

Utah Society of Health-System Pharmacists

Organized: May 13, 1953

Constitution and Bylaws: Revised August 2019

CONSTITUTION

ARTICLE ONE: Name, Objectives and Definitions

Section 1. This organization shall be known as "The Utah Society of Health-System Pharmacists", or "USHP".

Section 2. The Mission of USHP shall be to advance public health and improve patient outcomes.

Section 3. The Objectives of USHP shall be to:

1. Develop and advocate for laws, regulations and professional standards for patient care.
2. Foster an adequate supply of competent pharmacists and pharmacy technicians through programs developed by USHP.
3. Disseminate information relevant to pharmacy practice in Utah
4. Facilitate communication and collaboration within pharmacy and between pharmacy personnel and other healthcare professionals.
5. Promote research in the health sciences and patient care.
6. Advocate for safe and effective medication use and patient-centered care
7. To pursue any other issue or lawful activity that may be authorized by the USHP Board of Directors not specifically addressed in the Constitution and By-Laws.

Section 4. The Utah Society of Health-System Pharmacists is a non-profit organization.

ARTICLE TWO: Membership

The membership of USHP shall consist of active members and honorary members as established in the Bylaws. Active members shall be licensed pharmacists, pharmacy interns, retired pharmacists/technicians, technicians, and technicians-in-training who support the mission and objectives of USHP. Only active members may vote in USHP elections. Only active members who are licensed pharmacists may serve as state delegates to the ASHP House of Delegates, or be elected as an Officer or a Director-at-Large of USHP. Active members who are licensed technicians may be elected to the Director-at-Large-Technician position on the Board of Directors.

ARTICLE THREE: Officers

The Officers of USHP shall be a President, an Immediate Past President, a President Elect, a Secretary a Treasurer, and a Treasurer-Elect. The President Elect shall be elected annually for a term of one year and shall ascend successively to the office of the President and Immediate Past President, serving one year in each position. The Treasurer-Elect shall be elected annually for a term of one year and shall ascend successively to the office of Treasurer for a one-year term of office. The Secretary shall be elected every other year, in even-numbered years, for a two-year term of office.

ARTICLE FOUR: Board of Directors

There shall be a Board of Directors of USHP consisting of Officers, elected Directors-at-Large, elected Director-at-Large Technicians, and a Representative from each Student Chapter as provided in the Bylaws.

ARTICLE FIVE: Amendments

Every proposition to alter or amend this constitution shall be submitted, in writing, by an active member, and shall be approved by a two-thirds majority of the active members that participated in the vote. Constitutional Amendments shall be processed as provided in the Bylaws and shall include submission of all proposed amendments to the American Society of Health-System Pharmacists Commission on Affiliate Relations for feedback, prior to submission of these final amendments to USHP membership for approval.

BYLAWS

CHAPTER ONE: ELECTION OF OFFICERS AND DIRECTORS-AT-LARGE

ARTICLE I. Definition of Officers of USHP

The Officers of USHP shall consist of the President, President-Elect, Immediate Past President, Secretary and Treasurer, and Treasurer-Elect.

ARTICLE II. Definition of Executive Committee

The Executive Committee of USHP shall consist of the Officers as set forth in CHAPTER ONE, ARTICLE I of the Bylaws.

ARTICLE III. Definition of the Board of Directors

The Board of Directors of USHP shall consist of the Officers and FOUR elected Directors-at-Large, ONE elected Director –at-Large for Technicians, and ONE representative from each Student Chapter of USHP who shall have voice and vote.

ARTICLE IV. Election of Officers and Directors-At-Large

Election of Officers and Directors-At-Large will be conducted annually. Candidates shall be nominated through a Nominating Committee chaired by the Immediate Past President.

- A. President-Elect and Treasurer-Elect shall be elected annually. The President-Elect shall serve a total term of three years in office. During the second year, the President-Elect shall assume the position of President and during the third year, the President shall assume the position of Immediate-Past President. The Secretary shall be elected every other year for a two-year term of office. The Treasurer-Elect shall serve a total of two years in office. During the second year, the Treasurer-Elect shall assume the position of Treasurer.
- B. Two Directors-at-Large shall be elected annually to each serve a term of two years. A Director-at-Large for Technicians shall be elected every other year and shall serve for a term of two years.
- C. A call for nominations, including self-nominations, shall be disseminated to allow members to suggest qualified candidates. Nominations shall not require the identification of the person nominating.
- D. Candidates for Officers and Directors-At-Large must be Active members of USHP
- E. The Nominating Committee shall confirm that each candidate is willing to serve after they have been provided with the Board Member Pledge. Candidates will disclose in writing all real, potential, or perceived conflicts of interest. Prior to the election, the USHP Executive Committee shall determine whether any disclosures would make a candidate ineligible to serve.

ARTICLE V. Student Chapter Representatives

Student Chapters are officially recognized by their respective college or school and represent the interests of health-system pharmacy. Each Student Chapter shall be entitled to one representative to serve on the Board of Directors. These representatives will each have one vote and each respective Student Chapter will determine how representatives are selected.

ARTICLE VI. Ballots

- A. The ballots shall be counted by the Nominating Committee. The Chair of the Nominating Committee shall submit the results of the election to the Executive Committee at their next scheduled meeting, and the secretary shall record election result in meeting minutes.
- B. Elections results shall be based on a plurality vote, electing the two candidates who received the highest number of votes for the Directors-At-Large positions. If a tie occurs, a run-off election will be conducted amongst the two candidates who tied.

CHAPTER TWO: DUTIES OF OFFICERS, DIRECTORS, AND BOARD OF DIRECTORS

ARTICLE I. Duties

President - The President shall be the principal elected official of USHP and shall be so recognized at all Society programs and activities. The President or President's designee(s) shall be the official spokesperson for USHP. With the approval of the Board of Directors, the President shall appoint all committee chairs and shall introduce special committees as needed. Except as otherwise provided, all vacancies shall be filled by appointment. The President shall be a member of the Board of Directors and serve as its Chair.

Immediate Past President - The Immediate Past President shall be a member of the Board of Directors and shall serve as Chair of the Awards and Nominating Committees. In the absence of both the President and the President-Elect, the Immediate Past President shall serve as the Chair of the Board.

President-Elect - The President-Elect shall perform the duties of the President when the President is unable to do so. The President-Elect shall be a member of the Board of Directors and serve as its Vice Chair and shall assume other responsibilities as directed by the President.

Treasurer - The Treasurer shall serve as custodian of the USHP funds, shall invest and disburse funds at the direction of the Board of Directors and shall receive all monies. The Treasurer shall be a member of the Board of Directors, shall prepare quarterly statements on the financial condition of the organization, shall prepare the preliminary budget for the next fiscal year, and shall present financial reports to the membership at least annually, or at the request of the Board of Directors. No monies shall be disbursed except upon the signature of the Treasurer and either the President, President-Elect or Immediate Past-President.

Treasurer-Elect – The Treasurer-Elect shall perform the duties of the Treasurer when the Treasurer is unable to do so. The Treasurer-Elect shall be a member of the Board of Directors and will assist the Treasurer in the preparation of statements, budgets and reports.

Secretary - The Secretary shall record and maintain minutes of meetings of the Board of Directors, and other meetings when directed by the President. The Secretary shall be a member of the Board of Directors. The Secretary shall conduct the correspondence of USHP as directed by the Board and shall disseminate all Board meeting notices. The Secretary shall maintain, through the Membership Committee, an up-to-date roster of all Society members. The secretary shall present activity reports to the membership at the request of the Board of Directors.

Directors-At-Large - The Directors-At-Large shall serve as members of the Board of Directors of USHP. Each Director-At-Large shall assume responsibility as liaison of a Standing and/or Special Committee as appointed by the President.

Director for Technicians - The Director for Technicians shall serve as a member of the Board of Directors of USHP and shall assume responsibility as a liaison to the active member Technicians.

Board of Directors: The Board of Directors is responsible for the operations of the USHP and for advancing the objectives of USHP. Board of Directors may develop policy statements to address issues key to the health-system pharmacists and USHP. Board members will disclose any real, potential, or perceived conflicts of interest on an annual basis, or more frequently as needed. The Board shall prepare an annual budget for activities of USHP and shall be responsible for managing and directing the financing of all budgeted activities. They shall approve all budget amendments during the year. The Board shall consider all program goals and planning, including regular reports from other standing committees, in development and implementation of USHP's annual and ongoing activities.

Employees/Consultants: Individuals hired or contracted to provide a service for USHP who report to the Board of Directors.

ARTICLE II. Removal and Resignation

A board member elected by the members may be removed through a majority vote of the members present without respect to cause at a meeting (in person or via technology) if members in attendance are notified in advance that the purpose of the meeting (or one of the purposes) is removal of a board member. Board members receiving their position via appointment may be removed, with or without cause, by the President or other board member who appointed the board member by giving written notice to the board and the members. Any officer may resign at any time by submitting a written resignation to one of the members of the Executive Committee.

ARTICLE III. Vacancies

The Board of Directors shall fill all vacancies in the list of Officers or Directors, which may occur by death, removal or resignation, for the remainder of the vacated term. If the President becomes unable to perform the duties of the office, the President-Elect shall immediately ascend to the Presidency. If both the President and President-Elect become unable to perform the duties of their offices, the Board of Directors shall appoint, from its membership, a President to serve for the balance of the unexpired term, after which both a President and President-Elect shall be selected during the subsequent election cycle. If the Treasurer becomes unable to perform the duties of the office, the Treasurer-Elect shall immediately ascend to the position of Treasurer.

ARTICLE IV. Meetings

The Board of Directors shall meet at least quarterly, otherwise at the call of the Board President. The presence of a simple majority of the Board of Directors shall constitute a quorum. Matters will be decided by majority vote of the Directors in attendance except for matters specifically calling for a higher vote by the Bylaws. Any active member of USHP may attend the open session of meetings of the Board of Directors. All meetings are considered to be open meetings to active USHP members or invited guests. Meetings may be closed at the President's discretion.

CHAPTER THREE: ACCOMPLISHMENT OF OBJECTIVES, AFFILIATION WITH AMERICAN SOCIETY OF HEALTH-SYSTEM PHARMACISTS

The objectives of USHP as outlined in ARTICLE I. Section 2, of the Constitution shall be accomplished through active cooperation and affiliation with the American Society of Health-System Pharmacists.

CHAPTER FOUR: MEMBERSHIP

ARTICLE I. Members

The membership of USHP shall consist of individuals interested in the objectives of USHP.

Active Members

Active members shall be pharmacists or technicians as defined in ARTICLE II of the Constitution. Active members shall pay dues and may vote and hold office in USHP.

Honorary Members

Honorary members may be elected from among individuals who are or have been especially interested in, or who have made outstanding contributions to, the practice of pharmacy. Honorary members shall not pay dues nor shall be eligible to vote or hold office unless otherwise qualified for active membership.

Student Members

Student members are considered active members but may not hold elected positions except for those designated as student positions.

ARTICLE II. Dues

The Board of Directors shall establish dues and membership periods for active members. The Board of Directors shall, consistent with other provisions of these Bylaws, also establish dues and membership periods for other categories of members.

ARTICLE III. Membership Applications

Honorary Members

Nominations for honorary membership shall be approved by majority vote of the Board of Directors.

CHAPTER FIVE: STANDING COMMITTEES

USHP Board may establish committees, consisting of active members, as needed to carry out the objectives, programs, and activities of the organization. The President shall appoint one member of the Board of Directors to serve as a liaison on each committee. The Board Liaisons or the Chair of the committee shall submit quarterly reports of the activities of their respective committee at the Board of Directors. Further, the Board may also establish other ad hoc groups, commissions and task forces as necessary to further the purposes of USHP.

ARTICLE I. Program Committee

The Program Committee shall assume responsibility for all aspects of the planning of continuing education programs of USHP. The Board Liaison for the Committee shall appoint and work closely with the Administrator of Continuing Education and with the Committee Chair in meeting all requirements to maintain Accreditation Council for Pharmacy Accreditation (ACPE) accreditation status.

ARTICLE II. Membership Committee

The Membership Committee is responsible for maintaining and recruiting USHP members. The Committee shall conduct recruitment campaigns for new members at the request of the Board of Directors. The Committee Chair is charged with leading the committee and maintaining an accurate and up-to-date listing of USHP members.

ARTICLE III. Nominating Committee

The Nominating Committee shall consist of at least three active members, appointed annually by the President. The Immediate Past President shall act as Chair of the Committee. Each committee member shall represent a different hospital, chain of hospitals, or other health care setting. Committee members shall contact all hospitals and other health care settings in the state during their search for candidates for office. Committee members shall prepare a ballot that contains a brief biographical sketch of each candidate. The ballots shall be sent to all active members as described in CHAPTER ONE, ARTICLES IV and VI of the Bylaws. The Chair of the Committee shall disclose the results of the election to the President who will notify the newly elected members of the Board.

The Nominating Committee is responsible for canvassing members for ASHP House of Delegate positions. The Nominating Committee also reviews requests for endorsement by the USHP Board of Directors and provides a recommendation. All nominations and endorsements shall be approved by the Board of Directors.

ARTICLE IV. Awards Committee

The Immediate Past President shall chair the Awards Committee. This Committee shall call for nominations for awards to be presented to members and officers of USHP. The Committee shall constitute the judging group for all awards with approval from the Board of Directors.

ARTICLE V. Communications Committee

The Communications Committee is charged with all communications from the organization. They are also responsible for the information posted on the USHP website and social media outlets. The Committee is responsible for the accuracy and appropriateness of all information published.

ARTICLE VI. Advocacy Committee

The Advocacy Committee is responsible to monitor legislative trends and to bring to the attention of the Board upcoming legislative activities occurring in the State and National Legislature that will impact the practice of pharmacy. The Chair of the Committee shall actively seek pertinent information from the Utah State Legislature, American Society of Health-System Pharmacists, Utah Pharmacy Association, and the State Board of Pharmacy.

ARTICLE VII. Technician Committee

The Technician Committee is responsible to promote issues related to pharmacy technicians in USHP, as well as promoting greater use and awareness of pharmacy technician's skills. As appropriate, the Technician Committee will assign committee members to liaise with other standing committees. The Board Liaison for the Committee shall appoint and work closely with the Committee Chair in promoting technicians issues to the USHP board.

ARTICLE VIII. Additional Standing Committees

Additional standing committees may be established and maintained at the discretion of the Executive Committee of the Board of Directors. These committees may include but are not limited to the following.

Constitution and Bylaws Committee

This committee shall be appointed by the Executive Committee who shall appoint one of their members to serve as a member of the Committee. The Executive Committee shall appoint a Past President of USHP to Chair this Committee. Considerations for amendments to either the Constitution or Bylaws, coming from the Board of Directors or any active Society member, shall be directed to the Chair of this Committee for consideration and recommendations. The Chair, working through the Executive Committee, shall submit all proposed amendments to the ASHP Commission on Affiliate Relations for the purpose soliciting feedback, prior to submitting the final amendments to USHP membership for approval.

CHAPTER SIX: ELECTION OF ASHP DELEGATES

The delegates to ASHP House of Delegates from Utah represent all ASHP members in the State of Utah. All ASHP active members residing in Utah will receive a ballot each year and will thereby be given the opportunity to nominate and vote in the election of Utah's ASHP Delegates. Delegate candidates shall be members of both ASHP and USHP.

CHAPTER SEVEN: USHP Student Societies

ARTICLE I. Definition

USHP Student Societies shall be local organizations of the students of accredited Colleges or Schools of Pharmacy in Utah interested or involved in organized health care settings and shall be affiliated with USHP.

ARTICLE II. Membership

Membership in the Student Societies shall be restricted to pharmacy students as defined in the Student Chapters' Bylaws. Student members shall be members of the USHP as defined in CHAPTER FOUR, ARTICLE I of these Bylaws.

ARTICLE III. Responsibilities

The Student Societies shall foster the objectives of the Utah Society of Health-System Pharmacists. Members shall strive to implement the professional policies of USHP among themselves and in the pharmacies in which they work.

The Student Chapter may not adopt, publicize, promote or otherwise convey any policy or principle in the name of USHP which has not been officially adopted by the organization. Acts of the Student Societies shall in no way commit or bind USHP.

ARTICLE IV. Representation

Each Student Society shall be entitled to one representative to sit with the Board of Directors of USHP as described in CHAPTER ONE, ARTICLE V of these Bylaws. Active student members may serve on USHP Committees.

CHAPTER EIGHT: Miscellaneous Provisions

ARTICLE I. Compensation

Except to the extent specifically authorized by the Board of Directors, no member of the Board shall be entitled to any compensation for services. In accordance with policies established by the Board of Directors, Officers and other members of the Board may be reimbursed for reasonable expenses incurred in discharging the functions of the office.

ARTICLE II. Indemnification

USHP may indemnify each members of the Board against expenses (including attorneys' fees), judgments, fines, penalties, and settlements actually and necessarily incurred by that person in connection with or arising out of any proceeding in which that person may be involved as a party or otherwise by reason of being or having been such a Director or Officer. No indemnification shall be made until the Board of Directors or USHP shall have determined that indemnification is proper.

CHAPTER NINE: AMENDMENTS

Any proposition to alter or amend these Bylaws must be submitted in writing by an active member in USHP. The Board of Directors shall review all proposed amendments and shall then submit all propositions to the Constitution and Bylaws Committee. This Committee shall review all propositions for continuity and applicability to the present Bylaws statements and shall submit a properly worded and constituted Bylaws amendment(s) back to the Board of Directors.

The Board of Directors shall send all proposed Constitution and Bylaws amendments to the voting membership. Amendments to the Constitution and Bylaws shall be approved by a two-thirds majority of the members voting.

CHAPTER TEN: DISSOLUTION

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

- A. All liabilities and obligations of USHP shall be paid and discharged, or adequate provision shall be made therefore;
- B. Assets held by USHP 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 USHP 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.

Dissolution shall be defined as a vote by 80% or more of the USHP Board of Directors to disband or terminate the Utah Society of Health-System Pharmacists, ratified by a majority of the voting members of USHP. Reorganization, restructuring, or disaffiliation from the American Society of Health-System Pharmacists shall not be considered dissolution of USHP.