**By-Laws**

**New Mexico Pharmacists Association**

Amendments to be adopted at the Annual Meeting – June 2018

New language is underlined.

Deleted language is ~~struck~~.

Article I

Membership

Section 1. Membership.

This Association membership shall consist of pharmacist, pharmacy, associate, student, non-resident, honorary, and sustaining members.

A. Pharmacist membership. Any person residing in New Mexico who is regis­tered as a pharmacist in New Mexico or who has received a pharmacy degree from an accredited college of pharmacy shall be eligible for Pharma­cist membership. Only Pharmacist Members shall have the right to hold elected office in the Association.

B. Pharmacy Membership. Any owner or manager of a retail pharmacy in New Mexico shall be eligible for Pharmacy membership.

C. Associate Members. Any person not eligible for pharmacist, pharmacy or student membership and who is interested in the profession of pharmacy shall be eligible for Associate membership. Associate members shall enjoy all the rights and privileges of membership with the exception of holding office.

D. Student Members. Any person enrolled as a student in a college of pharmacy shall be eligible for Student membership. Student members shall enjoy all the rights and privileges of membership with the exception of holding elected office.

E. Non-resident Pharmacist Members. Any registered pharmacist residing in another with the exception of holding elected office.

F. Honorary Members. Honorary membership may be granted to professional and scientific workers of note, and other persons of distinction who are recommended to and approved by the Executive Council. Honorary members shall not be required to pay dues but they shall enjoy all the rights and privileges of member­ship with the exception of holding office.

G. Sustaining Members. Any manufacturing or whole­saling firm shall be eligible for Sustaining membership. Sustaining members shall enjoy all the rights and privileges of membership with the exception of holding office.

H. Lifetime Members. Lifetime membership may be granted to member who has supported the Association through payment of dues and participation for many years. These members will be recommended to, based on their sustained contribution to pharmacy, and approved by the Executive Council. This category of membership may include retired pharmacists. Lifetime Members shall not be required to pay due’s but they shall enjoy all the rights and privileges of member­ship including ~~with the exception of~~ holding office.

Section 2. Annual Dues.

The annual dues for membership in the Association shall be payable in advance and shall become due and payable within the member’s anniversary month. Any member whose dues are not paid prior to the end of the anniversary month will forfeit membership privileges. Periodically, dues increase may occur to keep even with inflation.

Section 3. Suspension or Reinstatement.

The Executive Council shall have the power, after due hearing, to suspend any active member for a definite or indefinite period on any of the following grounds:

a) Suspension or revocation of the member's professional license by the New Mexico or other respective State Board of Pharmacy.

b) Conviction of violation of state or federal laws pertaining to drugs.

Any member of the Association may prefer charges against any other member. Such charges shall be in writing and shall specify the grounds upon which it is alleged that suspension should be invoked.

A member who is suspended shall forfeit such dues they may have paid.

A member who has been reinstated after suspension for a definite period shall be liable only for such dues as have become due and payable during the period of suspension. A member who has been reinstated after suspension for an indefinite period shall be required to pay, in full, the dues of the year in which the member was suspended as well as such dues as have become due and payable during the period of suspension.

Article II

Duties of Officers, Executive Director, and Executive Council

Section 1. President.

The President shall preside at all meet­ings of the Association and the Executive Council and shall perform the customary and parliamentary duties established by usage. The President shall present, at the first session of the Annual Convention following installation, a report of the affairs of the Association. The President shall appoint the members of all committees, unless otherwise directed by the By-Laws and shall be an ex-officio member of all committees except the Nominating Committee. No person shall be eligible to serve as President for more than two successive terms.

Section 2. Vice Presidents.

In the event of a vacancy or incapacitation in the office of the President, the First Vice-Presi­dent shall assume the duties of the President for the remainder of the term of office. In the event of vacancy in the office of a Vice-President or assumption of the duties of the next higher office, the next succeeding Vice-President shall assume the duties of the next proceeding Vice-President.

Section 3. Executive Director.

There is hereby established the position of Executive Director. The Executive Director shall be appointed annually by the Executive Council which shall fix the Executive Directors sal­ary. The Executive Director shall keep the minutes of the meetings of the Association. The Executive Director shall: prepare for publication the official pro­gram, give notice of the time and place of meetings of the Association, notify members and officers of their election and committee members of their appointment, keep and revise the roll of members, collect the dues of the members of the Association, perform such other duties as may be directed by the President, and/or the Executive Council. The Executive Director shall be an ex-officio member of the Executive Council, without vote, and shall serve as its Secretary; be an ex-officio member of all committees, without vote; have executive supervision the office of the Association and the activities carried on therein subject to such limitations as are otherwise provided for in these By-Laws or as provided for by action of the Executive Council.

Section 4. Treasurer.

The Treasurer shall be custodian of all monies, securities, and deeds belonging to the Association and shall hold the same subject to the provisions of the By-Laws and/or the direction of the Executive Council. The Treasurer shall present a report of the financial status of the Association at each Executive Council meeting.

Section 5. Executive Council.

The Executive Council shall consist of the President, the Immediate Past President, the three Vice-Presidents, the Treasurer, Councilors from each District, Chairman of each standing committee, and one special interest group representative, selected by the president, from each of the following groups: Pharmacy Technician; Pharmacy Student; Academia; Pharmacist Clinician; Federal Pharmacist. One person representing the New Mexico Society of Health-System Pharmacists shall be appointed by the NMSHP President.

The Executive Council shall have gener­al supervision of all property, funds, finances, activities, and publications of the Association. It shall have such other duties as are provided for in the By-Laws or are assigned to it by the member­ship in any regular or special meeting of the Association.

The Executive Council shall meet three times each year or more often on the call of the President or a majority of the voting members of the Executive Council. It shall report on its activities through the Executive Director at the Midwinter Meeting and the Annual Convention.

The President may select the Executive Council members of Federal Pharmacist, Academia, Pharmacist Clinician, Pharmacy Technician and Students from lists prepared by those groups or from recommendations from the general membership. One person representing the New Mexico Society of Health-System Pharmacists (NMSHP) shall be appointed by the NMSHP President.

The President shall appoint an Executive Committee consisting of the President, Immediate Past President, Vice-Presidents, and the treasurer, with the President serving as the Chairman. The Executive Committee shall have all the power of the entire Executive Council between meetings of the Executive Council.

Section 6. Vacancies.

Vacancies among the elected officers shall be filled by appointment by the President with the consent of the Executive Council. In the event of the vacancy or incapacity of the President and the three Vice Presidents, the remaining members of the Executive Council shall appoint a President Pro-Tempore for the remainder of the term of the Presi­dent. Only active, dues-paid members may be appointed to vacancies and they shall be appointed only for the unexpired term of the person replaced.

Section 7. Bonding of Officers and Employees.

The Executive Director, the Treasurer and such other officers or employees of the association as the Executive Council may direct, shall be bonded for the proper care and disposition of the funds of the Association which may come into their hands in such amounts and in such measure as may be prescribed by the Executive Council.

Section 8. Indemnification of Officers and Directors.

The liability of the Officers and Executive Director of the Association shall be governed by New Mexico State Law, Section 53-4-9.1 NMSA 1978.

Section 9. Executive Council Installation.

The Executive Council shall be installed at the Mid-Winter Meeting following their election.

Article III

Executive Committee, Officers and Elections

Section 1. Executive Committee.

The Executive Committee of this Association shall be a President, three Vice-Presidents, and a Treasurer.

Section 2. Officers.

The Officers of the Association are: Past President, President, First Vice President (President Elect), Second Vice President, Third Vice President and Treasurer.

The officers shall be elected as provided in this Article and shall hold office until their succes­sors take office at the installation of officers at the Mid-Winter meeting.

Section 3. Nomination of Candidates.

The Association staff shall request nominations from the membership before November 1 each year for the elected offices of the Association. Nominations must be returned to the Association office within ten days.

Section 4. Election of Officers.

Ballots shall be submitted to the membership by November 15. Provision shall be made on the official ballot for the members to indicate their choice of the nominated candidates, and/or to write in the names of other candidates. The Councilors shall be elected as set forth in Article IV, Section 6. The Vice Presidents will assume the duties of the next higher office. Members must return their ballot by December 1.

Article IV

Districts

Section 1. Establishments of Districts.

The Executive Council shall have the power to establish Districts of the Association. The Executive Council shall establish a minimum of five Districts based on the geographic distribution of the membership. Such Districts shall be titled on the basis of their geographical location.

A new District may be created by the Executive Council upon written petition signed by a majority of the Active, dues-paid members residing in the existing District, when, in the opinion of the Execu­tive Council, establishment of a new District is in the best interests of the Association and the membership of the existing and proposed Districts.

Section 2. Organization of Districts.

Each District created under the provisions of this Article of the By-Laws, shall have the right to elect such officers as shall be deemed desirable by the membership of the District. It shall also have the right to adopt By-Laws not inconsistent with the current Articles of Incorporation and By-Laws of the association.

Section 3. Meetings of Districts.

Each District shall hold ~~quarterly~~ meetings ~~but may meet more~~ as often as ~~if~~ the membership deems it necessary or advisable to do so.

Section 4. Transactions of Business -- Districts.

Each District shall be entitled to transact such business at its meetings as shall relate to the activities of the District. It shall also have the right to present recommendations for consideration at any regular meeting of the Association.

Section 5. Funds -- Districts.

Each District shall have the right to the sole use of such funds as may come into its possession and may, at its discretion, incur such financial obligations as its membership may deem proper. The Association shall not be liable for financial obligations incurred by the Districts.

Section 6. Election of District Councilors.

Each District shall, ~~at its last quarterly meeting,~~ ~~elect~~ nominate one district representative to the Executive Council who will serve for a two- year term. In the absence of nominations, the President may appoint the District Councilor. Each district councilor will serve on one of the standing committees, unless currently serving as a district chairman on the Revenue and Strategic Planning Committee.

Section 7. District Chairman.

The two district councilors shall serve staggered two-year terms, and the individual with the most seniority shall be District Chairman. Each district chairman will serve on the Revenue Development and Strategic Planning Committee.

Section 8. State Board of Pharmacy Member Recommendation.

Each District shall~~, at its first yearly meeting,~~ compile a list of nominees from its membership to be placed on the Board of Pharmacy Recommendation List. Nominations are accepted from any pharmacist registered in the state. There shall be one nomination per member and no second shall be required for the nomination. The nominee need not be present at the meeting to accept the nomination. No member of any district shall be automatically eligible to be placed on the recommendation list and there shall be a new list compiled each year. All lists will be maintained at the NMPhA office.

All nominations shall be pursuant to the Board of Pharmacy Statute.

Article V

Finances

Section 1. Fiscal Year.

The fiscal year of the Association shall coincide with the calendar year.

Section 2. Payment of Monies or Funds.

Monies or funds shall be paid out by numbered checks signed by the Executive Director and co-signed by the Treasurer or an individual designated by the Executive Council, unless otherwise provided for.

Section 3. Expenses of Bonds.

The expense of bonds required to be given by officers or employees of the Association shall be paid by the Association.

Section 4. Travel and Other Necessary Expenses.

The Executive Director shall be entitled to reimbursement for reasonable transportation and other expenses incurred in necessary travel and other activities directly related to the performance of their duties.

Section 5. Expenditures of Funds.

Any action taken by the Association which involves an expenditure of funds of the Association, shall be submitted to the Executive Council for consideration and final disposition. Unless otherwise provided for, the Executive Council shall establish necessary rules, regulations and procedures regarding the financial affairs of the Association.

Section 6. Auditing of Funds.

All accounts of the Association may be audited by a qualified public accountant, or accountants, at the direction of the Executive Council. The cost of the audit shall be paid by the Association.

Section 7. Reports.

The Executive Director and Treasurer shall balance the accounts of the Association and prepare a financial report as promptly as possible after the close of the fiscal year. Their report, with books, accounts, vouchers, and other pertinent data shall be promptly made available to the accountant, or accountants, for audit. At the annual convention each year, the Treasurer shall present the report for the preceding fiscal year. The Executive Director or Treasurer shall also present brief consolidation reports of the current financial situation of the Association at each annual convention and at the Midwinter meeting. The Annual financial report shall be available on the association website or in print if requested by a current member.

Article VI

Standing and Special Committees

Section 1. Standing Committees.

Unless otherwise provided for, there shall be appointed by the President, by and with consent of the Executive Council, the following standing Committees:

a. Legislative Committee

b. Finance Committee

c. Revenue Development and Strategic Planning Committee

d. Convention Committee

e. Membership and Public Relations Committee

Not more than fifty percent of the membership of any standing committee shall be replaced in any given year, unless it is otherwise provided in the By-Laws.

Section 1,a. Legislative Committee. Chaired by the President Elect. The Legislative Committee shall consist of the District Council representatives and the District Chairpersons along with others appointed by the President. This committee will follow and report to the Association all Legislative matters of interest to pharmacy. It shall cause bills to be introduced that would be desired by the Association and encourage the passage of these bills. The Legislative Committee is encouraged to employ suitable mediums of contact with the Legislature. It shall be responsible for furnishing any member of the Association, on request, the reports of the Legislative Committee.

Section 1,b. Finance Committee. Chaired by the Treasurer. It shall prepare ~~an annual budget~~ a financial statement for the financial operation of the Association and shall transmit the ~~budget~~ statement to the Executive Council for consideration and adoption. It shall periodically review all areas of revenue and actual expendi­tures of the Association ~~comparing the same with the budget. It shall meet at least twice yearly, before the Annual convention, and Mid-Winter meetings or more often if in the opinion of the Committee or the Executive Council, it is desirable to do so.~~

Section 1,c. Revenue Development and Strategic Planning Committee. To be co-chaired by the Second Vice President and Treasurer with participation by all district chairmen. The Revenue Development Committee shall formulate programs focused on fundraising and Association sustainability. ~~Quarterly, a revenue generation campaign (such as fundraising event or sales) will occur outside of the existing Annual Convention and Mid-Winter meeting~~. Annually, this committee shall prepare and plan for a strategic planning sessions to include the Executive Council and current members of the Association who wish to participate.

Section 1,d. Convention Committee. The Convention Committee shall aid and assist the Executive Director, the President and the Association staff in preparation, planning of Continuing Education, and other areas of the Annual Convention and the Mid-Winter Meeting as may be deemed needed.

Section 1,e. Membership and Public Relations Committee. The Membership Committee shall be chaired by the Third Vice-President.  The Committee shall aid in the general recruitment and retention of association membership.  The Committee shall focus efforts on, and develop programs addressing, membership needs. In addition, this committee shall formulate programs for the improvement of the public and professional relations of the Association and shall assist the officers and members in implementing such programs.

Section 2. Special Committees.

Special Committees of the Association shall be appointed by the President as needed. Their duties shall be those specified at the time of their appoint­ment. Special Committees shall serve for a period of one year unless otherwise specified in the terms of their appointment. Special Committees may include the following or others as determined necessary by the President:

1. College of Pharmacy Liaison Committee
2. Board of Pharmacy Liaison Committee
3. By-Laws Committee

Section 2,a. College of Pharmacy Liaison Committee. The College of Pharmacy Liaison Committee shall act in an advi­sory capacity to the College of Pharmacy of the University of New Mexico in matters relating to the program of the College in the train­ing of pharmacists and in rendering other services to the profession of pharmacy.

Section 2,b. Board of Pharmacy Liaison Committee. This committee will maintain contact with the New Mexico Board of Pharmacy, keep informed on regulatory issues affecting Pharmacy and Pharmacists and make recommendations to the Executive Council of actions which need to be taken by the Association.

Section 2,c. By-Laws Committee. The Committee on Articles and By-Laws shall normally consist of five members. The Committee on Articles and By-Laws shall study all proposed amendments to the Articles and By-Laws and shall report its recommendations to the Association as provided in the By-Laws.

Article VII

Code of Ethics

Section 1. Code of Ethics.

It is hereby declared that the current revision of the Code of Ethics of the American Pharmacists Association is the Code of Ethics of the New Mexico Pharmacists Association.

Section 2. Violations of the Code of Ethics.

Violations of the Code of Ethics shall be considered to be unprofessional conduct and/or conduct inimical to the aims and purposes of the Association.

Article VIII

Rules of Order, Quorums

Section 1. Rules of Points and Order.

The ordinary rules of parliamentary bodies shall be enforced by the presiding officer. On all points of order not covered in these By-Laws, the Association shall be governed by the latest edition of the Robert's Rules of Order.

Section 2. Quorum.

Quorums for the transaction of business at meetings are hereby established to be:

a. Annual Convention and Midwinter Meetings, twenty active members.

b. Executive Council, a simple majority of the voting members.

c. Committees, a simple majority of the members.

d. District Meetings, a simple majority of active dues paying members present.

Article IX

Official Publication

Section 1. RxNews.

The official publication of the Asso­ciation shall be entitled, the RxNews. It shall be published four times each year by the Association.

Section 2. Editor.

The Executive Council shall appoint an Editor of the RxNews who shall be either an active, dues-paid member of the Association, or an employee of the Association.

Section 3. Editorial Policy.

The Editor of the RxNews shall have the right of discretion regarding publication content.

Section 4. Subscriptions.

a. 10% of the dues paid by each member of the Association shall be the member's subscription price for the RxNews and this amount shall be credited to the publication's account. Members whose annual dues are more than two months in ar­rears shall not receive the RxNews.

b. The subscription rate for non-members of the Association shall be equal to 15% of the Registered Pharmacists dues or as set by the editor.

Section 5. Expenditures of Funds.

Funds derived from subscrip­tions, sale of advertising space, and from other sources for purpose related to the publishing of the RxNews, shall be deposited to the General Fund and the RxNews shall be supported by the General Fund.

Article X

Miscellaneous

Section 1. Repeal of Previous Acts.

All constitutions, By-Laws, amendments, and resolutions purporting to establish constitutions or By-Laws, previously adopted by the Association are hereby repealed.

Section 2. Official Design.

The Executive Council shall adopt an official design of the Association.

Section 3. Special Meetings.

When an emergency exists or is eminent, the President or the Executive Council may call special meetings of the Association. Special meetings shall also be called by the President upon receiving a written petition signed by twenty-five dues paid, active members. All members shall be notified at least ten days before the date of the special meeting and the notice shall specify the date, time and place of the meeting. No business other than that specified in the notice shall be transacted at the special meeting.

Section 4. Ballot.

When a ballot is required by the By-Laws or the Executive Council, the Executive Director shall prepare an appropriate ballot clearly setting forth the matter to be voted upon or, in the case of an election of officers, the names of those nominated for the several elective offices.

The ballot shall contain such committee recommendations as may be provided in the By-Laws and other appropriate information including a request that the ballots be returned within the designated voting period. The voting period shall begin on the date stated on the ballot and shall be ten days unless otherwise provided in the By-Laws or by the Executive Council but in no event shall it be less than ten (10) days.

The ballots received within the designated voting period shall be counted by the Executive Director, who shall in turn notify the members of the Asso­ciation of the result either by mail or in the official publication of the Association.

Section 5. Ernie Welch Award. he Association shall annually recognize some person for outstanding service to pharmacy and the general welfare of the citizens of New Mexico by naming this person as the Ernie Welch Award recipient. The recipient shall be selected by a committee composed of the former recipients of the Award. This award is named in honor of Ernest C. Welch, first President of this Associa­tion, whose services and contributions to pharmacy and this Associa­tion have been outstanding.

Article XI

Amendments

Section 1. Amendments.

Every proposition to alter or amend these By-Laws shall be submitted in writing at a session of a meeting of the Association, and may be voted upon at any subsequent session of that meeting or a subsequent meeting of the Association, when, upon receiving the affirmative vote of two-thirds of the members present and voting, it shall become a part of the By-Laws.