

ROCHESTER AREA SOCIETY OF HEALTH-SYSTEM PHARMACISTS

CONSTITUTION

ARTICLE I. NAME AND OBJECTIVES

(a) Name

The name of the organization shall be "The Rochester Area Society of Health-system Pharmacists" hereafter referred to in the Constitution and Bylaws as the "Society".

(b) Objectives

The objectives of the Society shall be:

1. To promote rational, patient-orientated drug therapy and drug use.
2. To provide leadership to pharmacists, students and pharmacy technicians in organized health-care settings
3. To provide continuing professional education programs designed to promote pharmaceutical care and positive patient outcomes.
4. To promote the profession of pharmacy as an essential component of the health-care team
5. To provide community service and educational programs that emphasizes the health needs of the public and the prevention of disease.

In addition to the above objectives, the Society will uphold the objectives of the New York State Council of Health-system Pharmacists.

ARTICLE II. MEMBERSHIP

The membership of the Society shall consist of active, associate and honorary members as provided in the Bylaws. All active and associate members shall be members of the New York State Council of Health-system Pharmacists. Active members should be members of ASHP.

ARTICLE III. OFFICERS

The officers of the Society shall be President, Immediate Past President, President Elect, Secretary, and Treasurer. The officers shall be elected in May for a period of twelve months as provided in the Bylaws.

ARTICLE IV. EXECUTIVE COMMITTEE

There shall be an Executive Committee of the Society consisting of the officers, board members, and the active members of the Society who are delegates, officers, or directors of the New York State Council of Health-system Pharmacists or American Society of Health-system Pharmacists, as provided in the Bylaws.

ARTICLE V. AFFILIATIONS

The New York State Council of Health-system Pharmacists.

- (a) The Society shall be affiliated with the New York State Council of Health-system Pharmacists and shall support the aims and objectives of that organization. The Council shall represent and speak for the Society and its members in matters of state concern.
- (b) The Society shall be represented in the New York State Council of Health-system Pharmacists as prescribed in the Constitution and Bylaws of the New York State Council of Health-system Pharmacists.

ARTICLE VI. AMENDMENTS

Every proposition to alter or amend the Constitution shall be submitted in writing to the Executive Committee by two active members. If the majority of the Executive Committee approves the proposition, it shall be submitted to the Board of Directors of the New York State Council of Health-system Pharmacists for approval. After receiving such approval, it shall be submitted to all active members of the Society by mail ballot. Such mail ballot shall be returned within fourteen (14) days from the date on the ballot. A majority (two-thirds) of such votes cast shall be required to amend the constitution.

BYLAWS

CHAPTER I. MEMBERSHIP

ARTICLE I. MEMBERS

As defined by the New York State Council of Health-system Pharmacists Bylaws, Chapter I, Article I.

ARTICLE II. DUES

As defined by the New York State Council of Health-system Pharmacists Bylaws, Chapter I, Article III.

ARTICLE III. APPLICATIONS

As defined by the New York State Council of Health-system Pharmacists Bylaws, Chapter I, Article IV.

ARTICLE IV. PERIOD OF MEMBERSHIP

As defined by the New York State Council of Health-system Pharmacists Bylaws, Chapter I, Article V.

CHAPTER II. OFFICERS

ARTICLE I. COMPOSITION

The officers of the Society shall be President, Immediate Past President, President Elect, Secretary, and Treasurer.

ARTICLE II. TERM

The President Elect shall be elected in May for a term of twelve (12) months and shall ascend successively to the office of President and Immediate Past President, serving twelve (12) months in each position. The Secretary and Treasurer shall be elected every twelve (12) months.

ARTICLE III. NOMINATIONS

The Nominating Committee shall submit, from the active membership, names of nominees for each office of the Society no later than the April meeting for May elections, at which time additional nominations may be made from the floor.

ARTICLE IV. BALLOTS

The Secretary shall mail ballots to all active members. Ballots will be submitted at or before the May meeting. A Board of Canvassers, appointed by the President, will at that time count the votes. The candidate with a plurality of votes cast shall be considered as having been elected. The Board of Canvassers shall certify to the President and the Executive Committee the results of the election. The President shall then notify all candidates of the results of the election and the results of the election shall be announced at the May meeting.

In the event of a tie, the Executive Committee shall vote by secret ballot to decide the election.

ARTICLE V. INSTALLATION OF OFFICERS

The newly elected officers shall be installed at the June meeting, to serve for twelve (12) months or until his/her successor has been elected or appointed and qualified.

ARTICLE VI. DUTIES

(a) President

The President shall be the principal elected official of the Society, and shall be so recognized at all Society affairs, programs and activities. He/She shall preside at all meetings of the Society and its Executive Committee. He/She shall appoint chairman and members of all standing committees and specially appointed committees and shall be a non-voting ex officio member of each committee. Except as otherwise provided, He/She shall fill all vacancies by appointment. He/She shall have the usual administrative powers of his office except as otherwise stated. He/She shall make an annual report to the members in the month of June.

(b) President-Elect

The President-Elect shall perform the duties of the President when the President is unable to do so. He/She shall chair the Nominations Committee. He/She shall assume other responsibilities as directed by the President. He/She shall automatically be a delegate to the next meeting of the New York State Council of Health-system Pharmacists House of Delegates.

(c) Secretary

The Secretary shall keep the minutes of the meetings of the Executive Committee. He/She shall notify members of the time and place of all meetings, notify individuals of their appointment to committees, and conduct correspondence of the Society. He/She shall mail ballots at the time of election. He/She shall submit copy of meeting minutes and special programs to the Council office the Directors of Communication and Chapter Services.

(d) Treasurer

The Treasurer shall serve as custodian of the Society's funds. He/She shall maintain those funds in a bank selected and approved by the Executive Committee and disburse them at the direction of the Executive Committee upon request. He/She shall submit a financial report to the Executive Committee at each regular meeting. The accounts shall be audited annually by a committee appointed by the President and a statement of finances shall be submitted to the Executive Committee.

(e) Immediate Past President

The Immediate Past President shall be a member of the Executive Committee. In the absence of both the President and President elect, he shall assume the responsibilities of the President. He/She shall coordinate the installation meeting of the incoming officers.

(f) Board Members

In addition to the above, there will be three Board members, each elected for a period of three years. Unless otherwise stipulated, one of these three will act as Membership Chairperson, one as Program Chairperson, and one as Legislative Liaison.

1. Membership Chairperson

The Membership Chairperson will organize and carry out all recruitment and retention programs as specified by the Executive Committee. He/she shall review membership lists from the Council office, maintain the roster, and provide a monthly status report to the Executive Committee. He/she shall provide a current roster to the Treasurer on a monthly basis. He/she shall be a member of the New York State Council of Health-system Pharmacists Membership Committee.

2. Program Chairperson

The Program Chairperson will organize and plan the continuing education (CE) programs for the Society. He/she will be responsible for submitting the required documents to the office of the New York State Council of Health-system Pharmacists to obtain ACPE continuing education credits. He/she will forward completed continuing education registration forms from the membership as required, collect, review evaluations for the CE programs and send to the appropriate party as required.

3. Legislative Liaison

The Legislative Liaison will be a member of the New York State Council of Health-system Pharmacist's Government Affairs Committee. As required, legislative materials and briefs will be circulated to the Executive Committee for review. A monthly status report will be provided to the Executive Committee. As chair of the Legislative Committee he/she will direct reviews of and maintain the Society's Constitution and Bylaws.

ARTICLE VII. VACANCIES

The Executive Committee shall fill all vacancies, which may occur in offices after the election and prior to the issuance of ballots.

- (a) If the office of the President becomes vacant during the year, the President Elect shall succeed to that office and serve for the remainder of the term of office. If both the President and President-Elect are unable to perform the duties of their offices, the Executive Committee shall appoint from its membership a President to serve for the balance of the unexpired term. At the next election, nominations shall be presented for the offices of President and President-Elect.
- (b) If the office of Secretary, Treasurer or a Board Member becomes vacant during the term of office, the President shall appoint, with approval of the Executive Committee, an active member to fill that office for the remainder of the term of office.

CHAPTER III. EXECUTIVE COMMITTEE

ARTICLE I. Composition

The Executive Committee shall consist of the President, President-Elect, Immediate Past President, Secretary, Treasurer, and the Board members. Ex-officio members of the Executive Committee shall include the Board Liaison from the New York State Council of Health-system Pharmacists and any active member of the Society who is a delegate, officer, or director of the New York State Council of Health-system Pharmacists or American Society of Health-system Pharmacists. These ex-officio members will have no voting privileges.

ARTICLE II. Officers

The President shall serve as presiding officer at Executive Committee meetings. In the President's absence, the President-Elect shall serve as presiding officer of the Executive Committee. The Secretary shall serve as Secretary of the Executive Committee.

ARTICLE III. Election and Term of Office

The members of the Executive Committee shall be elected or appointed as provided for elsewhere in these Bylaws. The term of office of the Executive Committee shall be twelve (12) months, beginning with the installation of officers. Each of the Board members shall have a term of three years, as provided in Chapter II, Article VI (f) of the Bylaws.

ARTICLE IV. Meetings

The Executive Committee shall meet at the call of the President.

ARTICLE V. Quorum

A majority of the voting members of the Executive Committee shall constitute a quorum.

ARTICLE VI. Involuntary Resignation

In the event of an officer's or committee chairperson's failure to perform the responsibilities and duties of his/her position, the President will request that the officer or chairperson attend a meeting of the Executive Committee to develop a plan of action such that the officer or chairperson is able to perform his/her responsibilities and duties. If a plan of action can not be agreed upon, the President, with a majority vote of the Executive Committee, shall ask for the resignation of the officer or chairperson. In the event the officer or chairperson is not willing to resign, the President with a two-thirds (2/3) majority vote of the Executive Committee, may tender the resignation of the officer or chairperson in the best interest of the Society. This vote will be conducted by a secret ballot and counted by the Immediate Past President, who shall inform the Executive Committee of the results.

In the event the officer failing to perform his/her responsibilities and duties is the President, the Immediate Past President or President-elect may initiate the aforementioned actions.

CHAPTER IV. DELEGATES TO THE NEW YORK STATE COUNCIL OF HEALTH-SYSTEM PHARMACISTS HOUSE OF DELEGATES

ARTICLE I. Number

As defined by the New York State Council of Health-system Pharmacists Bylaws, Chapter VI, Article II. Only active members are eligible to be delegates.

ARTICLE II. Nominations

At the November meeting the Nominating Committee shall present to the active members of the Society, nominees for delegates and alternates to the House of Delegates of the New York State Council of Health-system Pharmacists. The President-Elect shall automatically be a delegate. Additional nominations may be made from the floor.

ARTICLE III. Elections, Term

The election of both the delegates and alternates shall be carried out by ballot. The

Secretary shall certify the results of the election to the New York State Council of Health-system Pharmacists. Delegates and their alternates, once approved by the Board of Directors of the Council, shall continue in office until the next election and certification and until their successors are elected or appointed and qualified.

ARTICLE IV. Stipend

Each elected delegate of the Society to the house of Delegates of the Council shall receive a stipend in an amount to be determined by the Executive Committee.

CHAPTER V. COMMITTEES

There shall be five standing committees of the Society in addition to the Executive Committee as provided in Chapter III, each consisting of a chairperson and one or more members appointed by the President of the Society with the approval of the Executive Committee. The term of each committee chairman shall coincide with the term of the office of the President.

- (a) Nominations Committee. The Nominations Committee shall be chaired by the President-Elect. At the April meeting of the Society, the committee shall present its nominees for elected offices and at the November meeting, delegates and alternates to the House of Delegates of the New York State Council of Health-system Pharmacists.
- (b) Membership Committee. The Membership Committee shall keep a roll of members and shall have the responsibility for seeking desirable members and for developing, initiating, and conducting the necessary plans and programs for achieving this goal.
- (c) Program Committee. The Program Committee shall arrange for the programs of the Society subject to the approval of the Executive Committee.
- (d) Finance Committee. The Finance Committee shall consist of three members; the President, the Secretary, and the Treasurer. They may, without further action, pass on all expenditures of accounts or appropriations not exceeding one hundred dollars (\$100). These expenditures shall be contained in the Treasurer's financial reports for examination by the Executive Committee. The Finance Committee shall prepare the monthly report and submit it to the Executive Committee for approval.
- (e) Legislative Committee. The Legislative Committee shall prepare a report for the membership informing them of proposed or current local, state or federal legislation affecting the practice of pharmacy. This Committee shall act as liaison between the Government Affairs Committee of the Council and the membership of the Society.

The Legislative Committee will be responsible for maintaining the official copy of the Society's Constitution and Bylaws. It will review, at the Executive Committee's request, the organization of the Society and make recommendations for improvements.

In addition to the Standing Committees, there shall be special (or ad hoc) committees appointed by the President to fulfill particular roles in the Society. These committees shall remain active for the duration of the term of the office of the President or shall be disbanded when the purpose for their existence has been achieved.

CHAPTER VI. MEETINGS

ARTICLE I. FREQUENCY

The Society shall hold monthly meetings September through June except when the Executive Committee shall rule otherwise for any individual month. All members shall be notified of each meeting at least six days prior to the meeting.

ARTICLE II. QUORUM

Twenty percent of the active members shall constitute a quorum at a meeting of the Society.

ARTICLE III. ORDER OF THE MEETING

The regular meeting of the Society shall proceed in the following order of business:

1. Call to order
2. Reading and adoption of minutes
3. Reading and adoption of Treasurer's report
4. Report of committees
5. Reading of communications to the Society
6. Announcements
7. Unfinished business
8. New Business
9. Special program of the evening
10. Adjournment

The above order of business serves only as a guideline, and may be changed at the discretion of the Executive Committee.

CHAPTER VII. PARLIAMENTARY PROCEDURE

In the absence of any Bylaw or standing rule of the Society to the contrary, the practices described in "Robert's Rules of Order," latest revised edition, shall apply at all meetings of the Society and its committees. The rules of parliamentary procedure may be waived where deemed unnecessary.

CHAPTER VIII. AMENDMENTS

Any proposition to alter or amend these Bylaws shall be submitted in writing to the Legislative Committee Chairperson by two active members. The Committee shall submit the

amendments with its recommendations for approval or disapproval to the Executive Committee at its next regular meeting. If the majority of the Executive Committee approves the proposition, it shall be submitted to the Board of Directors of the New York State Council of Health-system Pharmacists for approval. After receiving such approval, it shall be submitted to all active members by mail ballot. Such mail ballot shall be returned within fourteen (14) days from date on the ballot. A majority of such votes cast, which shall not be less than one hundred (100) or one-tenth of the total number of eligible voters, shall be required to amend the Bylaws.

CHAPTER IX. LIQUIDATION

In the event of the liquidation and dissolution of the Society and in compliance with the Not-for-profit Corporation Law of New York, any properties, funds, monies, securities, or other assets remaining in the treasury of, or the account of, or otherwise belonging to the Society, shall be disposed of as follows:

- (a) All liabilities and obligations of the Society shall be paid and discharged, or adequate provision shall be made thereof;
- (b) Assets held by the Society subject to legally valid requirements for their return, transfer or conveyance, upon dissolution and liquidation, shall be returned, transferred or conveyed in accordance with such requirements; and
- (c) All remaining assets held by the Society shall be transferred or conveyed to the New York State Council of Health-system Pharmacists to be used in whatever manner it shall deem appropriate.