

1 **Hematology/Oncology Pharmacy Association (HOPA)**
2 **BYLAWS**

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5 **ARTICLE I. NAME**
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7 The official name of this organization shall be the Hematology/Oncology Pharmacy
8 Association (HOPA). The name of the association and its acronym, HOPA, are
9 trademarks of HOPA and may only be used by a member for professional identification
10 or in curriculum vitae. No member, and no other person or entity, shall use the name or
11 acronym for any commercial purpose or to advertise services without the expressed
12 approval of the Board of Directors.
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15 **ARTICLE II. PURPOSE**
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17 The Hematology/Oncology Pharmacy Association was formed to empower
18 hematology/oncology pharmacy practitioners to optimize the provision of cancer care by:
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- 20 1. Developing and supporting hematology/oncology educational and informational
21 activities.
22 2. Providing research and information that promotes the safe and cost-effective use
23 of cancer-related treatments.
24 3. Promoting and supporting excellence in hematology/oncology pharmacy practice.
25 4. Acting as an advocate to policy makers on behalf of patients, the pharmacy
26 profession and the oncology specialty.
27 5. Increasing public and professional awareness of the value of oncology
28 pharmacists and other pharmacy practitioners through partnerships with other
29 organizations.
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32 **ARTICLE III. MEMBERSHIP**
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34 **Section 1. Members**

35 The membership of the association shall consist of individuals who wish to further the
36 objectives of the association. There shall be four categories of membership:

- 37 1. **Members** - Members are those pharmacists who are interested in or who
38 support hematology/oncology pharmacy practice and have paid dues. Members
39 may vote and serve as an elected Board of Directors member.
40 2. **Technician Members** - Technician members are pharmacy technicians who are
41 interested in or who support hematology/oncology pharmacy practice and have
42 paid dues. Technician members may vote and serve as an elected Board of
43 Directors member.
44 3. **Associate Members** - Associate members are individuals other than
45 pharmacists or technicians who are involved with the care of individuals affected
46 by cancer and who support the mission and goals of the association and have

47 paid dues. Associate members may not vote nor serve as an elected Board of
48 Directors member.

49 4. **Student/Trainee Members** - Student members are individuals enrolled in an
50 accredited school or college of pharmacy who are progressing toward a Doctor of
51 Pharmacy degree. Trainee members are pharmacists participating in a post-
52 doctoral educational program (PGY1, PGY2 residency, or fellowship). Trainee
53 members must pay dues. Student/Trainee members may not vote nor serve as
54 an elected Board of Directors member; however, Trainee members may choose
55 to join as a Member or Technician Member provided that they are a pharmacist
56 or technician, respectively.

57 **Section 2. Dues**

58 Dues shall be established by the Board of Directors and shall be collected by the
59 Treasurer of HOPA or an appointed designee.

60 **Section 3. Applications**

61 Applications for membership shall be submitted on a standard form. Dues, or
62 arrangement for payment (e.g., billed to a corporate account) must accompany
63 application for membership. The Board of Directors reserves the right to refuse any
64 application.

65 **Section 4. Period of Membership**

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- 67 1. The period of membership shall be determined by the Membership Committee,
68 with approval from the Board of Directors.
 - 69 2. Membership dues become due on the established renewal date of each year and
70 delinquent one (1) month following the expiration date. Membership is not
71 renewed until dues are paid.

72 **Section 5. Expulsion**

73 Persons may be expelled from active membership for unprofessional conduct, for
74 violation of the obligations of these Bylaws or for other cause determined by the Board
75 of Directors. Submission of charges against any member shall be made in writing to the
76 President by at least two (2) active members in good standing. No person shall be
77 expelled unless that person shall have been given notice of the charges in writing and
78 shall have an opportunity to reply in writing to the Board of Directors. A majority vote of
79 the Board of Directors shall be final as to the question of expulsion.

80 **ARTICLE IV. BOARD OF DIRECTORS**

81 **Section 1. Composition**

82 The Board of Directors shall consist of five officer and four At-Large members:

- 83 1. President
- 84 2. President Elect
- 85 3. Immediate Past President
- 86 4. Secretary

- 93 5. Treasurer
94 6. Four (4) At-Large Board Members
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96 All board members shall be elected by HOPA members, or appointed by the Board as
97 allowed in Article IV, Section 4. Vacancies of the Bylaws.
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100 **Section 2. Terms**

101 Newly elected board members shall be installed at the HOPA Annual Business Meeting,
102 defined in Article VII of the Bylaws, and assume their responsibilities at the conclusion
103 of the Annual Meeting.

- 104 1. At-Large members of the Board of Directors, Secretary, and Treasurer shall be
105 elected to a three (3)-year terms.
- 106 2. The President Elect will serve one (1) year, and then assume the role of
107 President.
- 108 3. The President will serve one (1) year, and then assume the role of Immediate
109 Past President.
- 110 4. The Immediate Past President term is one (1) year.

111 No Board of Directors member may serve more than two (2) consecutive terms for
112 each defined position or more than 9 consecutive years on the Board. Appointments by
113 the Board to complete the term of vacated positions does not count towards
114 consecutive terms or year limits.
115

116 **Section 3. Elections**

117 The Board of Directors shall appoint a committee or subcommittee to conduct elections.
118 The committee will be comprised of at least one past HOPA Board Member. The
119 committee shall compose the ballot by soliciting nominations from the membership for
120 the Board of Director vacancies due to expired terms. The Board will approve the final
121 ballot prior to conducting the election. The ballot shall list no more than two (2)
122 candidates for each open position of President Elect, Secretary, and Treasurer with a
123 candidate receiving a simple majority of the ballots returned shall be considered
124 elected. The At-Large members will be a list of up to 2 more candidates than the
125 available open position(s). If more than one At-Large member is being elected, the two
126 (2) At-Large Board Member candidates with the most votes will be considered elected.
127 Elections may be conducted by mail or electronic ballot. Dues must be paid as a
128 prerequisite to running for office and casting one's ballot in an election.
129

130 **Section 4. Vacancies**

- 131 1. Should a Board position become vacated prior to assuming the position, the Board
132 shall conduct a special election to fill the position. The Board may delegate the special
133 election to the committee responsible for Board elections.
- 134 2. If the office of an elected member of the Board of Directors shall become vacant, the
135 responsibilities of such office may be delegated to remaining Board members for the
136 unexpired term. The vacancy may be filled for the unexpired term by the Board at its
137 option.

138 3. Should the President become unable to perform the duties of office, the President
139 Elect shall immediately ascend to the office of President to complete the vacated
140 President's term, followed by their own term the following year.

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142 **Section 5. Meetings**

143 The Board of Directors shall meet in person at least once annually and at the call of the
144 President. Other meetings can be conducted via telephone or other electronic means
145 whereby all parties can hear each other or in person.

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147 **Section 6. Quorum**

148 A quorum of the Board of Directors shall consist of a simple majority of the total elected
149 Board of Directors members.

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151 **Section 7. Board Responsibilities**

152 The affairs of the association should be managed by or under the direction of the Board
153 of Directors.

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155 **Section 8. Conflict of Interest**

156 The Board shall develop a conflict of interest (COI) policy that applies to all Board,
157 Council, Committee, Subcommittee, and Task Force members, and any member that is
158 working on behalf of HOPA. The COI statements shall be reviewed annually, however,
159 the Board may delegate the review of the statements to another committee. If
160 delegated, the committee shall make a report to the Board regarding the status of COI.
161 The policy shall outline the consequences of failure to provide a COI statement.

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163 **Section 9. Removal of a Board Member or Officer**

164 Per Georgia law, members may remove a board member or officer with or without
165 cause. In addition, the Board may remove any officer at any time with or without cause.

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167 **ARTICLE V. COMMITTEES**

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169 **Section 1. Function**

170 HOPA will establish committees to support and facilitate the achievement of the
171 business and goals of the organization. Each committee shall develop, update, and
172 implement short-term and long-term committee plans. They shall establish programs,
173 and policies authorized by the Board of Directors in the major areas of interest to which
174 they are assigned. Committees can be added or discontinued at the discretion of the
175 Board of Directors. The Board of Directors or committees may establish task and work
176 groups and define their operation.

177

178 **Section 2. Appointment of Committees and Committee Chairs**

179 The President-Elect, in collaboration with the President, and committee leadership, shall
180 make recommendations for Committee Chairs and Vice Chairs for committees deemed
181 necessary to carry forward the work of the association. The Board of Directors must
182 approve these appointments. The Committee Chair will serve a term as defined by the
183 Board of Directors. The Committee Vice Chair will serve for a term as defined by the

184 Board of Directors, and then be eligible to serve as Chair based on approval of the
 185 Board of Directors. The new committee Chair, Vice-Chair, and Board Liaison will
 186 recommend a slate of committee members for the Board of Directors to approve.
 187 Additional members, if needed, will be approved by the Board.
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189 **Section 3. Authority of the Committees**

- 190 1. The Board of Directors shall have the authority to assign specific matters to a
 191 committee for its consideration. Any matter presented for consideration directly to
 192 the Board of Directors may, prior to action by the Board of Directors, be referred
 193 for consideration and recommendation to the committee within whose area of
 194 responsibility the matter falls. All committees, task forces are
 195 responsible to and subject to the authority of the Board of Directors.
- 196 2. The Board of Directors shall have final authority over any project requiring the
 197 expenditure of funds not approved in the annual budget.
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199 **Section 4. Standing Committees**

200 The following committees will be formed by the Board each year.

201 1. Executive

- 202 a. The Executive Committee shall represent the Board in situations that require
 203 immediate responses or between Board meetings.
- 204 b. The Executive Committee shall be comprised of the President (Chair),
 205 President Elect, Immediate Past President, and Treasurer.
- 206 c. Except for the power to amend the Articles of Incorporation and the Bylaws,
 207 the Executive Committee shall have all the powers and authority of the Board
 208 in the intervals between meetings of the Board, and is subject to the direction
 209 and control of the full Board.
- 210 d. All decisions of the Executive Committee will be reported to the Board.
- 211 e. The Executive Committee shall maintain committee policies and procedures.

212 2. Governance

- 213 a. The Governance Committee shall assist HOPA's Board of Directors in fulfilling
 214 its responsibilities to the HOPA membership.
- 215 b. The scope of the committee will include, but not limited to, By-law review,
 216 Board orientation and training, evaluation of Board policies and procedures,
 217 and conducting a Board self-assessment with corresponding action plan.

218 3. Finance

- 219 a. The Finance Committee is responsible for developing and reviewing fiscal
 220 procedures, financial plans, and the annual budget with staff and other board
 221 members.
- 222 b. The fiscal year shall be the calendar year. Annual reports are required to be
 223 submitted to the Board showing income, expenditures, and pending income.
 224 The financial records of the organization are public information and shall be
 225 made available to the membership, board members, and the public.

226 4. Membership

- 227 a. The committee develops member-facing projects and processes, in addition to
 228 documenting the history of the association.

- 229 b. Recommendations from the Membership Committee will be taken to the Board
230 for consideration and approval.

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233 **ARTICLE VI. BUSINESS MEETINGS**

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235 There shall be an Annual Business Meeting of the association conducted by the Board
236 of Directors and open to all members for reporting the business of the association and
237 soliciting input. This meeting may be included as part of an educational program and
238 may be scheduled by the association at the Annual Conference. The overall purpose of
239 the Annual Business Meeting is to provide members with updates on HOPA activities
240 and bring issues to the members for discussion. The quorum will consist of 10% of the
241 eligible voting members.

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244 **ARTICLE VII. LOCATION OF OFFICES**

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246 1. The principal location of the office of the association shall be specified by the
247 Board of Directors.
248 2. The association shall have the authority to adopt a seal and to maintain custody
249 and use thereof at the association office.
250 3. Members may request access to HOPA records in accordance with applicable
251 law.

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254 **ARTICLE VIII. AMENDMENTS**

- 255
256 1. Amendments to these Bylaws may be initiated by a proposal signed by at least
257 two (2) members in good standing with voting rights. This proposal should be
258 sent to the Secretary for presentation to the Board of Directors.
259 2. Amendments may be voted upon at any membership meeting or through a mail
260 or electronic ballot sent to all members with voting rights.
261 3. A comment period of not less than forty-five (45) days will be allowed for any
262 proposed amendment.
263 4. The Board of Directors will consider all comments and then decide whether to
264 send the amendment out for a vote or to revise the amendment and send it out
265 for further membership comment.
266 5. For voting conducted at a membership meeting, the proposed amendment(s)
267 must be announced at least thirty (30) days prior to the membership meeting.
268 6. For voting conducted by mail or electronic ballot, a deadline for ballot receipt will
269 be established and be no sooner than thirty (30) days after the vote
270 announcement.
271 7. Amendments shall be approved by a simple majority of votes cast; provided that
272 at least 10% of the voting members have cast votes.

275 ARTICLE IX. INDEMNIFICATION

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277 HOPA shall have the power to indemnify to the extent legally permissible, each of its
278 Board of Directors Members, Committee Members and employees against all costs,
279 liabilities, and expenses (including counsel fees) reasonably incurred by him/her in
280 connection with the defense or disposition of any action, suit, or other proceeding,
281 asserted or threatened against him/her while in office or thereafter, by reason of his/her
282 being or having been such a Board of Directors Member, Committee Member and
283 employee with respect to any matters as to which he/she acted in good faith in the
284 reasonable belief that his/her action was in the best interests of HOPA. The right of
285 indemnification hereby provided shall not be exclusive of or affect any other right to
286 which any Board of Directors Member, Committee Member or, employee may be
287 entitled. As used in this Article, the terms "Board of Directors Member," "Committee
288 Member" and "employee include their respective heirs, executors, administrators, and
289 legal representatives.

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292 ARTICLE X. DISSOLUTION

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294 In order to dissolve this association, the President must present a resolution to the
295 active membership recommending that the association be dissolved. A proposal for
296 dissolution may be considered at a regular or special membership meeting only after
297 thirty (30) days notice is given to the membership. The resolution to dissolve shall be
298 adopted after a majority of the total membership eligible to vote has cast a vote for
299 dissolution. Upon adoption of the resolution for dissolution, this association shall cease
300 to conduct its affairs and settle all debts to creditors following due process for the
301 Internal Revenue Service Code organization type and as defined by current law.

302

303 Upon the dissolution of the corporation, the Board of Directors shall, after paying or
304 making provision for the payment of all of the liabilities of the corporation, distribute all
305 the remaining assets of the corporation to an organization, preferably one that focuses
306 on pharmacy and/or hematology/oncology, qualified under section 501(c) (3) of the
307 Internal Revenue Code of 1986, as amended (or the corresponding provision of any
308 future United States Internal Revenue Law), or to a State or local government, for a
309 public purpose. Any of such assets not so disposed of shall be disposed of by a Court
310 of the city or county in which the principal office of the corporation is then located,
311 exclusively for such purposes or to such organization or organizations, as said Court
312 shall determine which are organized and operated exclusively for such purposes.

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