

The ByLaws of GILO

§ 1 Name of the Association

Global Initiative for Inducible Laryngeal Obstruction (GILO).

§ 2 Purpose

Global Initiative for Inducible Laryngeal Obstruction (GILO) shall form an independent global network of individuals and organizations committed to improving awareness of, and care of patients with ILO.

The purpose of GILO is to:

1. Increase awareness of ILO among health professionals, health authorities, and the public
2. Improve diagnosis, management, and prevention
3. Stimulate research

These objectives are being met through preparation of scientific reports on ILO, dissemination, and adoption of recommendations in these reports, and promotion of international collaboration on ILO research.

§ 3 The memorandum and legal municipality

The idea for a GILO organization was generated at the 4th International ILO Conference in Bergen, Norway and established at the 5th International ILO Conference in Denver, CO, USA.

The legal municipality of GILO will be Bergen, Norway.

§ 4 Organizational form

The association is an independent legal entity with members and is self-owned. Being self-owned means that neither members nor others have any claim to the assets or property of the association, nor are they liable for its debts or other obligations.

§ 5 Rights and obligations related to general membership

- All members have the right to participate in the annual general meeting, have voting rights, and are eligible for elected positions in the association.
- Members who owe membership dues for more than one year do not have voting rights or other privileges, and the board can remove them as members of the association.
- Members are obligated to adhere to decisions made by the annual general meeting.
- The member fee will be decided on in the annual general meeting.

§ 6 Members of the board (qualifications)

- The Board of GILO shall be comprised of individuals with a demonstrated interest in research related to ILO, or care of patients with ILO, or may be a patient with ILO.
- The Board of GILO shall have a global geographic representation, aim for diversity in respect of gender.
- Non-binding recommendations for candidates will be solicited by the Nomination Committee.
- The Chair does not have to be resident of Norway.

§ 7 Annual General Meeting

- The annual general meeting, held every year, is the highest authority of the association.
- The annual general meeting and extraordinary meetings shall always allow for online participation and voting, as physical presence may skew the representation of nationalities.

- The annual general meeting is quorate with the number of voting members present, and each member has one vote.
- The chair and board members are elected by the annual general meeting.
- Unless otherwise specified, a decision must be made by a simple majority of the votes cast to be valid. In case of a tie, the decision is determined by drawing lots.
- The annual general meeting shall be convened by the board with at least one month's notice, directly to the members or by announcement on the webpage.
- Proposals to be addressed at the annual general meeting must be submitted to the board no later than two weeks before the meeting. A complete agenda must be made available to the members at least one week before the meeting.
- The annual general meeting is unable to vote on unlisted proposals unless at least $\frac{3}{4}$ of the board members request to include them on the agenda.

§ 8 Obligations of the Annual General Meeting

The annual general meeting shall:

- Review the annual report
- Review the audited financial statements
- Discuss and address submitted proposals
- Determine membership fees
- Approve the budget
- Elect the board (6-11 persons):
 - Chair of GILO (Elected for 3 years, can serve for a maximum two consecutive terms)
 - Board members (4-10 persons – Elected for 3 years) *at the first election in 2023, 5 people will be elected for 2 years, but are then eligible for re-election for 3 years).
- Elect the Chair of the Nomination Committee (Elected for 3 years – not part of the Board)

§ 9 Extraordinary General Meetings

- Extraordinary general meetings are held when determined by the board or when at least 1/3 of the members demand it.
- The notice for the meeting shall be given in the same manner as for ordinary general meetings, with a minimum of 14 days' notice.
- An extraordinary general meeting can only address and make decisions on the matters announced in the notice.

§ 10 Board Obligations

- The Executive board shall consist of not less than six (6), nor more than eleven (11) members.
- The board is the highest authority between annual general meetings.
- The board shall hold meetings when requested by the chairperson or a majority of board members.
- All Board members must be willing to take an active part in the operations of the organization.

The board shall:

- Implement decisions made at general meetings
- **In the first board meeting within one month after the election**, determine the roles for elected members (other than the Chair of GILO).
 - Following roles needs to be determined and announced on the webpage (vice-chair, Treasurer, Secretary).
- Appoint Chair of the next ILO conference.

- Appoint any committees, panels, or individuals for specific tasks and establish guidelines for them. (e.g. Chair of Science Committee, Chair of Task Group Committee)
- Administer and maintain necessary financial control over the association in accordance with applicable guidelines and regulations
- Represent the association externally

The board can make decisions when a majority of board members are present. Decisions are made by a majority of the votes cast. In case of a tie, the chairperson's vote is conclusive.

§ 11 Nomination Committee

The Nomination Committee consist of three persons, with different professional backgrounds and from different parts of the world. There must be a mix of genders, and members of GILO.

- The Chair of the next year's Nomination Committee is elected at the Annual General Meeting. This person cannot be a part of the Board.
- One member in the Nomination Committee must be a part of the Board, the other member is elected by the Board, but is a member that is not part of the Board.

§ 12 Signing Authority

Vice-chair, treasurer, secretary, and Chair. E-signing is approved.

§ 13 Amendment of Bylaws

Changes to these bylaws can only be made at regular or extraordinary general meetings after being listed on the agenda, and they require a 2/3 majority of the votes cast. Minimum requirement for amendment of Bylaws are ten attendances.

§ 14 Dissolution

- The dissolution of the association can only be addressed at a general meeting and requires a 2/3 majority. Minimum requirement is ten.
- After settling debts and liabilities, the association's assets shall be allocated to promote the purpose for which the association was established, by donating the net assets to a non-profit organization determined by the general meeting.
- No member is entitled to the association's assets or a share thereof.