

# By-Laws of the Dade County Pharmacy Association, Inc.

## Article I - Name and Location

- Section 1. The name of this Association shall be the **Dade County Pharmacy Association, Inc.** herein after referred to as the ASSOCIATION.
- Section 2. Offices for the transaction of business of the ASSOCIATION shall be located in Miami, Miami-Dade County, Florida.

## Article II - Nature of Corporation and Corporate Seal

- Section 1. This ASSOCIATION shall be a nonprofit corporation. It shall have no capital stock.
- Section 2. This ASSOCIATION as a nonprofit corporation shall have a seal with the words:  
**“Dade County Pharmacy Association, Inc.”**

## Article III - Mission Statement

The Dade County Pharmacy Association (DCPA) is a unit of the Florida Pharmacy Association, the largest and oldest organization representing the profession of pharmacy in Florida. The mission of pharmacy is to serve society as the profession responsible for the appropriate use of medications, devices and services to achieve optimal therapeutic outcomes. In pursuit of that mission, DCPA:

- advocates the interests of pharmacists and pharmacy technicians in Miami-Dade County;
- represents members on issues of economics, political action and public relations of interest to pharmacy;
- promotes, supports and provides education for the enhancement of professional, management and leadership development;
- promotes the highest professional and ethical standards of practice for the delivery of pharmaceutical care;
- identifies, evaluates, and responds to trends and events that impact on pharmacy and the

health care delivery system; and provides for effective communications between pharmacists, health care organizations, and the public.

#### Article IV - Membership

- Section 1. The ASSOCIATION shall have three types of membership: Unit, Associate, and Honorary.
- Section 2. **Unit Members:** Unit members shall be those persons who otherwise qualify as members in good standing, who are pharmacists or pharmacy technicians, registered to practice in the state of Florida. Pharmacists having attained 50 years of licensure in the State of Florida will be issued life-long active Unit Membership.
- Section 3. **Associate Members:** Associate members shall be those persons who otherwise qualify as members in good standing and who are: (a) Owners or managers of a pharmacy who are not registered pharmacists; (b) pharmacy interns or pharmacy students currently enrolled in an accredited college of pharmacy;; or (c) any person who is interested in pharmacy or is associated with the business and profession related to the pharmaceutical profession who shall submit application for membership and who shall comply with such requirements as may be made by the ASSOCIATION from time to time through its By-laws. Associate members shall be entitled to all privileges of membership except those member benefits paid by the ASSOCIATION, voting and holding office in the ASSOCIATION.
- Section 4. **Honorary Members:** An honorary member shall be any person of a scientific profession interested in pharmacy and related sciences may be elected to honorary membership by the ASSOCIATION. Honorary members shall be elected to membership by the ASSOCIATION and may be elected to membership at any annual or special meeting of the ASSOCIATION called for such a purpose. Honorary members shall be entitled to all the privileges of membership except those member benefits paid by the ASSOCIATION, voting and holding office in the ASSOCIATION.

#### Article V - Annual Membership Fee

- Section 1. The annual membership fee shall be an amount hereinafter set forth and shall be due and payable on January 1<sup>st</sup> of each calendar year. Annual membership means January 1 through December 31 of each year.
- Section 2. The annual membership fee for Unit or Associate members shall be determined by the Executive Committee in October of each year.
- Section 3. Any member who shall not have paid his annual membership fee by March 31<sup>st</sup> shall not be considered in good standing in the ASSOCIATION and shall not be entitled to vote and to the other privileges of membership. The full privileges of membership may be restored by payment of the past due membership fee.
- Section 4. The annual membership fee shall be made payable to the Dade County Pharmacy Association, Inc.

#### Article VI - Officers

- Section 1. The officers of the ASSOCIATION shall be a President, President Elect, Treasurer and the Executive Committee as hereinafter designated. They shall be elected by the Unit Members of the ASSOCIATION and serve for a term of one year. In the event of death, disability, resignation, non-residence or removal from office of any Officer of the ASSOCIATION, or in the event any elective Officer shall for any reasons be unable or unwilling to act, then in such events the Executive Committee shall appoint from nomination of the President the successor in office of said Officer for the unexpired term of office.
- Section 2. **PRESIDENT:** The President shall preside at all meetings of the ASSOCIATION and together with the Treasurer shall approve all proper vouchers and requests for disbursements of funds of the ASSOCIATION submitted by the Executive Director. The President shall perform all other duties that may be incident to that office.

- Section 3. PRESIDENT-ELECT: The President-Elect shall perform all of the duties of the President in the absence or inability of the President to serve and perform all duties as an ex-officio member of the Executive Committee as that office may require.
- Section 4. TREASURER: The Treasurer shall have charge of all funds of the ASSOCIATION and shall approve, with the President or Chairman of the Executive Committee, all proper vouchers and requests for disbursements of funds and shall perform all duties as an ex-officio member of the Executive Committee as that office may require and shall perform all other duties that may be incident to the Office of Treasurer.
- Section 5. EXECUTIVE DIRECTOR: The Executive Committee shall determine the need for an Executive Director. The Executive Director shall be the executive officer of the ASSOCIATION and shall keep records of all proceedings, maintain the current membership list, conduct all correspondence and day to day business of the Association. The Executive Director shall render a full report of the financial condition of the ASSOCIATION on an annual basis and at any other time that such report may be called for by the Executive Committee. The Executive Director shall perform all other duties normally incident to that office and shall receive such salary and be allowed such expenses as the Executive committee may determine. All papers and property of the ASSOCIATION will be turned over to the successor without unnecessary delay.
- Section 6. QUALIFICATION OF OFFICERS: No member shall be elected to any office in the ASSOCIATION unless such a member is a **Unit Member** in good standing.

#### Article VII - Elections

- Section 1. ELECTION OF OFFICERS: The Officers and members of the Executive Committee as the same are provided in Article IX of the Articles of Incorporation of this ASSOCIATION shall be elected by the Unit Members who are qualified to vote

at each annual election of this ASSOCIATION held during the second quarter of each year. There shall be a nomination committee appointed by the President who shall present a slate of candidates for election during the first quarter. Nominations may be likewise made by mail directed to the President and may likewise be received from the floor at any of the business meetings held during the first quarter.

Ballots shall be sent to each Unit Member of the ASSOCIATION in good standing during the first month of the second quarter of each year. The names of all candidates from the slate compiled by the nominating committee and from candidates nominated from the floor and by mail, shall be placed on the ballot. All votes will be submitted to the Executive Director and witnessed by a member of the executive committee appointed by the president, for a tally. The results of the election and the names of the successful candidates shall be reported to the members in attendance at the next Executive Committee meeting, and such results read into and made a part of the minutes of such meeting.

Section 2. **GRIEVANCES:** Grievances against any officer of this ASSOCIATION will be held by the Executive Committee as soon as possible. The Executive Committee will submit their findings, decisions, recommendations and any action taken to the general membership at the next regular meeting. The nominating committee shall have this record available when considering a new slate of officers.

Section 3. **EXECUTIVE COMMITTEE MEETINGS:** Executive Committee meetings shall be called by the chairman of such Committee, or in his absence, meetings may be called by elected Officers in sequence, at such times and places as they may designate.

#### Article VIII - Executive Committee

Section 1. The business affairs of this corporation shall be managed by the Executive Committee of which the immediate Past President shall be chairman, and which

shall consist of the President, the President-Elect, the immediate Past President, the Treasurer, and the Executive Director, each of whom shall be ex-officio members of said Committee and in addition thereto shall include six additional members . Furthermore all Past Presidents of the Dade County Pharmacy Association shall be eligible to serve as members of the Executive Committee.

Section 2. The Executive Committee shall appoint the Executive Director, fix his salary and other terms of appointment; prescribe duties and direct activities. The Executive Committee shall supervise the activities and business of the ASSOCIATION, oversee expenditure of funds for such matters and things as in the judgment of the Committee shall be for the betterment of Pharmacy in the State of Florida and of value to the members of the ASSOCIATION and the profession of pharmacy and shall meet from time to time as the business of the ASSOCIATION may require.

#### Article IX - Regular and Special Meetings

Section 1. Regular meetings may be held once each month with exception of the months of June through August.

Section 2. Special meeting will be considered official only with the approval of the Executive Committee.

Section 3. A quorum of regular and special meeting shall consist of two officers and six members in good standing.

Section 4. Robert's Rules of Order shall apply.

Section 5. The regular order of business for the conduct of the meetings shall consist substantially as follows:

- a. Calling the meeting to order
- b. Reading/approval of Minutes of last meeting.
- c. Reading/discussion of communications.
- d. Financial report.

- e. Report of all committees.
- f. Old Business.
- g. New Business.
- h. Good and Welfare.
- i. Adjournment.

This order of business as herein outlined may be varied by the President whenever so indicated for the best interests of this ASSOCIATION.

#### Article X - Management

General management of the affairs of this ASSOCIATION shall be conducted by the Executive Director, Officers and the Executive Committee.

#### Article XI - Expenses and Payment

The Treasurer of the ASSOCIATION along with the President, or in his absence, the President-Elect, shall be required to sign all checks for payment of expenses approved by the Executive Committee. All monies shall be deposited in a recognized bank approved by the President and the Executive Committee and shall be withdrawn as provided.

#### Article XII - Committees

The Officers and Executive Committee are hereby authorized to designate and to appoint committees and the members thereof whenever considered necessary, essential or desirable for the successful operation of this ASSOCIATION. Such committees shall be appointed for no longer than a period of one (1) year. The designation of all committees and the appointment of committee members shall be reflected in the minutes of the meeting related to such designation or appointment.

#### Article XIII - Amendment of By-Laws

These By-Laws may be amended by two-third vote of the members present at any regular,

special or annual meeting called for the purpose of amending the same. Notice of the proposed amendment shall be served upon the members at least three (3) days prior to holding of such meeting. In such notice, the time and place of the meeting shall be specified and the Amendment to the By-Laws which will be considered at such meeting, and it shall specifically set forth the original section of the By-Laws and the suggested Amendment thereto. Technologic means of communication may be used in lieu of regular meetings to disseminate the proposed changes and facilitate discussion of same.

Modified, Presented and Accepted July 2015