorsement by the Board.

8. The I.N.S. Annual General Meeting, which can be attended by all Members, will be hosted remotely once yearly – ideally before the Annual Scientific Meeting and will be jointly chaired by the President and the Chair. The Financial Report, the External Auditor’s Report and other regulatory reports will be presented at this.

The I.N.S. currently hosts 2 Scientific Meetings annually – the Annual Scientific Meeting and the Winter Scientific Meeting. The configuration of these may evolve over time, as may other activities of the I.N.S. (such as the distribution Awards and Bursaries offered to acknowledge and support Research activities).

9. The I.N.S. will aspire to achieve and maintain a minimum gender identity balance of 40%/60% for Board Members/Officers/Domain Leads.
10. The Constitution may be amended at the Annual General Meeting. Motions to amend will be circulated by the Executive Secretaries at least 30 days before the Meeting.

