**ALABAMA SOCIETY OF HEALTH-SYSTEM**

**PHARMACISTS, INC.**

***CONSTITUTION***

***REVISED 2016***

**ARTICLE I-NAME AND OBJECTIVES**

1. **Name**

This organization shall be known as “The Alabama Society of Health-System Pharmacists, Inc.,” hereinafter referred to as ALSHP.

1. **Objectives**

The purposes for which ALSHP is formed shall be:

1. To advance public health by promoting the professional interests of pharmacists, technicians, and interns practicing in hospitals and other organized health-care settings through:
   1. Fostering pharmaceutical services aimed at drug-use control and rational drug therapy.
   2. Developing professional standards for pharmaceutical services.
   3. Fostering an adequate supply of well-trained, competent pharmacists, technicians, interns, and associated personnel.
   4. Developing and conducting programs for maintaining and improving the competency of pharmacists, technicians, interns, and associated personnel.
   5. Disseminating information about pharmaceutical services and rational drug use.
   6. Improving communication among pharmacists, technicians, interns, other members of the health-care industry, and the public.
   7. Promoting research in health and pharmaceutical sciences and in pharmaceutical services.
   8. Promoting the economic welfare of pharmacists, technicians, interns, and associated personnel.
2. To foster rational drug use in society such as through advocating appropriate public policies toward that end.
3. To pursue any other lawful activity that may be authorized by ALSHP’s Board of Directors.

**ARTICLE II-MEMBERSHIP**

The membership of ALSHP shall consist of active, associate, and honorary members as provided in the Bylaws.

**ARTICLE III-OFFICERS**

The officers of ALSHP shall be a President, an Immediate Past President, a President-Elect, and a Secretary/Treasurer. The President-Elect shall be elected annually for a term of one (1) year, and shall ascend successively to the office of President and Immediate Past President, serving one (1) year in each position. The Secretary/Treasurer shall be elected for a two (2) year term of office.

**ARTICLE IV-BOARD OF DIRECTORS**

There shall be a Board of Directors of ALSHP consisting of Officers, elected Directors, and non-voting Directors.

**ARTICLE V-AMENDMENTS**

Any proposition to alter or amend this Constitution shall be submitted in writing by two (2) or more voting members at any business meeting and shall be approved by a majority of votes cast, after being reviewed and approved by the Board of Directors. Also, approval must be given by the American Society of Health-System Pharmacists before it is submitted to the entire membership for vote by ballots.

**ALABAMA SOCIETY OF HEALTH-SYSTEM**

**PHARMACISTS, INC.**

***BYLAWS***

***REVISED 2014***

**CHAPTER I - Membership**

**ARTICLE I**

**MEMBERSHIP**

The membership of the Alabama Society of Health-System Pharmacists (ALSHP), hereinafter referred to as ALSHP, shall consist of individuals supporting the objectives of the Alabama Society of Health System Pharmacists. All active members of ALSHP are encouraged to be members of the American Society of Health-System Pharmacists, hereinafter referred to as ASHP. The categories of members are described below:

1. **Active Members**

Active members shall be pharmacists licensed by any state who support the objectives of the ALSHP as stated in Article I of the Constitution and have paid dues for the current membership period.

1. **Associate Members**

Associate members shall consist of supporting members, student members, and technician members. Associate members shall receive the publications and general communications of ALSHP, may attend meetings, and may be granted the privilege of the floor, but they shall not be entitled to vote or hold elected office, except as otherwise provided in these Bylaws.

1. Supporting members may be individuals other than health-system pharmacists who work in the health services, teach prospective health-system pharmacists, or otherwise contribute to the practice of health-system pharmacy.
2. Student members may be individuals enrolled in accredited colleges of pharmacy or be pharmacy graduates who are registered interns.
3. Technician members may be individuals who work as pharmacy technicians in health-system pharmacies.
4. **Honorary Members**

Those individuals who have been especially interested in health-system pharmacy practice, who have made outstanding contributions to health-system pharmacy practice, or who have been active members of ALSHP for twenty-five (25) consecutive years may be considered for honorary membership in ALSHP. Honorary members shall not pay dues, but may vote or hold office if otherwise qualified for active membership.

**ARTICLE II**

**DUES**

1. ALSHP shall collect dues from all members, and the Board of Directors shall annually assess and approve the dues rates. Dues increases in excess of 20% from the prior year shall be reported to the voting membership prior to implementation with an explanation for the increase.

**ARTICLE III**

**PERIOD OF MEMBERSHIP**

1. **Active and Associate Members**

The period of membership shall be defined in the Policies and Procedures approved by the Board of Directors. Membership in ALSHP and the obligation of dues shall continue unless a member’s resignation is received in writing or until the member is officially notified in writing that membership has been terminated due to nonpayment of dues. Any member with outstanding dues for ninety (90) days shall cease to be a member of ALSHP. A member in good standing may withdraw from ALSHP by giving written notice. However, in such case, no dues or fees shall be refunded.

1. **Honorary Members**

Honorary members shall be elected for life.

**ARTICLE IV**

**OFFICERS**

1. **Composition**

The officers of ALSHP shall be the President, Immediate Past President, President-Elect, and Secretary/Treasurer. The term of the office for the President, Immediate Past President, and President-Elect shall be one (1) year. The Secretary/Treasurer shall be elected for a two (2) year term of office. Terms begin and end on the dates of annual meetings. These officers shall comprise the executive committee.

1. **Nominations**
2. A call for nominations for candidates shall be disseminated to all active members. The nominating committee is responsible for using such means as appropriate to obtain nominations prior to the annual meeting. Members are encouraged to nominate themselves if they have a desire to serve. Nomination forms shall not require the identification of the member submitting the form.
3. Candidates for Officers and Board Members must be *active* members of ALSHP and must reside in or have their primary place of employment with the state of Alabama.
4. The President shall annually establish a Nominations Committee to nominate candidates for each office. The President-Elect shall chair the Committee. The President shall appoint members from ALSHP to serve on the Committee. Prior to reporting the name of any candidate, the Committee shall confirm that the candidate is willing and able to serve.
5. The Nominations Committee shall be the sole source of all nominations, including officers and Board of Directors.
6. **Election**

Within seven (7) days after receiving nominations from the Nominations Committee, every active member of ALSHP shall receive the official election ballot along with a brief review of the candidates’ professional backgrounds. The active members shall indicate on the ballot their choice of candidates for the offices to be filled and shall return it within thirty (30) days of the original distribution date.

ALSHP staff shall verify the votes on all valid ballots and shall certify the winners to the President within seven (7) days of the end of the election. The winner of each open position shall be determined by the individual who receives a simple majority of the votes cast. Any tie vote shall be broken by a majority vote of the Board of Directors.

The President-Elect shall notify all candidates of the results of the election in a timely manner.

1. **Installation**

Officers shall be installed at the annual meeting following the above election.

**ARTICLE V**

**DUTIES OF OFFICERS**

1. **President**

The President shall be the principal executive officer of ALSHP and shall be so recognized in all ALSHP programs and activities. With approval of the Board of Directors, the President shall appoint all chairs and members of the councils and committees as needed. With approval of the Board, the President may also create additional committees and task forces in order to meet criteria set out in the ALSHP strategic plan. The President shall serve as the official spokesperson of ALSHP. The President shall serve as chair of the Board of Directors.

After serving a one (1) year term as President, he/she shall become the Immediate Past President of ALSHP and shall serve as such for one (1) year.

1. **Immediate Past President**

The Immediate Past President shall be a member of the Board of Directors. In the absence of both the President and the President-Elect, the Immediate Past President shall serve as chair of the Board of Directors. The Immediate Past President shall serve as chair of the Constitution & Bylaws Committee.

**C. President-Elect**

The President-Elect shall be the Vice-President of ALSHP and shall perform the duties of the President when the President is unable to do so. The President-Elect shall serve as vice-chair of the Board of Directors. The President-Elect shall serve as chair of the Nominations Committee. The President-Elect shall assume other responsibilities as directed by the President. After serving a one (1) year term as President-Elect, he/she shall become the President of ALSHP and shall serve as such for one (1) year.

**D. Secretary/Treasurer**

The Secretary/Treasurer shall serve as secretary of the Board of Directors and as custodian of the funds of ALSHP. The Secretary shall record and maintain minutes of meetings of the Board of Directors and of all other meetings of ALSHP. The Secretary/Treasurer may not serve more than two (2) consecutive terms.

**E. Vacancies**

If the office of Immediate Past President becomes vacant, then it shall remain vacant until the President ascends to that office according to the usual schedule. During the vacancy, the President shall assume the position of chair of the Constitution & Bylaws Committee.

If the office of President becomes vacant, then the President-Elect shall immediately ascend to the office of President, and he/she shall remain in that office throughout the unexpired term as well as the one (1) year term according to the usual schedule.

If the office of President-Elect becomes vacant, then it shall remain vacant until the next election cycle produces a President-Elect. In such a case, the President shall remain in the office of President until the next President-Elect ascends to the office of President according to the usual schedule. During the vacancy, the President shall assume the position of chair of the Nominations Committee.

If both the office of President and President-Elect become vacant, then the Board of Directors shall, at any meeting and by a majority vote, appoint from the membership of the Board of Directors a President to fill the unexpired term of that office. In such a case, the next duly elected President-Elect immediately ascends to the office of President as set forth above in Article V, section E., paragraph 2.

If the office of Secretary/Treasurer becomes vacant, then the Board of Directors shall, at any meeting and by a majority vote, fill the vacancy from the active membership of the ALSHP. The next election cycle shall be used to fill the unexpired term of the vacant position, if applicable.

**ARTICLE VI**

**BOARD OF DIRECTORS**

1. **Composition**

The Board of Directors shall consist of officers of ALSHP, five (5) elected Directors, and other non-voting members and advisors as appointed by the President and approved by the Board of Directors. No person shall serve in any dual capacity on the Board of Directors. Each officer and each elected Director of the Board of Directors shall have one (1) vote. The Board of Directors of ALSHP shall serve without compensation.

1. **Nominations**
2. A call for nominations for candidates shall be disseminated to all active members. The nominating committee is responsible for using such means as appropriate to obtain nominations prior to the annual meeting. Members are encouraged to nominate themselves if they have a desire to serve. Nomination forms shall not require the identification of the member submitting the form.
3. Candidates for Officers and Board Members must be *active* members of ALSHP and must reside in or have their primary place of employment with the state of Alabama.
4. The President shall annually establish a Nominations Committee to nominate candidates for each office. The President-Elect shall chair the Committee. The President shall appoint members from ALSHP to serve on the Committee. Prior to reporting the name of any candidate, the Committee shall confirm that the candidate is willing and able to serve.
5. The Nominations Committee shall be the sole source of all nominations, including officers and Board of Directors.
6. **Election of Directors**

Elections of the five (5) Directors shall be staggered such that two (2) are elected in even-numbered years and three (3) are elected in odd-numbered years. The process of nominations, elections, and installation of Directors shall be identical to that of ALSHP officers as described above in Article IV, sections B.-D.

1. **Term of Directors**

Directors shall serve for a term of two (2) years. Terms begin and end on the dates of annual meetings. Directors may not serve more than two (2) consecutive terms.

1. **Duties of Directors**

Each Director shall assume the responsibility as a chair of a Council of ALSHP as appropriate.

1. **Vacancies of Directors**

If the office of a Director becomes vacant, then the Board of Directors shall, at any meeting and by a majority vote, fill the vacancy from the active membership of ALSHP. The next election cycle shall be used to fill the unexpired term of the vacant position, if applicable.

1. **Committees and Officials**

The Board of Directors shall designate the following committees and officials to report directly to the Board of Directors.

1. **Constitution & Bylaws Committee**

The Constitution & Bylaws Committee shall be responsible for ensuring that ALSHP abides by its Constitution and Bylaws. Also, the Constitution & Bylaws Committee shall be responsible for conducting periodic reviews of the Constitution and Bylaws for assessment of needed revisions. The Immediate Past President shall serve as the chair of the Constitution & Bylaws Committee.

1. **Finance Committee**

The Finance Committee shall be responsible for monitoring the financial status of ALSHP on a quarterly basis and making recommendations to the Board of Directors concerning financial matters. The Secretary/Treasurer shall be the chair of the Finance Committee.

1. **Other Committees**

The President shall appoint such additional committees and task forces as are deemed necessary to carry out the responsibilities and programs of ALSHP.

1. **Meetings**

The Board of Directors shall meet at least quarterly. At least one of these meetings shall occur face-to-face annually. Additionally, it shall meet at the call of the chair of the Board of Directors or upon application, in writing to the Secretary/Treasurer, by any two voting members of the Board of Directors.

1. **Quorum**

A majority of the voting members of the Board of Directors shall constitute a quorum for conducting business at any meeting.

1. **Responsibilities**

The Board of Directors shall represent ALSHP as the official voice for the health-system pharmacists in Alabama. The Board of Directors shall have charge of the property of the ALSHP and shall establish regulations and procedures for the expenditure and investment of funds and the signing of checks including the delegation of the power and authority of the Board as the Board finds necessary. The Board of Directors shall also control and manage the affairs and funds of ALSHP. They shall also have the authority to make contributions of ALSHP funds and properties to foundations or other organizations for research and educational activities of benefit to the hospital and health-system field. On behalf of ALSHP they may accept grants, gifts, bequests, contributions, or devices to further the purposes of the ALSHP. Minutes of the Board of Directors meetings, reporting all actions, budgets, and expenditures shall be made available to members of the ALSHP. The Board of Directors is vested with the power and authority to do and perform all acts and functions not inconsistent with these Bylaws.

**ARTICLE VII**

**SOCIETY COUNCILS & COMMITTEES**

1. **Function**

In working toward the achievement of the goals of the ALSHP, each Council shall function in an advisory capacity, developing and implementing programs and policies authorized by the Board of Directors in the major areas of interest to which it is assigned. The Board of Directors shall have final authority on all such matters. Each Council may be comprised of one or more committees or task forces appointed by the Board of Directors as needed in order to accomplish the assigned goals.

1. **Composition**
2. The President, with the approval of the Board of Directors, shall appoint committee chairs, and members as deemed necessary to carry out the responsibilities and programs of ALSHP.
3. All ALSHP members, regardless of their membership category, are eligible to be appointed as a voting member of a committee or task force.
4. The chair of each Council shall be a Director elected by the membership of ALSHP. The Council chair shall coordinate the activities of the Council and report activities and recommendations to the Board of Directors. The Council chair shall recommend members to be appointed to the Council on which he/she serves.
5. Members of the Councils shall be appointed by the President with the approval of the Board of Directors. There shall be as many members as may be deemed necessary by the President to carry forward the work of each Council.
6. Council members who are appointed as committee chairs shall coordinate the activities of the committee and report activities and recommendations to the Council chair.
7. **Vacancies**

The Council chair shall be authorized to fill vacancies on a Council subject to approval by the Board of Directors.

1. **Authority of Councils**

The Board of Directors shall have the authority to assign a specific matter to a council, committee, or task force for its consideration and recommendation. In addition, Councils may make recommendations and proposals directly to the Board of Directors for its consideration.

Councils shall not independently secure, or attempt to secure funds outside of ALSHP without prior approval of the Board of Directors. Councils shall not independently contact other organizations unless authorized by the Board of Directors or the President. The councils have no authority to establish policy or enter into any agreements with outside parties without the express authority of the Board.

1. **Council Reports**

The Director of each Council shall prepare an annual report covering the period between annual meetings, which shall record all pertinent activities of the Council including those actions approved and authorized by the Board of Directors. These reports shall be presented to the membership at the annual meeting of ALSHP.

**ARTICLE VIII**

**LIAISONS WITH OTHER ORGANIZATIONS**

The Board of Directors may, at its discretion, appoint members of ALSHP as representatives to another organization. A member of ALSHP appointed as representative to another organization shall not be authorized to commit ALSHP in any manner without prior approval of the Board of Directors.

**ARTICLE IX**

**ANNUAL MEETING**

1. **Date of Meeting**

ALSHP shall hold an annual meeting of the membership which shall include the annual business session for the transaction of all business required by these Bylaws and such meetings of the Board of Directors and Councils as may be authorized by the Board of Directors. The annual meeting of the ALSHP shall be the Fall Meeting.

1. **Quorum**

At the annual meeting and any other meetings of the membership of ALSHP duly called under the procedures set out in these Bylaws, five (5) percent of the active membership shall constitute a quorum for the transaction of business.

1. **Resolutions**

Resolutions may be submitted by active members for consideration at the annual business meeting of ALSHP. Such resolutions must be submitted in writing by two (2) or more active members to the ALSHP’s President at least ninety (90) days prior to the opening of the annual business meeting. The resolution must be clearly written in the form of a motion (i.e., to study, to support) and be accompanied by a brief background statement. Resolutions submitted in this manner shall be approved by the Board of Directors and then formally read by the Secretary/Treasurer to the assembled business meeting membership and, following debate, the motion must be passed by a three-fourths majority of the active members present during a quorum session before being adopted or by three-fourths majority of ballots cast electronically. Resolutions requiring amendments to ALSHP’s Bylaws must also meet the requirements set forth in Article XIII.

**ARTICLE X**

**AFFILIATIONS**

1. **American Society of Health-System Pharmacists (ASHP)**

The ALSHP shall be affiliated with ASHP.

1. **Delegates to ASHP**

The Board of Directors shall coordinate the nomination and election of delegates and alternates to the ASHP House of Delegates. Delegate candidates and delegates must be a current member of ASHP.

1. **Other Organizations**

There may be other organizations where there is a mutual desire to affiliate with ALSHP. ALSHP is supportive of such affiliations, which have the underlying goal to promote and improve health-system pharmacy practice. All affiliations with ALSHP shall be approved by the Board of Directors. Affiliation with ALSHP may be denied, suspended, or revoked by the Board of Directors.

1. **Student Society Affiliations**

The student societies of the accredited schools of pharmacy within the state of Alabama are affiliated with ALSHP.

These student societies are invited to participate in ALSHP activities. ALSHP shall promote health-system pharmacy to the student societies. Student societies shall promote and foster the standards and purposes of ALSHP.

Student societies may not adopt, publicize, promote, or otherwise convey any policy or principle in the name of ALSHP that has not been officially adopted by ALSHP. Furthermore, student societies may not adopt, publicize, promote, or otherwise convey any policy or principle that is contradictory to, or in conflict with, any official policy or principle of ALSHP.

1. **Regional Affiliate Groups**

Regional Affiliate Groups may be affiliated with ALSHP by approval of the Board of Directors. ALSHP shall promote and strengthen affiliations with affiliated groups in order to support and fulfil the mission of ALSHP.

**ARTICLE XI**

**PARLIAMENTARY PROCEDURE**

Except where contrary to the Articles of Incorporation, Bylaws, or standing rules of ALSHP, Robert’s Rules of Order, latest revised edition, shall prevail at all meetings of the organization. The President shall appoint a parliamentarian to serve for all meetings.

**ARTICLE XII**

**LIQUIDATION**

1. **Dissolution**

ALSHP may be dissolved upon an affirmative vote to dissolve by 80% of the Board of Directors after which it will be brought to the active members for a vote. A vote to resolve is required by two-thirds (2/3) of the active members entitled to vote at any meeting of the membership, provided, however, that notice that the subject of dissolution would be an agenda item at such meeting must have been given in writing to the membership at least thirty (30) days prior to such meetings.

1. **Distribution of Assets**

In the event of an affirmative vote of the membership to dissolve ALSHP; any properties, funds or monies, securities or other assets remaining in the treasury of, or to the account of, or otherwise belonging to ALSHP shall be disposed of as follows:

1. All liabilities and obligations of ALSHP shall be paid and discharged of adequate provision made therefore;
2. Assets held by ALSHP subject to legally valid requirements for their return, transfer or conveyance, upon dissolution, shall be returned, transferred or conveyed in accordance with such requirements; and
3. All remaining assets held by ALSHP shall be transferred or conveyed, without obligation or restriction, to the ASHP Research and Education Foundation, a non-profit corporation, to be used in whatever manner it shall deem appropriate; or, should that corporation, at the time of such dissolution no longer exist or not be classified as a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any subsequent United States Internal Revenue Law) then to some other organization, elected by the Board of Directors, having such tax exempt status and having goals and purposes consistent with those of ALSHP.

**ARTICLE XIII**

**AMENDMENTS**

Any proposition to alter or amend these Bylaws shall be submitted in writing to the Secretary/Treasurer of ALSHP by two or more active members. The voting members of the Board of Directors will review and approve any amendment for vote by the membership. Approval shall be given by ASHP. The membership shall be notified of these proposals not less than thirty (30) days prior to a vote. A majority of votes cast by members is required for approval of any amendment.