

# WESTERN NEW YORK SOCIETY OF HEALTH-SYSTEM PHARMACISTS, INC.

(Affiliated with New York State Council of Health-system Pharmacists )

## CONSTITUTION

### ARTICLE 1. NAME, AFFILIATIONS AND OBJECTIVES

#### SECTION 1. NAME

The name of this organization shall be "The Western New York Society of Health-system Pharmacists, Inc.," hereafter referred to in the Constitution and By-Laws as the "Society".

#### SECTION 2. AFFILIATIONS

- a. The Society shall be affiliated with the New York State Council of Health-system Pharmacists, hereafter referred to as the "Council", 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 and national concern.
- b. The Society shall be represented on the Council as prescribed in the Council Constitution and By-Laws.

#### SECTION 3. OBJECTIVES

The objectives shall be:

- a. To promote rational, patient oriented drug therapy and drug use control in hospitals and other organized health care settings.
- b. To assist in providing an adequate supply of qualified health-system pharmacists.

- c. To assure a high quality of professional practice through the establishment and maintenance of standards of professional ethics, education and attainments and through the promotion of economic welfare.
- d. To promote research in health-system pharmacy practices and in the pharmaceutical sciences in general.
- e. To disseminate pharmaceutical knowledge by providing for interchange of information among hospital pharmacists and members of allied specialists and professions.

### ARTICLE II. MEMBERSHIP

The membership of the Society shall consist of active, associate and honorary members as defined by the New York State Council of Health-system Pharmacists.

### ARTICLE III. OFFICERS

**SECTION I** The Officers of the Society shall be the Immediate Past President, President, President-Elect, Secretary and Treasurer as provided by the By-Laws. These officers shall compose the Executive Committee.

**SECTION 2** The President-Elect shall be elected annually for a term of one year and shall ascend successively to the office of President and Immediate Past President, serving one year in each position. The Secretary and Treasurer shall be elected biannually for a term of two years.

### ARTICLE IV. BOARD OF DIRECTORS

There shall be a Board of Directors of the Society consisting of officers, the New York State Council of Health-system Pharmacists Board of Directors Chapter Liaison, and three elected Directors as provided in the By-Laws.

### ARTICLE V. AMENDMENTS

Any proposition to alter or amend this Constitution shall be submitted in writing to the Director of the Division of Public Policy and Practice Management by two or more active members.

The Director shall submit the amendment(s) with his/her recommendations for approval, disapproval or referral to a committee at the Board of Directors' next regular meeting. Upon receiving a majority vote for approval of the Board of Directors, 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 via mail ballot or electronic submission. All ballots received, postmarked within 30 days of the date printed, shall be submitted to the Board of Directors who shall count the votes. A majority of such votes cast shall be required to amend the Constitution.

## **BY-LAWS**

### **ARTICLE I MEMBERSHIP**

#### **1.1 MEMBERS**

The membership of the Society shall be defined by the New York State Council of Health-system Pharmacists By-Laws.

#### **1.2 DUES**

Dues for the Society are as defined by the New York State Council of Health-system Pharmacists' By-Laws.

### **1.3 APPLICATIONS**

Application for membership shall be as defined by the New York State Council of Health-system Pharmacists' By-Laws.

### **1.4 PERIOD OF MEMBERSHIP**

The period of membership shall be as defined by the New York State Council of Health-system Pharmacists' By-Laws.

## **ARTICLE 2 OFFICERS**

### **2.1 COMPOSITION**

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

### **2.2 NOMINATIONS OF PRESIDENT-ELECT, SECRETARY AND TREASURER**

- a. The President shall appoint a nominating committee of no less than three active members no later than February 1st, with approval of the Board of Directors. The Chairperson of this committee will be the Immediate Past President.
- b. The nominating committee shall submit a list of candidates for office from the list of active members at the March meeting, at which time nominations may be made on the floor.

### **2.3 ELECTION**

Within 30 days after their nomination, the Secretary shall submit by mail or electronic submission to every active member of the Society, the names of the candidates.

All ballots received, postmarked or via electronic submission within 30 days of notification shall be submitted by the Secretary to the nominating committee who shall count the votes.

The Chairperson of the nominating committee shall notify the Board of Directors the results of the election. The President shall notify all candidates of the results of the election. The results shall be announced at the next meeting of the Society and printed in the Newsletter. The election of the President-Elect, Secretary, and Treasurer shall be by plurality of the votes.

## **2.4 INSTALLATION OF OFFICERS**

The duly elected officers shall be installed in April and June.

## **2.5 DUTIES**

a. The President shall:

1. Be the principal elected official of the Society.
2. Fill all vacancies except as otherwise provided.
3. Be a member of the Board of Directors and shall serve as its Chairperson.
4. Keep a roster of the names of the membership.

b. The President-Elect shall:

1. Perform the duties of the office of President whenever the President shall be unable to do so.
2. Be a member of the Board of Directors and shall serve as its Vice-Chairperson.

c. The Immediate Past-President shall:

1. Perform the duties of the President in the absence of the President and President-Elect.
2. Chair the Nominating Committee

d. The Secretary shall:

1. Conduct all correspondence of the Society.
2. Notify the New York State Council of Health-system Pharmacists of Chapter activities.
3. Keep the minutes of all the meetings of the Society.

4. Send a copy of the Society minutes to Board members, and one copy to the New York State Council of Health-system Pharmacists Executive Director within 10 days following the meeting.

e. The Treasurer shall:

1. Serve as custodian of Society funds.
2. Be a member of the Board of Directors.
3. Establish a bank account in the name of the Society.
4. Receive, disburse and account for all monies received from membership dues at the direction of the Board of Directors.
5. Prepare a financial statement for presentation at each meeting.

f. Each officer shall submit a report at each meeting of the Board of Directors. If absent, each officer shall prepare a written report prior to the meeting and submit it to the President.

## **2.6 TERM**

The elected officers shall serve terms as defined in the Constitution. The Secretary and Treasurer may not serve more than two consecutive terms.

## **2.7 VACANCIES**

a. If the President becomes unable to perform the duties of the office the President-Elect succeeds to the office of the President.

b. If the Secretary or Treasurer shall be unable to perform the duties of the office, the Board of Directors is empowered and directed to fill such a vacancy until the next election of the Society.

## **ARTICLE 3. DIRECTORS**

### **3.1 COMPOSITION**

There shall be three elected Directors.

3.2

### **ELECTION**

The Chairperson of the Nominating Committee shall present at the March meeting of the Society, names of candidates, one of Whom will be elected a Director in the manner prescribed for the election of officers of the Society.

3.3

### **TERM**

Directors shall serve a term of three years beginning with their installation. One Director shall be elected annually. Directors may not serve more than two consecutive terms.

3.4

### **VACANCIES**

If the office of the Director becomes vacant, it shall be filled by appointment of the Board of Directors. At the next election of the Society, the Chairperson of the Nominating Committee shall present the names of the candidates, one of which will be elected to complete the balance of the term.

## **ARTICLE 4 BOARD OF DIRECTORS**

### **4.1 COMPOSITION**

The Board of Directors shall consist of the President, the Immediate Past President, President-Elect, Secretary, Treasurer, New York State Council of Health-system Pharmacists Board of Directors Chapter Liaison (ex- officio, non-voting) and three Directors who shall be elected by the active membership.

4.2

### **OFFICERS**

- a. The President of the Society shall serve as Chairperson of the Board of Directors.
- b. The President-Elect shall serve as Vice-Chairperson of the Board of Directors.

4.3

### **MEETINGS**

The Board of Directors shall meet at least 4 times a year and at such other times as it may be determined, or at the call of the Chairperson, or upon application in writing of any three members of the Board of Directors.

4.4

### **QUORUM**

A majority of the Board of Directors shall constitute a quorum.

4.5

### **RESPONSIBILITIES**

The Board of Directors shall:

- a. Have charge of the property of the Society and shall have authority to control and manage the affairs and funds of the Society.
- b. Supervise all publications of the Society and select editors for Society publications.
- c. Make ultimate decisions regarding the acts of Divisions, Committees, and Officers on professional matters as well as administrative, fiscal, and other matters between meetings of the Society.
- d. Accept on behalf of the Society grants, contributions, gifts, bequests to further the purpose of the Society; and perform all acts and functions not inconsistent with these By-Laws

and shall report actions taken on major policy matters to the next meeting of the Society.

**ARTICLE 5.**

**DIVISIONS**

**5.1**

**FUNCTION**

Each Division Director shall:

1. Function in a developmental and advisory capacity in order to achieve the objectives of the Society.
2. Develop Programs authorized by the Board of Directors.
3. Recommend programs and policies to the Board of Directors in the major area of interest assigned to it.

**5.2**

**DIVISIONS**

a. Pharmacy Practice

This Division shall:

1. Be responsible for development of pharmacy practice in health-system settings.
2. Be responsible for establishing and maintaining liaisons with allied health professions.
3. Coordinate continuing education programs including monthly meetings, seminars, and other training activities.
4. Maintain contact with the New York State Council of Health-system Pharmacists Director of Pharmacy Practice, Director of Chapter Services and Director of Education Services and Workforce Development.

b. Communication Services

This Division shall:

1. Be responsible for dissemination of professional

information to pharmacists, members of allied professions, and the general public.

2. Notify the membership of current events and activities of the Society.
3. Maintain contact with the New York State Council of Health-system Pharmacists Director of Communication Services.

c. Public Policy and Practice Management

This Division shall:

1. Be responsible for review and interpretation of Proposed legislation and changes in laws, rules and regulations affecting public health and pharmacy practice.
2. Be responsible for reviewing the functions and growth of the Society and review of the Constitution and By-Laws.
3. Maintain contact with the Council's Vice President of Public Policy and Director of Practice Management.

**5.3**

**COMPOSITION**

a. Director

The Director of each Division shall be an elected member of the Board of Directors.

The Director shall coordinate activities of all committees responsible to the Division and report activities and recommendations to the Board of Directors.

b. Members

The members of the Divisions shall be appointed by the Division Director, subject to the approval of the Board of Directors.

c. Vacancies

The Division Director shall be authorized to fill vacancies in a division subject to approval by the Board of Directors.

5.4

**APPOINTMENTS**

The chairperson shall be appointed for one year by the Division Director, with the approval of the Board of Directors.

5.5

**COMMITTEES of DIVISIONS**

a. Terms of Appointments

Each Director may create or discontinue subject to the approval of the Board of Directors, such committees as may be deemed necessary to carry forward the work of the Division.

Appointment to Committees of a division shall terminate yearly at the induction of a new Division Director unless otherwise specified. A committee member may be appointed to succeed themselves. Chairperson of a Committee shall be designated by the Division Director from among the members of the Committee, subject to approval of the Board of Directors. The Director of the Division shall be a member of the Committees of the Division.

5.6

**AUTHORITY**

5.7

- a. The Board of Directors shall have authority to assign a specific matter for consideration by a specific Division.
- b. The Board of Directors shall have final authority over any project requiring the expenditure of Society funds, and over the recommendations of Committees of Divisions.

**DIVISION REPORTS**

- a. The Division Director shall report on division activities at each scheduled meeting of the Society. If absent, the Division Director shall report through a committee chairperson of their respective division.
- b. The Division Director shall prepare an annual report of all pertinent activities of the Divisions including those actions approved and authorized by the Board of Directors.

**ARTICLE 6.**

**MEETINGS**

- a. Frequency  

General membership meetings shall be held regularly throughout the year.
- b. Quorum  

A quorum shall consist of 20 % of the active *and honorary* members attending a business meeting of the Society.

**ARTICLE 7.**

**DELEGATES**

**7.1.1**

**DELEGATES TO THE MEETINGS OF THE NEW YORK COUNCIL OF HEALTH-SYSTEM PHARMACISTS**

- a. Delegates from the Society to the annual meeting of the Council shall be: President, President-Elect, Past President, and as elected by the Society. If any elected delegates or alternate delegates are unable to attend the annual meeting or an additional delegate is allowed, the position shall be filled by appointment of the Board of Directors.
- b. Delegates from the Society attending the annual meeting of the Council and other meetings if called, will be supported financially at the discretion of the Board of Directors.

**ARTICLE 8.**

**AMENDMENTS**

Any proposition to alter or amend these By-Laws shall be submitted in writing to the Director of the Division on Public Policy and Practice Management by two or more active members.

The Director shall submit the amendment(s) with his/her recommendations for approval, disapproval, or referral to committee at the Board of Directors next regular meeting. Upon receiving a majority vote for approval of the Board of Directors, 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 the voting membership of the Society. All ballots received, postmarked within 30 days of the date printed, shall be submitted to the Board of Directors who shall count the vote.

**ARTICLE 9.**

**LIQUIDATION**

In the event of the liquidation and dissolution of the Society, any properties, funds or monies, securities or other assets remaining in the treasury of, or to 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 therefore
- 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
- c. All remaining assets held by the Society shall be transferred or conveyed, without obligation or restriction, to the New York State Council of Health-system Pharmacists to be used in whatever manner it shall deem appropriate.

Revised & Approved by Membership 06/2017