

BYLAWS OF THE ILLINOIS COUNCIL OF HEALTH-SYSTEM PHARMACISTS

ARTICLE I. MEMBERSHIP

Section I. MEMBERS

The membership of the Council shall consist of individuals who have paid dues and are interested in the objectives of the Council as stated in Article I of the Council Constitution. Membership shall consist of the following:

(a) PHARMACIST MEMBERS

Pharmacist members individually licensed to practice pharmacy shall have the right to vote and to serve as an officer of the Council or in any other elected or appointed position. Pharmacy residents/fellows may also be considered Pharmacist Members of ICHP who have paid dues established by the Council. Pharmacy Resident/Fellow members retain the same rights and privileges as Pharmacist Members.

(1) Recent Graduate: 1st year graduates: An individual licensed to practice pharmacy that joins within 12 months of graduation. 2nd year graduates: An individual licensed to practice pharmacy that joins between the 13th and 24th month following graduation.

(2) Pharmacy Resident/Fellow: An individual licensed to practice pharmacy and currently enrolled in a full-time pharmacy residency or fellowship program.

(b) ASSOCIATE MEMBERS

Associate members receive all the benefits of pharmacist full members except voting privileges or the ability to hold office.

(1) Supporting Member: Individuals which include non-pharmacist allied health professionals, pharmaceutical industry representatives, and non-pharmacist college faculty.

(2) Student Member: Individuals enrolled full-time in a pharmacy degree program at an accredited college of pharmacy.

(3) Technician Member: Individuals currently employed as pharmacy technicians or registered as technicians in an organized health care setting. Pharmacy technician members shall have the right to serve as Technician Representative and to vote in the election of the Technician Representative.

(c) RETIRED MEMBERS

A pharmacist or pharmacy technician no longer actively employed in pharmacy, is currently a member of ICHP or other State affiliate of ASHP, and reached the age of at least 65 is eligible for retired member status. Retired members are entitled to all membership rights and services of their previous membership category. In cases of disability of a member of ICHP,

who are younger than the age of 65, special consideration will be made upon request to convert member to retired member status.

(d) HONORARY MEMBERS

Persons who shall be elected for life by unanimous vote of the Board of Directors from among individuals who are or have been especially interested in, or who have made outstanding contributions to, pharmacy practice. Honorary members may vote or hold office if otherwise eligible for pharmacist membership. No dues shall be required of honorary members.

Section II. LOCAL AFFILIATION

Each Pharmacist, Associate, Retired, and Honorary member shall hold membership in the local affiliate of his choice or be assigned by the Executive Vice President to membership in a local affiliate based on geographic location.

Section III. ACADEMY/PRACTICE GROUP

Each member of ICHP may hold membership in an Academy/Practice Group of ICHP.

Section IV. DUES

Dues shall be collected by the Council. Subject to approval by the House of Delegates, the Board of Directors shall establish, consistent with other provisions of these bylaws, dues and membership periods for all members.

- (a) Five dollars (\$5.00) of the student membership will returned in the form of a rebate directly to the student chapter with which the student is affiliated.
- (b) Dues for Pharmacy Technician members shall be no more than one half (1/2) the dues rate established for Pharmacist Members.
- (c) Retired Members and Retired Pharmacy Technician Members dues shall be assessed at no more than one-half the rate of active Pharmacist and Technician members respectively.
- (d) No dues shall be assessed of Honorary members.
- (e) Dues for an Academy/Practice Group/Network may be initially set at 50% of each member's regular dues. The dues for each Academy/Practice Group/Network shall be reviewed by the ICHP Board yearly. The dues amount may be readjusted yearly, based on the financial needs of each group.
- (f) To qualify for student dues, students must state name of university and year of graduation on membership form and subsequent renewal notices.
- (g) To qualify for pharmacy resident/fellow dues, the resident must state the name of the residency/fellowship site and the date of expected completion of the residency/fellowship.
- (h) Husband and Wife Joint Membership Dues shall be set by the House of Delegates and shall not exceed twice the dues of a Pharmacist Membership.

- (i) Stepwise increase in pharmacist membership dues upon graduation from pharmacy school is as follows:
 - 1. Starting January of the first year post-graduation, the dues will be one-third the dues of a Pharmacist Member rounded off to the nearest dollar.
 - 2. Starting January of the second year post-graduation, the dues will be two-thirds the dues of a Pharmacist Member rounded off to the nearest dollar.
 - 3. Starting January of the third year post-graduation and thereafter, the membership dues shall be the full Pharmacist Member Dues.
 - 4. To qualify for the above stepwise post-graduation dues structure, the member must state date of graduation and university attended on the membership application and subsequent renewal notices.
 - 5. Pharmacy resident/fellow members are exempt from this stepwise structure until completion of the residency/fellowship. The pharmacy resident/fellow member will begin the stepwise structure in their first year post-residency/fellowship.

Section V. APPLICATIONS

Applications for pharmacist, associate, retired, and academy/practice group membership shall be completed on a standard form and forwarded to the ICHP office. Dues must accompany the application for membership.

Section VI. PERIOD OF MEMBERSHIP

(a) PHARMACIST, ASSOCIATE, RETIRED MEMBERS, AND ACADEMY/PRACTICE GROUP MEMBERS

The period of membership shall coincide with either the calendar year or a period of one (1) year beginning and ending on the first day of any other established billing cycle. Membership to the Council and the obligation for dues shall continue unless a member's resignation is received prior to the end of the established billing cycle in which dues have been paid. A member will also be carried on the roster for sixty (60) days from the end of the established billing cycle and will be dropped from the roster if dues are not paid.

(b) HONORARY MEMBERS

Honorary members shall be members for life.

ARTICLE II. OFFICERS

Section I. COMPOSITION

The officers of the Council shall consist of the President, Immediate Past President, President-elect, Treasurer, Secretary, and Executive Vice President.

Section II. DUTIES

(a) PRESIDENT

The President shall be the principal elected official of the Council and shall be so recognized at all Council programs and activities. The President shall oversee the advancement of the organization's mission, vision, and strategic plan. With the approval of the Board of Directors, the President shall appoint all chairmen and, in concurrence with them, members of the Divisions of Service. He shall appoint additional committees as needed. Except as otherwise provided, he shall fill vacancies by appointment. At Board meetings, he shall vote only in case of a tie.

(b) IMMEDIATE PAST PRESIDENT

The Immediate Past President shall be a voting member of the Board of Directors. He shall also serve as the Chairman of the Committee on Nominations. In the absence of both the President and the President-elect, he shall serve as the Chairman of the Board of Directors. He shall serve as the Vice-Chairman of the House of Delegates.

(c) PRESIDENT-ELECT

The President-elect shall perform the duties of the President when the President is unable to do so. He shall be a voting member of the Board of Directors and serve as its Vice-Chairman. He shall review and update the strategic plan and plan the annual leadership retreat to further the advancement of ICHP. He shall assume other duties as directed by the President.

(d) TREASURER

The Treasurer shall serve as the custodian of the Council's funds. He shall oversee the investment and disbursement of these funds at the discretion of the Board of Directors. He shall oversee the distribution of dues notices and receipts of all monies. The Treasurer shall be a voting member of the Board of Directors and shall serve as the Chairman of the Committee on Finance. He shall prepare periodic statements on the financial condition of the organization and present a report and financial statement to the House of Delegates.

(e) SECRETARY

The Secretary shall be a voting member of the Board of Directors. He shall record and maintain minutes of meetings of the Board of Directors and House of Delegates. Board of Directors' meeting minutes shall be distributed to board members prior to the next Board of Directors meeting. The House of Delegates' minutes shall be distributed to all members of the House of Delegates within 30 days after the House meets. He shall oversee the Council's correspondence as directed by the President and shall oversee the distribution of all meeting notices. He shall oversee distribution of all ballots including those for the offices of Division Directors.

(f) EXECUTIVE VICE PRESIDENT

1. The Executive Vice President serves as the chief executive officer of the Council and shall be chosen by the Board of Directors.
2. The Executive Vice President shall be responsible for administration of ICHP; direction of all operations, programs, and activities of ICHP; and hiring, firing, and the compensation and benefits of staff, subject to establishment of general salary and benefit policies by the Board of Directors. The Executive Vice President shall, at all times, carry out the policy aims and programs as generally determined by the Board of Directors.
3. The Executive Vice President shall maintain an accurate record of the meetings of the Board of Directors, the House of Delegates, and such other activities of ICHP as the Board of Directors may direct. The Executive Vice President shall give all notices required by law. The Executive Vice President shall have authority to affix the corporate seal to any document requiring it and attest thereto by his or her signature.
4. The Executive Vice President shall be a voting member of the Board of Directors of the Council and shall, by virtue of the office, be a nonvoting member of all divisions, committees and component groups of the Board of Directors; committees of the House of Delegates; and any other committee or component group established by the Board of Directors.
5. The Executive Vice President shall be chosen by and serve at the will of the Board of Directors. The Board of Directors may, on behalf of ICHP, enter into a contract with the Executive Vice President with such terms and for such fixed period as the Board of Directors deems reasonable and in the best interest of ICHP. Failure of a person to continue in the office of Executive Vice President will not affect contract rights, except as the terms of the contract may so provide.
6. The Executive Vice President may execute, on behalf of ICHP, contracts, leases, debt obligations, and all other forms of agreements.

Section III. VACANCIES

If the President becomes unable to perform the duties of his office the President-elect shall succeed to the office of President. If both the President and the President-elect become unable to perform the duties of their offices, the Board of Directors will appoint an individual to assume the role of President to serve for the balance of the unexpired term. In addition, the Board of Directors will appoint an individual to assume the role of the President-elect to serve until the next Annual Meeting of the Council. If the Secretary or the Treasurer becomes unable to perform the duties of his office, an individual will be appointed by the Board of Directors to serve until the next Official Election. At the next Annual Meeting of the Council, the Committee on Nominations shall present a slate of candidates to serve in the vacated office. If less than half of the individual's term has expired, the elected candidate will serve the remaining one-year term of office; otherwise the election will be for the full two-year term.

If the Executive Vice President becomes unable to perform the duties of his or her office, the Board of Directors is empowered to fill the vacancy.

ARTICLE III. LOCAL AFFILIATES

Section I. DEFINITION

Local organizations of pharmacists who meet the definition of Pharmacist Members (Article I, Section I (a)) may be affiliated with the Illinois Council of Health-System Pharmacists.

Section II. COMPOSITION

The state shall be divided geographically into local affiliates. Subject to the approval of the House of Delegates, the Board of Directors of the Council shall establish the make-up of these local affiliates. The exact composition of the Council's affiliates shall be kept in the ICHP Policy and Procedure Manual and published at least annually in KeePosted.

Members of the Council shall retain the right to determine in which affiliate they will participate. A member may change affiliation only at the time of annual dues remittance.

Section III. ORGANIZATION

Each local affiliate shall adopt a Constitution and Bylaws based on the model documents established by the Council's Board of Directors. The Constitution and Bylaws of each local affiliate shall be approved by the Board of Directors of the Council. All subsequent changes in the Constitution and Bylaws must be approved by the Board of Directors of the Council.

Section IV. MEMBERSHIP

Membership in a local affiliate shall be restricted to Pharmacist, associate, retired and honorary members as defined in Article I, Section I of these Bylaws. Persons not so classified may attend meetings of the local affiliate upon invitation. All members of a local affiliate must be members of the Council.

Section V. RESPONSIBILITIES

Local affiliates shall foster the purposes of the Council. Members of local affiliates shall strive to implement the professional policies of the Council among themselves and in the areas in which they serve.

Local affiliates may adopt official professional policies of the Council.

Local affiliates may not adopt, publicize, promote or otherwise convey any policy or principle in the name of the Council which has not been authorized by the Council.

Acts of local affiliates shall in no way commit or bind the Council.

Representation to the Council and coordination of the activities of the local affiliates are executed through the local affiliate liaisons. Responsibilities and election of local affiliate Presidents are described in the Constitution and Bylaws of their respective local affiliates.

Section VI. REPRESENTATION IN THE HOUSE OF DELEGATES

Local Affiliates will be entitled to delegates in the House of Delegates in the number prescribed in Article XII, Section II, of the Bylaws. The method of selecting delegates shall be provided for in the Bylaws of the local affiliates.

Section VII. LIQUIDATION

In the event that an affiliate does not meet its responsibilities as defined in Section V, the affiliate's president shall be notified in writing by the President of ICHP and, if no response is received within a 90 day period, then a 3/4 majority of vote of all the voting members of the Board of Directors shall be sufficient to proceed with liquidation or dissolution of the local affiliate. Any properties, funds or monies, securities or other assets remaining in the treasury of, or to the account of, or otherwise belonging to the affiliate shall be disposed of as follows:

- (a) All liabilities and obligations of the affiliate shall be paid and discharged, or adequate provision shall be made therefore:
- (b) Assets held by the affiliate 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 affiliate shall be transferred or conveyed without obligation or restriction to the Illinois Council of Health-System Pharmacists to be used in whatever manner it shall deem appropriate.

ARTICLE IV. DIRECTORS

Section I. COMPOSITION

There shall be five (5) elected Division Directors and three (3) elected Regional Directors.

Section II. DUTIES

- Division Directors and Regional Directors shall serve as voting members of the Board of Directors of the Council. Each Division Director shall assume responsibility as chairman of a Division of Service as described in Article V of these Bylaws and shall establish such committees as may be required for the conducting of the business of the Division. Each Regional Director shall assume the responsibility of representing his region as described in Article VI of these bylaws.

Section III. VACANCIES

If the position of a Division Director or Regional Director becomes vacant and

(1) the position has a Director-Elect,

a) the President, with Board of Directors Approval, shall ask the Director-Elect to complete the remainder of the unexpired term

b) if the Director-Elect declines to complete the remainder of the unexpired term, the position shall be filled by Presidential appointment with approval of the Board of Directors.

c) a decision by the Director-Elect to complete or not complete the unexpired term shall NOT affect the ability of the Director-Elect to complete the term for which he was duly elected.

(2) the position does not have a Director-Elect: the position shall be filled by Presidential appointment with approval of the Board of Directors for the remainder of the uncompleted term.

ARTICLE V. DIVISIONS OF COUNCIL AFFAIRS

Section I. FUNCTIONS

In working toward the goals of the Council, each Division of Council Affairs shall function in an advisory capacity, developing and implementing programs and policies authorized by the Board of Directors, and recommending programs and policies to the Board of Directors in the major area of interest to which it is assigned. As part of its activities, a Division may create committees to carry out portions of its work.

(a) PROFESSIONAL AFFAIRS

The Division of Professional Affairs shall be responsible for improving and promoting pharmacy practice by developing position statements, standards, guidelines, competency standards, and related materials that promote rational patient centered drug therapy. This division will work cooperatively with allied organizations and other agencies in developing and promoting these responsibilities.

(b) MARKETING AFFAIRS

The Division of Marketing Affairs shall be responsible for performing membership surveys, developing plans to maintain current members and recruit new members, developing local affiliates, serving as liaison among local affiliates, promoting clinical pharmacy services, and developing and/or coordinating all communications and selected activities directed toward the general public and health professionals.

(c) EDUCATIONAL AFFAIRS

The Division of Educational Affairs shall be responsible for developing all Council publications, training programs, and educational programs.

(d) GOVERNMENTAL AFFAIRS

The Division of Governmental Affairs shall be responsible for reviewing and interpreting proposed legislation and changes in laws, rules, and regulations affecting public health, pharmacy, and related practice. This division will work cooperatively with allied organizations and other agencies in legislative activities.

(e) ORGANIZATIONAL AFFAIRS

The Division of Organizational Affairs shall be an advisory body to the Board of Directors. It shall review the organization of the Council and analyze its effectiveness and make recommendations for improvement. It shall have the responsibility to assure that the Constitution and Bylaws of the Council are kept current.

Section II. COMPOSITION

(a) DIRECTOR

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

(b) MEMBERS

The President in conjunction with the Director of each Division of Council Affairs shall appoint as many members as shall be deemed necessary in order to carry forward the work of the Division.

(c) VACANCIES – DIVISION MEMBERS

The President in conjunction with the Director of each Division of Council Affairs shall be authorized to fill vacancies on their respective Division.

Section III. AUTHORITY

The Board of Directors shall have the authority to assign a specific matter to a Division of Council Affairs for its consideration. Divisions of Council Affairs shall not secure or attempt to secure funds independently from sources outside the Council without prior approval of the Board of Directors.

Divisions of Council Affairs shall not represent themselves as acting on behalf of the Council when contacting other organizations unless authorized by the Board of Directors or the President.

The Board of Directors shall have final authority over any project requiring the expenditure of Council funds, the recommendations of Divisions of Council Affairs, and the determination of which proposals require approval of the House of Delegates. In the event that the Board of Directors does not act favorably upon a recommendation received from a Division of Council Affairs, the matter shall be returned to the Division of Council Affairs for its further consideration.

Section IV. RECORDINGS

If a matter is presented at a meeting of a Division of Council Affairs merely for informational purposes, it shall be acknowledged in the form of an informal statement or suggestion in the records of the meeting. If a matter is considered at a meeting of a Division of Council Affairs which requires no action from a higher Council authority, the action shall be expressed as "voted" in the records of the meeting. If a matter is

considered at a meeting of a Division of Council Affairs which requires action from a higher Council authority, the action taken shall be recorded as "voted to recommend" in the record of the meeting.

It shall be the responsibility of the Director of each Division of Council Affairs to bring to the attention of the Board of Directors all "voted to recommend" items along with an explanation of the sentiment expressed at the Division meeting. It shall be the further responsibility of the Director to convey back to the Division of Council Affairs the resultant action of the Board of Directors with appropriate explanation.

ARTICLE VI. REGIONS OF THE COUNCIL

Section I. DEFINITION AND COMPOSITION

The State of Illinois shall be divided into three separate regions named the Northern Region, Central Region and Southern Region.

The membership of the Northern Region shall be comprised of members residing in the following counties: Cook, Dupage, Grundy, Kane, Kankakee, Lake, McHenry, Kendall and Will.

The membership of the Central Region shall be comprised of members residing in the following counties: Jo Davies, Stephenson, Winnebago, Boone, Carroll, Ogle, Dekalb, Whiteside, Lee, Rock Island, Henry, Bureau, LaSalle, Mercer, Henderson, Warren, Knox, Stark, Peoria, Marshall, Woodford, Livingston, Ford, Iriquois, Hancock, McDonough, Fulton, Tazwell, McLean, Champaign, and Vermilion.

The Southern Region shall be comprised of members residing in the following counties: Adams, Schuyler, Cass, Brown, Mason, Menard, Logan, Dewitt, Macon, Piatt, Pike, Scott, Morgan, Sangamon, Christian, Moultri, Douglas, Coles, Edgar, Calhoun, Greene, Jersey, Macoupin, Montgomery, Shelby, Cumberland, Clark, Madison, Bond, Fayette, Effingham, Jasper, Crawford, Clinton, Marion, Clay, Richland, Lawrence, St. Clair, Washington, Jefferson, Wayne, Edwards, Wabash, Monroe, Randolph, Perry, Franklin, Hamilton, White, Jackson, Williamson, Saline, Gallatin, Union, Johnson, Pope, Hardin, Alexander, Pulaski, and Massac.

SECTION II. REGIONAL DIRECTOR RESPONSIBILITIES

It is the responsibility of each regional director to communicate to the members of his region on a regular basis by attending meetings of the local affiliates within his region, by written communications distributed by the ICHP office on his behalf or via e-mail using ICHP's membership list.

The regional director will also serve as a voting member of the House of Delegates and will bring forth regional concerns and initiatives.

The regional director must reside within the region in which he is elected and must be a pharmacist member of ICHP.

The regional director may be asked to facilitate local discussions of critical issues facing ICHP to obtain member input and feedback. The regional director may also be asked to facilitate local affiliate continuing education programming in the absence of staff or affiliate officers.

ARTICLE VII. ACADEMIES/PRACTICE GROUPS/NETWORKS

Section I. DEFINITION AND RESPONSIBILITIES

The Council may establish such Academies/Practice Groups/Networks representing various member groups as determined by the Board of Directors. The Academies/Practice Groups/Networks may serve as a mechanism for members with similar professional interests to pursue issues pertinent to their unique needs. The Academies/Practice Groups/Networks shall further serve as a structure for these member groups to be represented within the Council.

Section II. COMPOSITION

The Council, through its Board of Directors shall establish Academies/Practice Groups/Networks as specified in the ICHP Policy & Procedure Manual.

Section III. MEMBERSHIP

By right of membership in the Council, a member may affiliate with Academies/Practice Groups/Networks as specified in the ICHP Policy & Procedure Manual.

Section IV. RESPONSIBILITIES

The Academy/Practice Group/Network shall foster the purposes of the Council. Members of the Academies/Practice Groups/Networks shall strive to implement the professional policies of the Council among themselves and in the areas in which they serve. Academies/Practice Groups/Networks may not adopt, publicize, promote or otherwise convey any policy or principle in the name of the Council which has not been authorized by the Council. Acts of the Academies/Practice Groups/Networks shall in no way commit or bind the Council.

The Academy/Practice Group/Network is responsible for coordinating all programs and/or communications between the Board of Directors and the Academy/Practice Group/Network of the Council.

Section V. DUES

All applicable dues must be paid directly to the Council as described in Article I, Section IV of the Bylaws.

Section VI. DISSOLUTION

An Academy/Practice Group/Network may be dissolved by the Board of Directors with the consent of the Academy/Practice Group/Network members.

Section VII. Academy/Practice Group/Network Elected Chair

If an Academy/Practice Group/Network conducts an official election by its members of a Chair, that Chair shall serve as a voting member of the Board of Directors and House Delegates of the Council. If the Academy/Practice Group/Network does not have an elected chair the appointed chair shall be an ex officio member of the Board. He shall be responsible to coordinate all Academy/Practice Group/Network programs, communicate with the Board of Directors, and attend all Board meetings as the representative of the Academy/Practice Group/Network.

Section VIII. Vacancies of the Academy/Practice Group/Network Elected Chair

If the office of Chairman of the Academy/Practice Group/Network becomes vacant, the position shall be filled by Presidential appointment and approved by the Board of Directors. At the following Annual Meeting the election shall be in the manner described for filling vacancies of Division Directors in Article IV, Section III.

Section IX. ANNUAL REPORT

If there is an elected Chair of an Academy/Practice Group/Network he shall prepare an annual report covering the period between annual meetings of ICHP which shall record all pertinent activities of the Academy/Practice Group/Network. If there is no elected chair of an Academy/Practice Group/Network the staff liaison shall be responsible for creating this report. This report shall be presented to the House of Delegates at the Annual Meeting.

ARTICLE VIII. TECHNICIAN REPRESENTATIVE

Section I. DUTIES

The Technician Representative shall serve as a voting member of the Board of Directors and House of Delegates of the Council. He shall be responsible to coordinate all technician programs and/or communication between the Board of Directors and the Pharmacy Technician membership of the Council.

Section II. VACANCIES

If the office of Technician Representative becomes vacant the position shall be filled by Presidential appointment and approved by the Board of Directors. At the following Annual Meeting the election shall be in the manner described for filling vacancies of Division Directors in Article IV, Section III.

Section III. ANNUAL REPORT

The Technician Representative shall prepare an annual report covering the period between annual meetings of ICHP which shall record all pertinent activities of the Technician Membership of the Council. This report shall be presented to the House of Delegates at the Annual Meeting.

ARTICLE IX. BOARD OF DIRECTORS

Section I. COMPOSITION

The Board of Directors shall consist of the President, Immediate Past President, President-elect, Secretary, Treasurer, Executive Vice President, elected Directors, Technician Representative, Chairman of the New Practitioners Network, Chairman of the House of Delegates, and ex-officio members: Committee Chairmen, Student Representatives, and Editor of KeePosted.

Section II. OFFICERS OF THE BOARD

The President of the Council shall serve as the Chairman of the Board of Directors. The President-elect shall serve as the Vice-Chairman of the Board of Directors. The Secretary shall serve as the Secretary of the Board of Directors.

Section III. COMMITTEES OF THE BOARD

The Board of Directors shall designate the following committees to report directly to the Board:

(a) COMMITTEE ON FINANCE

The Committee on Finance shall consist of at least six (6) members: the President, the President-elect, the Immediate Past President, the Secretary, the Treasurer, and the Executive Vice President. The Committee on Finance shall establish an operating bank account in the name of the Illinois Council of Health-System Pharmacists, maintaining a general ledger which shall individually record the financial details of the Council's activities. The Committee on Finance shall prepare a budget for the period of January 1 to December 31 of the succeeding year and submit it to the Board of Directors for approval. The annual report of the Finance Committee is the annual report of the Treasurer.

(b) EXECUTIVE COMMITTEE

The Executive Committee shall include the Immediate Past President, President, President-elect, Secretary, Treasurer, and Executive Vice President of the Council. The President shall serve as the committee chairperson. The committee shall meet at least quarterly preceding the Board of Directors meetings, and as deemed necessary by the committee chairperson.

The committee shall be responsible for the appropriate review, fact-finding, and analysis of issues confronting the Council and its Board of Directors. The annual report of the Executive Committee is included as part of the President's Annual Report.

(c) ANNUAL REPORT

From time to time, the Board of Directors may create ad hoc committees and appoint membership to conduct activities of the Council. The Chairman of any ad hoc committee shall prepare an annual report covering the period between annual meetings of ICHP which shall record all pertinent activities of the committee. It shall be presented to the House of Delegates at the Annual Meeting.

Section IV. STUDENT REPRESENTATIVES

A Student Representative of each student chapter of ICHP shall be elected by their respective chapter's membership. Student Representative shall be elected for a one year term. It will be these individuals' responsibility to coordinate all programs and/or communication between the Board of Directors and the Student membership of the Council.

The Student Representatives shall each prepare an annual report covering the period between annual meetings of ICHP which shall record all pertinent activities of their respective chapter. The report shall be presented to the House of Delegates at the Annual Meeting. They shall be ex-officio members of the Board and shall attend all meetings.

Section V. MEETINGS

The Board of Directors shall hold business meetings at least quarterly in addition to the Annual Meeting. The Board shall hold additional meetings at the call of the Chairman of the Board or upon the written application of any three (3) Board Members.

Section VI. QUORUM

The number used to calculate a quorum of the Board will be a simple majority of the voting members of the Board.

Section VII. RESPONSIBILITIES

The Board of Directors shall represent the Council as the official voice for members. The Board of Directors shall have charge of the property of the Council, shall have authority to control and manage the affairs and funds of the Council, and shall make decisions regarding the actions of the Divisions of Council Affairs, the Committees, and Officers. Between meetings of the House of Delegates, the Board shall act on administrative, fiscal, and other matters that are not inconsistent with these Bylaws. It shall report on action taken on major policy matters at the next meeting of the House of Delegates.

ARTICLE X. NOMINATIONS, ELECTIONS AND TERMS OF OFFICE

Section I. NOMINATIONS

The Committee on Nominations as defined in Article IX Section X in these bylaws shall solicit from the ICHP membership two candidates for each open office to be elected during the next scheduled election. Efforts should be made to seek candidates from all regions of the State. The Committee on Nominations shall present a slate of candidates scheduled for election to office at the first meeting of the House of Delegates annual session.

Section II. ELECTIONS

No more than 30 days after the Annual Meeting, the ICHP office shall distribute to every eligible voting ICHP member, the name of each candidate accompanied by a brief review of their professional background and statement of candidacy. Ballots shall be returned to the Secretary or his designee within thirty (30) days of the date of ballot distribution. The individual elected to office will be the candidate that received the majority of votes cast. In the event that no candidate received a majority of the votes cast, a run-off election will be held. The President shall appoint a Board of Canvassers who shall certify the results of the election. Results of the election will be made known via official publication.

Section III. INSTALLATION AND VOTING PRIVILEGES OF OFFICERS

Individuals elected shall assume office and be installed at the next ICHP Annual Meeting following elections. The President-elect becomes a voting member of the ICHP Board and House immediately upon election. The Chairman of the House becomes a voting member of the Board of Directors and House of Delegates beginning at the conclusion of the Annual Session of the House of Delegates at which he or she is elected. All other elected individuals will serve as an elect until their installation and will only retain voting privileges in the absence of their predecessor.

Section IV. TERMS OF OFFICE

(a). The President-elect shall be elected annually and will begin serving immediately upon election to office. At the next Annual Meeting, the President-elect shall assume the office of President.

(b). The President shall serve for one year, followed by one year of service as Immediate Past President.

(c). The Secretary shall serve for two years. The Secretary shall not serve more than two consecutive terms.

(d) The Treasurer shall serve for two years and shall be elected in years the Secretary is not elected. The Treasurer shall not serve more than two consecutive terms.

(e) The Chairman of the House of Delegates shall serve for one year beginning at the conclusion of the Annual Session of the House of Delegates at which he is elected.

(f) The Regional and Division Directors shall serve for two years.

(g) The Pharmacy Technician Representative shall serve for two years.

(h) The Chairman of the New Practitioner Network shall serve for two years.

(i) The Secretary, Treasurer, Chairman of the House of Delegates, Regional and Division Directors, Pharmacy Technician Representative, and Chairman of the New Practitioner Network shall not serve more than two consecutive terms.

Section V. VACANCIES ON ELECTION BALLOT

The Board of Directors shall fill all vacancies in the list of candidates which may occur by death or withdrawal after the adjournment of the Annual Meeting of the Council and prior to the issuance of ballots.

ARTICLE XI. HOUSE OF DELEGATES

Section I. COMPOSITION

There shall be a House of Delegates consisting of Affiliate Delegates, Council Officers, Directors, Technician Representative, Academy/Practice Group/Network Chairs, and Past Council Presidents if currently a member. Affiliate Delegates are elected as provided in Section IV of this Article and shall not exceed thirty (30) in number.

Section II. APPORTIONMENT

Pharmacist Membership: As soon as is convenient after January 1 of each year, the Board of Directors shall apportion delegates among local affiliates according to their total pharmacist and retired pharmacist membership. For the purposes of computing the apportionment, the total number of pharmacist and retired pharmacist members during the year immediately preceding shall be utilized. Each Affiliate shall have one (1) delegate for every twenty-five (25) pharmacist or retired pharmacist members or any portion thereof. Each shall have at least two (2) delegates and no local affiliate shall have more than ten (10) delegates. If a new Affiliate becomes is formed within the Council during the interim between apportionments, it shall be entitled to a number of delegates based on the existing apportionment formula.

Section III. ELECTION OF THE CHAIRMAN OF THE HOUSE OF DELEGATES

The Committee on Nominations shall present at the first meeting of the House of Delegates at the Annual Meeting of the Council two qualified pharmacist or retired pharmacist members of the Council to serve as Chairman of the House of Delegates.

The Chairman shall be elected by written ballot of a simple majority vote of the Delegates present in the House of Delegates at the second session.

Section IV. ELECTION OF DELEGATES

The election of delegates and their alternates from each local affiliate should be conducted in accordance with the Bylaws of each local affiliate. In the event that an affiliate is not able to elect delegates the ICHP office staff will work with the local affiliate membership to select delegates. Only pharmacist and retired pharmacist members of affiliated chapters are eligible to be delegates or to vote. The results of the election or other selection process shall be certified by the Secretary of the Affiliate and approved by the Board of Directors of the Council. Delegates shall continue in office until the next election and certification.

Section V. MEETINGS

The House of Delegates shall meet during the Annual Meeting of the Council and at such other times and places as it may determine. A session of the House of Delegates may be called at any time by the President of the Council with the consent of the Board of Directors, by the Board of Directors, or by the Chairman of the House of Delegates upon written request by a simple majority of the members of the House of Delegates. There shall be at least two meetings at each session. Items on the agenda for one meeting may be transferred to the next meeting. At least thirty (30) days notice of the time and place for holding each session of the House of Delegates shall be given.

Section VI. QUORUM

A simple majority of the members of the House of Delegates shall constitute a quorum at any session duly convened. Matters submitted to vote shall be determined by a simple majority of votes cast except as otherwise provided herein. Only Past Council Presidents who are present at the House of Delegates when it convenes for a session will be counted when determining a quorum for the House. In addition, if any of ICHP's local affiliates fail to provide delegates to the House of Delegates, those unoccupied seats will not be counted toward the House of Delegates quorum.

Section VII. OFFICERS

The Chairman of the House of Delegates shall preside at all meetings of the House of Delegates. He shall be a member of the Board of Directors and represent the House of Delegates at all Board meetings. The Immediate Past President shall serve as Vice-Chairman of the House of Delegates. The Secretary of the Council shall serve as the Secretary of the House of Delegates.

Section VIII. VOTING

Each member of the House of Delegates shall have one (1) vote. No member shall have more than one vote by virtue of a dual capacity.

Section IX. RESPONSIBILITIES

Authority to make Council policy shall be vested in the House of Delegates. The House of Delegates shall have authority to establish its own rules and procedures and to approve, modify, or disapprove such recommendations, reports, actions, or resolutions as may be placed before the House by the officers and the Board of Directors. If the House of Delegates modifies a recommendation, report, action, or resolution of the Board of Directors, it shall be returned to the Board of Directors who shall have authority to postpone the effectiveness of the action of the House pending study and to resubmit it to the House. Further authority to make proposals and recommendations to the Board of Directors shall be vested in the House of Delegates and recommendations shall be referred from the Board of Directors to the appropriate body of the Council for study and recommendations which, if the House so determines, shall again be placed before the House of Delegates for final action.

All resolutions or recommendations of the House of Delegates pertaining to the expenditure of monies shall be approved by the Board of Directors before the same shall become effective. The House of Delegates shall have and may exercise all the powers, rights, and privileges that are, or may lawfully be vested in the members of the Council except as otherwise specifically provided in these Bylaws.

Section X. ANNUAL REPORTS AND ADDRESSES

The Director of each Division of Council Affairs shall prepare an annual report covering the period between annual meetings which shall record all pertinent activities of the Division of Council Affairs including those actions approved and authorized by the Board of Directors. These reports shall be presented to the House of Delegates at the Annual Meeting.

The President and President-Elect shall prepare an address for presentation at the Annual Meeting of the Council.

Section XI. COMMITTEE ON NOMINATIONS

The Committee on Nominations shall be appointed by the Chairman of the House of Delegates with the approval of the Board of Directors, and shall function as a committee of the House of Delegates. The Committee on Nominations shall consist of the Immediate Past President, plus one pharmacist member from each local affiliate, whose duty shall be to attempt to nominate members from throughout the state, involving members from as many of the local affiliates as possible as candidates for the office of President-elect, Secretary, Treasurer, elected Directors, Technician Representative, Chairman of the New Practitioners Network, and the Chairman of the House of Delegates. The report of the Committee on Nominations shall be presented ~~to~~ **at** the first meeting of the House of Delegates annual session.

ARTICLE XII. REPRESENTATION TO AND LIAISON COMMITTEES WITH OTHER ORGANIZATIONS

A representative of the Council appointed to another organization shall not be authorized to make commitments or take an official position on behalf of the Council, without prior approval of the Board of Directors.

Appointment of representatives of the Council to liaison committees with other organizations shall be subject to approval of the Board of Directors. The purpose of a liaison committee shall be to act as a service agency to its parent organizations, and to discuss and recommend solutions of problems of mutual interest. All recommendations of a liaison committee shall be subject to approval of its parent organizations. Each liaison committee shall adopt administrative regulations subject to approval by its parent organization.

ARTICLE XIII. REMOVAL FOR CAUSE

Any elected or appointed ICHP Officer, Affiliate Officer, Division or Regional Director, or other representative of ICHP may be removed from their position as a result of significant neglect of responsibilities or abuse of their position. The removal shall be determined by a three-fourths vote of the Board members present at an official meeting.

ARTICLE XIV. ANNUAL MEETING

The Council shall hold an Annual Meeting which shall include the annual session of the House of Delegates, and such meetings of the Board of Directors and Divisions of Council Affairs as may be authorized by the Board of Directors, together with the Council's state wide educational program.

ARTICLE XV. PUBLICATIONS

Section I. OFFICIAL PUBLICATION

The official publication of the Council shall be KeePosted. All papers presented at any meeting of the Council shall become the property of the Council and shall be submitted to the Editor of KeePosted for review and, if suitable, for publication. Papers may be released for publication elsewhere upon the approval of the Editor of KeePosted.

Section II. EDITOR

The Editor of the KeePosted shall be appointed by the Board of Directors for a period of two (2) years. Such appointment is renewable.

ARTICLE XVI. OFFICIAL INSIGNIA

The official insignia of the Council shall consist of the inscription "ICHP" at the right edge of a replica of the State of Illinois.

ARTICLE XVII. LIQUIDATION

In the event of liquidation or dissolution of the corporation, any properties, funds or monies, securities or other assets remaining in the treasury of, or to the account of, or otherwise belonging to the corporation shall be disposed of as follows:

- (a) All liabilities and obligations of the corporation shall be paid and discharged, or adequate provision shall be made therefore;
- (b) Assets held by the corporation 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 corporation shall be transferred or conveyed without obligation or restriction to the American Society of Health-System Pharmacists Foundation to be used in whatever manner it shall deem appropriate.

ARTICLE XVIII. PARLIAMENTARY PROCEDURE

Roberts Rules of Order, latest revised edition, shall prevail at all meetings of the Council except where contrary to this Constitution and Bylaws or any standing rule.

ARTICLE XIX. AMENDMENTS

Every proposal to alter or amend these Bylaws shall be submitted in writing by two (2) or more pharmacist or retired pharmacist members at a meeting of the Board of Directors of the Council and shall be approved by a majority of the votes cast at a subsequent meeting of the Board.

Amendments approved by the Board of Directors shall be submitted to the Division of Affiliate Relations of the American Society of Health-System Pharmacists for approval. Following approval of the Board of Directors of the American Society of Health-System Pharmacists, it shall be submitted to the entire ICHP pharmacist and retired pharmacist membership for vote.

Revised: April 2010