

# **NCPA OHIO STATE STUDENT CHAPTER CONSTITUTION**

## **ARTICLE I – NAME**

### Section 1 – Name

The name of this organization shall be “NCPA Student Chapter at The Ohio State University” (“Student Chapter”).

Section 2 – Compliance with Laws All policies and activities of the Student Chapter are consistent with:

1. All applicable federal, state and local laws, regulations and rules including, but not limited to antitrust, trade regulation or other requirements; and
2. All applicable tax-exemption requirements imposed on the Student Chapter, including the requirements that the Student Chapter not be organized for profit and that no part of its net earnings inure to the benefit of any private individual; and
3. This organization and its members shall not discriminate against any individual(s) for reasons of age, color, disability, gender identity or expression, national origin, race, religion, sex, sexual orientation, or veteran status.

### Section 3 – School

The Student Chapter shall operate and serve student members at the The Ohio State University (“Student Members”). The Student Chapter shall be the NCPA chapter operating associated with The Ohio State University.

## **ARTICLE II - PURPOSE & OBJECTIVES**

Section 1 - Purpose The purpose of the Student Chapter is to provide a forum for pharmacy students to learn about and support the mission and objectives of NCPA, including the many career opportunities available in independent pharmacy practice through an affiliation with NCPA.

Section 2 - Objectives The objectives of the Student Chapter are:

1. To promote the pharmacy profession and the role of community pharmacy in the health care system.
2. To maintain and expand educational programs, to strengthen Student Members' professional, business, and leadership abilities, and to encourage schools of pharmacy to place emphasis on the practical realities of modern community pharmacy practice.
3. To provide effective support and sponsorship of programs which encourage careers in community pharmacy practice.
4. To promote communication and mutual understanding among health professionals in areas affecting the practice and education of these disciplines.
5. To educate the public on the proper use of prescription and non-prescription medication and on the pharmacist's role in providing patient care.
6. To promote innovation in pharmacy and to strengthen Student Members' knowledge of innovative pharmacy practices.

## **ARTICLE III - MEMBERSHIP QUALIFICATIONS**

### **Section 1 – Membership Eligibility**

1. Membership is limited to pharmacy students currently enrolled in and in good standing at The Ohio State University.
2. All Student Members must be student members of NCPA and in compliance with applicable NCPA rules and regulations. Revocation or suspension of membership by NCPA may constitute revocation or suspension of membership in the Student Chapter.
3. Regular voting membership is limited to qualified students who are active members of NCPA and who pay applicable dues to Student Chapter, as may be established by the Student Chapter Board of Directors.
4. Only Student Members eligible for voting are allowed to hold an elected office for the student chapter.

### **Section 2 – Membership Resignation and Expulsion**

1. A Student Member may resign by submitting a written resignation to the Student Chapter Board of Directors; resignation does not relieve a Student Member from liability for the full annual dues or other obligations accrued and unpaid as of the date of resignation.
2. A Student Member is automatically expelled without action of the Board of Directors for failure to meet the eligibility requirements for membership. A Student Member may be expelled by the Board of Directors for other reasons if the Student Member is provided with advance written notice including the reason for the proposed expulsion, an opportunity to contest the proposed expulsion in writing or in person before the Board of Directors, and final written notice of the Board's decision.

### **Section 3 – Honorary Membership**

1. The Student Chapter may choose to offer Honorary Membership to recognize faculty members, practitioners, or any other individuals who have been supportive and helpful with Student Chapter operations.
2. The process for attaining Honorary Membership shall include:
  - a. A member of the Student Chapter will submit an individual for nomination to the Student Chapter Board of Directors. The nomination must describe the reasoning for the nomination.
  - b. After full agreement by the Board of Directors, the nomination will be presented at the next Student Chapter meeting for a vote by Student Members.
  - c. A unanimous vote of the Student Members present is required to award the nominee Honorary Membership.
  - d. A mutually agreed upon meeting will be established for the Student Chapter to formally recognize the approved nominee.

### **Section 4 –Faculty Liaison**

There shall be a non-voting faculty advisor, the NCPA Faculty Liaison, appointed by the Dean of the college of pharmacy, to oversee the Student Chapter operations.

## **ARTICLE IV – OFFICERS**

### Section 1 - Officers

The officers of the Student Chapter shall be a President, Secretary, Treasurer, and any other Officers as determined by the Board of Directors. The Board of Directors shall define the roles and obligations of each Officer. The offices of the Secretary and Treasurer may be combined and held by the same person at the direction of the Board of Directors. The Office of President shall not be held by the same person who holds the office of Secretary or Treasurer (or both). This group of Officers shall constitute the Board of Directors of The Ohio State University Student Chapter.

### Section 2 – Election

Officers must be Student Members who are eligible voters as defined in Article III, Section 1. Officers are elected by a majority of the Student Members voting where a quorum is present. The Board of Directors sets forth the procedures for how candidates are nominated and elected.

### Section 3 – Terms

Officer terms shall be either one or two years in duration, as determined by the Board of Directors in advance of such terms being served. An Officer may not serve a successive term in the same office unless the Officer served a partial-year term in that office in the prior year. Terms coincide with the fiscal year.

### Section 4 – Vacancies

Vacancies among the Officers are filled, for the balance of the term of office, by the Board of Directors.

### Section 5 – Removal or Resignation

An Officer may be removed by

- (a) two-thirds of the Student Members voting where a quorum is present, or
- (b) three-quarters of the full Board of Directors, with the Officer proposed to be removed not voting. If the Officer proposed to be removed is provided with advance written notice, including the reason for the proposed removal, the Officer must have an opportunity to contest the proposed removal in writing or in person, and be given final written notice of the removal decision. An Officer may resign at any time by providing written notice to the Board of Directors. Any removal or resignation of a person as an Officer automatically results in that person's removal or resignation from the Board of Directors.

### Section 6 – Compensation

Officers do not receive compensation for their services but may be reimbursed for expenses.

### Section 7 - Oath

The following statement shall be read by a designated NCPA member, and the oath shall be recited by the incoming officer, at the time that Officers are installed:

“At this time, I would like to formally induct the officers for the NCPA Student Chapter at The Ohio State University. I now ask prospective NCPA chapter officers to raise their right hands as I read the NCPA Student Chapter oath:

I hereby pledge to uphold the highest standards of ethics and principles of the profession

of pharmacy, both during my education and in my practice, and to take an active role in the stewardship of my profession. I pledge to fulfill with enthusiasm and prudence all responsibilities of office as a leader of an NCPA Student Chapter, and to uphold the Bylaws of this NCPA Student Chapter. I further pledge to encourage others to seek a career in independent pharmacy, and that I will not, by my action or inaction, bring dishonor on myself, my colleagues, my chapter, or my profession. If you are willing to accept this pledge without reservation, please signify by saying, 'I will.' By the authority granted to me by the National Community Pharmacy Association, and by virtue of my unequivocal belief that the individuals gathered here today seek induction of a new NCPA Student Chapter with the most noble and appropriate motivations, I hereby declare the officers of the NCPA Student Chapter at The Ohio State University officially installed.”

## **ARTICLE V – BOARD OF DIRECTORS**

### Section 1 – Directors

The affairs of the Student Chapter are managed by its Board of Directors. It is the Board of Directors' duty to carry out the objectives and purposes of the Student Chapter, and to this end, the Board of Directors may exercise all powers of the Student Chapter. The Board of Directors is subject to the restrictions and obligations set forth in these Bylaws.

### Section 2 – Composition and Election

The Board of Directors is composed of the elected Officers of the Student Chapter and any additional Directors elected by the membership. Directors are elected by a majority of the Student Members voting where a quorum is present; the Board of Directors sets forth the procedures for how candidates are nominated and elected.

### Section 3 – Director Terms

Director terms shall be one year in duration. Directors may serve successive terms. Terms coincide with the fiscal year.

### Section 4 – Director Vacancies

Vacancies among Directors are filled, for the balance of the terms, by the Board of Directors.

### Section 5 – Meetings and Voting

Whenever the Directors must vote on a matter under these Bylaws or otherwise, this section will apply:

1. Meetings of the Board of Directors are called by the Chairman of the Board. Meetings may be held telephonically or electronically as long as each Director can hear the other Directors.
2. A majority of Directors forms a quorum; a majority of votes is required to carry a matter where a quorum is present. Proxy voting by Directors is not permitted.
3. Directors may vote without a meeting on any matter where a quorum participates and the votes are submitted in writing by postal or other delivery, facsimile, e-mail or any other electronic means. An action taken by such a vote is memorialized by a written consent, which is signed by all Directors who voted in support of the action, and describes the action taken and authorized.

### Section 6 – Director Removal A Director may be removed by

- (a) two-thirds of the Student Members voting where a quorum is present, or

(b) three-quarters of the full Board of Directors, with the Director proposed to be removed not voting. If the Director proposed to be removed is provided with advance written notice including the reason for the proposed removal, the Director must have an opportunity to contest the proposed removal in writing or in person, and final written notice of the removal decision. A Director may resign at any time by providing written notice to the Board of Directors. Any removal or resignation of a person as a Director, where such person is also an Officer of the Chapter, automatically results in that person's removal or resignation as an Officer.

#### Section 7 – Director Compensation

Directors do not receive compensation for their services but may be reimbursed for expenses.

### **ARTICLE VI – MEMBERSHIP MEETINGS AND VOTING**

#### Section 1 – Membership Meetings

Meetings of the Student Members of the Student Chapter are held at least 2 times per year, at such times and places as determined by the Board of Directors.

#### Section 2 – Notice

Notice of membership meetings is provided to voting Student Members at least 10 days before the meetings by postal or other delivery, facsimile, e-mail, or any other electronic means.

#### Section 3 – Voting

Whenever the Student Members must vote on a matter under these Bylaws or otherwise, this section will apply. Voting at membership meetings may be in person or by proxy with each voting Student Member having a single vote. A majority of the Student Members voting in person or by proxy where a quorum is present carries an action. Student Members may vote without a meeting in elections or on any matter presented by the Board of Directors where a quorum participates and the votes are submitted in writing by postal or other delivery, facsimile, e-mail or any other electronic means.

#### Section 4 – Quorum

The presence of a majority of Student Members shall constitute a quorum.

#### Section 5 – Faculty Advisor

The NCPA Faculty Liaison shall be present and participate at all meetings of the NCPA Student Chapter to the extent possible.

### **ARTICLE VII - COMMITTEES**

The Board of Directors may establish various committees to carry on the affairs of the Student Chapter. The creation of a committee shall be approved by a majority of the Directors voting where a quorum is present. The composition of each committee and manner of election of its Student Members shall be determined by the Board of Directors. The rules in these Bylaws governing the Board of Directors also apply to committees of the Board of Directors. A committee may be given the authority of the Board of Directors.

### **ARTICLE VIII - GENERAL GUIDELINES**

#### Section 1 - Requirements

The Student Chapter, its Officers, Directors and Student Members must conform with and maintain all Chapter affiliation requirements imposed by NCPA at its sole discretion, which may be changed or updated from time to time.

#### Section 2 – Books and Records

The Student Chapter shall maintain books and records of its financial accounts, meeting minutes, and membership list (with names and addresses). The Student Chapter shall make these books and records available to NCPA upon request at any time. In addition, the Student Chapter shall provide to NCPA its Annual Report and midterm reports, and upon request, other documentation, including but not limited to tax filings.

#### Section 3 – Fiscal Year

The Student Chapter fiscal year shall begin at the start of fall quarter and end at the conclusion of summer quarter unless otherwise approved by NCPA in advance. A year-end report must be completed and sent from each Student Chapter by the specified deadline, and will be used in determining the NCPA Student Chapter of the Year Award.

#### Section 4 – Contracts

The Board of Directors may authorize any Director, Officer or Student Member to enter into or execute any contract on behalf of the Student Chapter. However, without such authorization, no person has the power or authority to bind the Student Chapter under any contract or agreement, to pledge the Student Chapter's credit, or to render the Student Chapter liable for any purpose or amount.

#### Section 5 – Conflict of Interest Policy

The Board of Directors shall adopt a conflict-of-interest policy and annual disclosure process that applies to all Officers and Directors of the Student Chapter.

#### Section 6 - Dues

A Student Chapter may assess additional chapter dues from its Student Members within reasonable limits to cover expenses of operation and activities. NCPA is not liable for any expense incurred by a local Student Chapter.

#### Section 7 – NCPA Bylaws

The constitution and Bylaws of NCPA (attached as Exhibit B) are binding on the Student Chapter.

#### Section 8 – Amendments

Amendments to these Bylaws are made by (a) a majority of the Student Members voting where a quorum is present, or (b) three-quarters of the full Board of Directors.

#### Section 9 – Assets of the Student Chapter and Dissolution

No Student Member of the Student Chapter has any right, title or interest in or to the Student Chapter's assets. In no event may any assets inure to the benefit of or be distributed to any Student Member, Director, Officer or agent of the Student Chapter.