

## **HOPA Bylaws Review 2019**

The HOPA Board of Directors and Governance Committee, along with legal counsel, have gone through a thorough review of the association's bylaws. The proposed changes to the bylaws reflect the current governance structure and association operations.

A 45-day member comment period took place from August 1- September 16, 2019.

Voting members are asked to review the proposed amendments to the bylaws and vote on the adoption of the proposed amendments.

**Voting will open on November 4 and close at 11:59 pm Central on December 2, 2019.**

### **ARTICLE I. NAME**

- There were no major changes to Article I of the bylaws.

### **ARTICLE II. PURPOSE**

- There were no changes to Article II of the bylaws.

### **ARTICLE III. MEMBERSHIP**

- The only change to Article III is eliminating language requiring the collection of student dues.

### **ARTICLE IV. BOARD OF DIRECTORS (ARTICLE V. OFFICERS AND ELECTIONS)**

- The main changes to Article IV and Article V include:
  - Outlining the five officer positions included in the Board of Directors
  - Outlining the elections and nominations process, and moving the process to Section 3
  - Clarifying the board's role in filling vacant board positions
  - Removing operational procedures of board responsibilities as it relates to acting on behalf of the organization, and moving that information to the association's policies and procedures
  - Adding two new sections that outline managing conflicts of interest and the removal of an officer or board member
  - Absorbing Article V. Officers and Elections into Article IV. Board of Directors.

### **ARTICLE V. COMMITTEES (ARTICLE VI IN THE 2017 BYLAWS)**

- The main change to Article V (formerly Article VI) is the explanation and responsibility outline of four standing committees: Executive, Governance, Finance, and Membership.

### **ARTICLE V. BUSINESS MEETING (ARTICLE VII IN THE 2017 BYLAWS)**

- The main change to Article VI (formerly Article VII) is the definition of quorum for the Annual Business Meeting.

#### **ARTICLE VII. LOCATION OF OFFICES (ARTICLE VIII IN THE 2017 BYLAWS)**

- There were no changes to Article VII (formerly Article VIII) of the bylaws.

#### **ARTICLE VIII. AMENDMENTS (ARTICLE IX IN THE 2017 BYLAWS)**

- There were no major changes to Article VIII (formerly Article IX) of the bylaws.

#### **ARTICLE IX. INDEMNIFICATION (ARTICLE X IN THE 2017 BYLAWS)**

- There were no changes to Article IX (formerly Article X) of the bylaws.

#### **ARTICLE X. DISSOLUTION (ARTICLE XI IN THE 2017 BYLAWS)**

- The two changes in Article X (formerly Article XI) are revising the dissolution vote from 67% of members to majority of eligible voting members, and directing post-dissolution assets to a pharmacy-focused and/or hematology/oncology organization.