Hematology/Oncology Pharmacy Association (HOPA)

BYLAWS

ARTICLE I. NAME

The official name of this organization shall be the Hematology/Oncology Pharmacy Association (HOPA). The name of the association and its acronym, HOPA, are trademarks of HOPA and may only be used by a member for professional identification or in curriculum vitae. No member, and no other person or entity, shall use the name or acronym for any commercial purpose or to advertise services without the expressed approval of the Board of Directors.

ARTICLE II. PURPOSE

The Hematology/Oncology Pharmacy Association was formed to empower hematology/oncology pharmacy practitioners to optimize the provision of cancer care by:

1. Developing and supporting hematology/oncology educational and informational activities.
2. Providing research and information that promotes the safe and cost-effective use of cancer-related treatments.
3. Promoting and supporting excellence in hematology/oncology pharmacy practice.
4. Acting as an advocate to policy makers on behalf of patients, the pharmacy profession and the oncology specialty.
5. Increasing public and professional awareness of the value of oncology pharmacists and other pharmacy practitioners through partnerships with other organizations.

ARTICLE III. MEMBERSHIP

Section 1. Members
The membership of the association shall consist of individuals who wish to further the objectives of the association. There shall be four categories of membership:

1. **Members** - Members are those pharmacists who are interested in or who support hematology/oncology pharmacy practice and have paid dues. Members may vote and serve as an elected Board of Directors member.
2. **Technician Members** - Technician members are pharmacy technicians who are interested in or who support hematology/oncology pharmacy practice and have paid dues. Technician members may vote and serve as an elected Board of Directors member.
3. **Associate Members** - Associate members are individuals other than pharmacists or technicians who are involved with the care of individuals affected by cancer and who support the mission and goals of the association and have
paid dues. Associate members may not vote nor serve as an elected Board of Directors member.

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

**Section 2. Dues**

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

**Section 3. Applications**

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

**Section 4. Period of Membership**

1. The period of membership shall be determined by the Membership Committee, with approval from the Board of Directors.

2. Membership dues become due on the established renewal date of each year and delinquent one (1) month following the expiration date. Membership is not renewed until dues are paid.

**Section 5. Expulsion**

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

**ARTICLE IV. BOARD OF DIRECTORS**

**Section 1. Composition**

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

1. President
2. President Elect
3. Immediate Past President
4. Secretary
5. Treasurer

6. Four (4) At-Large Board Members

All board members shall be elected by HOPA members, or appointed by the Board as allowed in Article IV, Section 4. Vacancies of the Bylaws.

Section 2. Terms

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

1. At-Large members of the Board of Directors, Secretary, and Treasurer shall be elected to a three (3)-year terms.

2. The President Elect will serve one (1) year, and then assume the role of President.

3. The President will serve one (1) year, and then assume the role of Immediate Past President.

4. The Immediate Past President term is one (1) year.

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

Section 3. Elections

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

Section 4. Vacancies

1. Should a Board position become vacated prior to assuming the position, the Board shall conduct a special election to fill the position. The Board may delegate the special election to the committee responsible for Board elections.

2. If the office of an elected member of the Board of Directors shall become vacant, the responsibilities of such office may be delegated to remaining Board members for the unexpired term. The vacancy may be filled for the unexpired term by the Board at its option.

Last updated in August 2019.
3. Should the President become unable to perform the duties of office, the President-elect shall immediately ascend to the office of President to complete the vacated President’s term, followed by their own term the following year.

Section 5. Meetings
The Board of Directors shall meet in person at least once annually and at the call of the President. Other meetings can be conducted via telephone or other electronic means whereby all parties can hear each other or in person.

Section 6. Quorum
A quorum of the Board of Directors shall consist of a simple majority of the total elected Board of Directors members.

Section 7. Board Responsibilities
The affairs of the association should be managed by or under the direction of the Board of Directors.

Section 8. Conflict of Interest
The Board shall develop a conflict of interest (COI) policy that applies to all Board, Council, Committee, Subcommittee, and Task Force members, and any member that is working on behalf of HOPA. The COI statements shall be reviewed annually, however, the Board may delegate the review of the statements to another committee. If delegated, the committee shall make a report to the Board regarding the status of COI. The policy shall outline the consequences of failure to provide a COI statement.

Section 9. Removal of a Board Member or Officer
Per Georgia law, members may remove a board member or officer with or without cause. In addition, the Board may remove any officer at any time with or without cause.

ARTICLE V. COMMITTEES

Section 1. Function
HOPA will establish committees to support and facilitate the achievement of the business and goals of the organization. Each committee shall develop, update, and implement short-term and long-term committee plans. They shall establish programs, and policies authorized by the Board of Directors in the major areas of interest to which they are assigned. Committees can be added or discontinued at the discretion of the Board of Directors. The Board of Directors or committees may establish task and work groups and define their operation.

Section 2. Appointment of Committees and Committee Chairs
The President-Elect, in collaboration with the President, and committee leadership, shall make recommendations for Committee Chairs and Vice Chairs for committees deemed necessary to carry forward the work of the association. The Board of Directors must approve these appointments. The Committee Chair will serve a term as defined by the Board of Directors. The Committee Vice Chair will serve for a term as defined by the
Board of Directors, and then be eligible to serve as Chair based on approval of the Board of Directors. The new committee Chair, Vice-Chair, and Board Liaison will recommend a slate of committee members for the Board of Directors to approve. Additional members, if needed, will be approved by the Board.

Section 3. Authority of the Committees

1. The Board of Directors shall have the authority to assign specific matters to a committee for its consideration. Any matter presented for consideration directly to the Board of Directors may, prior to action by the Board of Directors, be referred for consideration and recommendation to the committee within whose area of responsibility the matter falls. All committees, task forces are responsible to and subject to the authority of the Board of Directors.

2. The Board of Directors shall have final authority over any project requiring the expenditure of funds not approved in the annual budget.

Section 4. Standing Committees

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

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

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

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

4. Membership
   a. The committee develops member-facing projects and processes, in addition to documenting the history of the association.
b. Recommendations from the Membership Committee will be taken to the Board for consideration and approval.

ARTICLE VI. BUSINESS MEETINGS

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

ARTICLE VII. LOCATION OF OFFICES

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

ARTICLE VIII. AMENDMENTS

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

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

ARTICLE X. DISSOLUTION

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

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