

# Arkansas Pharmacists Association, Inc.

## Constitution and Bylaws

REVISED April 22, 2016  
BOARD APPROVAL June 22, 2016  
APPROVED BY MEMBER VOTE June 25, 2016

### CONSTITUTION

#### ARTICLE I - NAME

This organization shall be called the Arkansas Pharmacists Association, Inc.

#### ARTICLE II - HEADQUARTERS

The general headquarters of this Association shall be in Little Rock, Arkansas.

#### ARTICLE III - OBJECTIVES

The objectives of this Association shall be to promote public health and welfare; to unite the eligible practitioners of pharmacy for mutual encouragement, assistance, and improvement; to develop, maintain, and enforce a Code of Ethics, and Code of Professional Conduct which will serve as a guide for the professional conduct of the Membership and provide for the delivery of a professionally acceptable level of comprehensive pharmaceutical services; to provide for the continuing education of the Membership; to assure the viability of the profession; to assist the Colleges of Pharmacy in Arkansas in their efforts to achieve and maintain academic excellence; to establish viable liaisons with other health related professions and organizations in order to provide for mutual assistance; and unless it is contrary to good public policy, to serve the best interest of the Membership.

### BYLAWS

#### ARTICLE I-MEMBERSHIP

Section 1. This Association shall consist of active (pharmacist-in-charge, staff pharmacist, out-of-state, first-year graduate, or resident), associate, student, retired, out-of-state, technician, honorary, and lifetime memberships.

Section 2. ACTIVE MEMBERSHIP. Any pharmacist (pharmacist-in-charge, staff pharmacist, out-of-state, first-year graduate, or resident), licensed to practice pharmacy in this State or eligible to be licensed in this state who is of good moral character and acceptable professional standing is eligible for full active membership in this Association upon payment of annual membership dues set by the Board of Directors.

Section 3. ASSOCIATE MEMBERSHIP. A person not eligible for active membership who is interested in advancing the profession of pharmacy shall be eligible for associate membership upon payment of fees and dues and shall be entitled to all the privileges of this Association with the exception of voting and holding office.

Section 4. STUDENT MEMBERSHIP. A student enrolled in a school or college of pharmacy in Arkansas is eligible for a student membership. The President of the student branch shall be entitled to serve as an ex-officio member of the Association's Board of Directors. Each of the Association's standing policy committees may have one student ex-officio member. A student member is not eligible to hold office or vote.

Section 5. HONORARY MEMBERSHIP. Pharmacists or others worthy of the distinction may be elected honorary members by the Board of Directors. Honorary members shall be exempt from paying full annual dues and assessments, and shall be entitled to all the privileges of the Association with the exception of voting and holding office.

Section 6. LIFETIME MEMBERSHIP. Lifetime membership shall consist of those licensed to practice pharmacy in the state of Arkansas who have been designated as a State Board "Golden Certificate" recipient and have completed one Golden Certificate CE program offered by APA, and such other members as are placed on the list by a two-thirds (2/3) vote of the Board of Directors. Such membership shall carry voting privileges if the person so elected is licensed to practice pharmacy in this State, and shall also be exempt from paying annual dues.

Section 7. TECHNICIAN MEMBERSHIP. A pharmacy technician who is certified or registered in this State or eligible to be certified or registered in this State and who is of good moral character is eligible for membership in this Association upon payment of annual membership dues and assessments as set by the Board of Directors. A technician member shall be entitled to all the privileges of this Association with the exception of voting or holding office.

Section 8. RETIRED MEMBERSHIP. A pharmacist who is retired from the active practice of pharmacy and maintains active licensure in this State and who is of good moral character is eligible for membership in this Association upon payment of annual membership dues and assessments as set by the Board of Directors. A retired member shall be entitled to all the privileges of this Association with the exception of voting or holding office.

Section 9. ELECTION OF MEMBERS. Any application for membership may be reviewed by the Board of Directors to determine eligibility of said applicant for membership in this Association.

Section 10. EXPULSION OF MEMBERS. The Board of Directors shall have power by a three-fourths (3/4) vote of all its members present and voting at a regular meeting thereof to deny membership or expel a member for: (1) having been found guilty of felony; (2) having been found guilty of violating the pharmacy laws of the State of Arkansas or federal laws relating to the practice of pharmacy (as reported by the Arkansas State Board of Pharmacy); (3) non-payment of dues within the prescribed time; (4) violating the Code of Ethics or the Code of Professional Conduct of this Association; (5) failure to cooperate with the Committee on Professional Affairs; or (6) violating the Association's Constitution and By-Laws. However, no member of this Association shall be expelled until he has been given the opportunity to be heard in his own defense by the Board of Directors.

It is further provided that anyone who has been expelled for non-payment of dues may be reinstated as a member by payment of annual dues for the current organizational year.

It is further provided that, upon the recommendation of the Committee on Professional Affairs, anyone who has been expelled for violating the Code of Ethics or Code of Professional Conduct of this Association may be reinstated by the Board of Directors as a member.

Section 11. DUES. The dues of the various memberships in this Association shall be determined by the Board of Directors. Upon action by the Board of Directors, any member who fails to pay his dues by March 31<sup>st</sup>, after notice thereof, shall be removed from the roll of membership and shall be denied participation in this Association's programs.

Section 12. ANNUAL MEETINGS. The Annual Membership Meeting shall be the regular general membership meeting each year. The time and place of the Annual Membership Meeting shall be fixed

by the Board of Directors. The Membership shall be provided at least sixty (60) days written notice of the Annual Membership Meeting and publication of the time and place thereof in *AR•Rx The Arkansas Pharmacist*, on [www.arrx.org](http://www.arrx.org), *APA InteRxActions*, or other suitable means shall satisfy this requirement.

Section 13. SPECIAL MEETINGS. Special meetings of the membership shall be called by the President at the direction of the Board of Directors or upon written request of ten percent (10%) of the Association's voting membership. The time and place of such special meetings shall be fixed by the President. The Membership shall be provided at least ten (10) days written notice which shall include the time, place, and nature of any and all business to be conducted and no other business shall be transacted.

Section 14. QUORUM. A quorum for the transaction of all business at any general membership meeting shall be five percent (5%) of the Association's voting membership.

Section 15. VOTING. Each member eligible to vote on an issue shall have one vote on all matters coming before the membership. Proxy or cumulative voting is specifically prohibited.

#### ARTICLE II-BOARD OF DIRECTORS

Section 1. ELIGIBILITY. Only Arkansas licensed pharmacists who have been members of this Association in good standing for the past three (3) consecutive years are eligible to hold any elective office in this Association, including membership on the Board of Directors.

Section 2. MEMBERSHIP. Membership on the Board of Directors shall include:

- a. Immediate Past President, President, President-Elect and Vice President of this Association.
- b. The Representatives of each of the Association's five (5) Regions as determined by the state's distribution of pharmacists.
- c. Two (2) At-Large Representatives, which may come from any of the Association's five (5) Regions.
- d. Presidents of all APA academies.
- e. Unless they serve in a preceding capacity, the following ex-officio, non-voting members:
  1. The pharmacist member of the Arkansas State Board of Health.
  2. The Executive Director of the Arkansas State Board of Pharmacy.
  3. The Deans of the Colleges of Pharmacy in Arkansas.
  4. The Presidents of the Student Bodies at the Colleges of Pharmacy in Arkansas.
  5. The Association's Executive Vice President & CEO.

Section 3. TERM. The terms of office for members of the Board of Directors shall be as follows:

- a. The Vice President, President-Elect, President and Immediate Past-President shall serve for one year in each of the preceding offices in the sequence identified.
- b. Regional Representatives shall serve staggered three-year terms.
- c. At-Large Representatives shall serve staggered three-year terms.
- d. Ex-officio members of the Board of Directors shall serve their tenure in their respective positions.
- e. Board Members shall be limited to six (6) consecutive years as a Regional Representative, or six (6) consecutive years as an At-Large Representative. No member of the Board of Directors shall serve more than nine (9) years on the Board of Directors in any non-Executive Committee capacity.
- f. Service on the Board of Directors or in any office of this Association begins upon installation by the President. Officers will be installed every year during the annual convention.

Section 4. ELECTED OFFICERS - VACANCIES. The elected officers of the Association shall include a Vice President, President-Elect, President and Immediate Past President who are to be elected via mail

or secure electronic ballot of the membership. These officers shall hold each office for a period of one year, until they resign, are removed from office or are otherwise disqualified to serve, or until their successors shall have been elected and they are installed into the next highest office. However, the Board of Directors may appoint from the eligible membership such additional administrative officers as it may need to satisfy its responsibilities.

Vacancies in elected office of the Board of Directors, except the President, or any member of the Board of Directors shall be filled by a majority vote of the Board of Directors from the eligible membership, and said newly elected person shall serve for the remainder of the vacancy term as defined by the Board of Directors.

If a vacancy occurs with the office of President, the President-Elect will immediately assume the office of President and will be ceremonially installed at the next meeting of the Board of Directors.

Section 5. REGULAR MEETINGS. Regular meetings of the Board of Directors shall be held quarterly, or as determined by the Board of Directors. Notices and minutes of such meetings shall be published in appropriate issues of *AR•Rx The Arkansas Pharmacist*, on [www.arrx.org](http://www.arrx.org), or other Association publications. The Board of Directors, at its discretion, may provide privileges of the floor to any member of the Association.

Section 6. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by the President and shall be called upon receipt by the Executive Vice President or a written request by one-third (1/3) or more of the members of the Board of Directors, provided that the request includes the reasons for the special meeting. Directors shall be notified with at least twenty-four (24) hours notice prior to the time of holding such meeting, and said notice shall specify the general nature of any and all business to be conducted at such meeting.

Section 7. WAIVER OF NOTICE. The transaction of a meeting, whether regular or special, shall not be invalid merely because a required notice was not given as long as a quorum was present at said meeting. Appearance at any such meeting for any reason other than to contest notice shall also constitute waiver of the required notice provision.

Section 8. ACTION WITHOUT MEETING. Any action which may be taken by the Board of Directors may be taken without a meeting if authorized in writing signed by three-quarters (3/4) of the members who would be entitled to vote at a meeting for such purpose, and after a reasonable attempt has been made to notify all members of the Board of Directors.

Section 9. QUORUM. A majority of the voting membership of the Board of Directors shall constitute a quorum at all meetings of the Board of Directors.

Section 10. VOTING. Each member eligible to vote on an issue before the Board of Directors shall have one vote, and proxy or cumulative voting is specifically prohibited.

Section 11. EXPULSION OR REMOVAL FROM OFFICE. Any officer or member of the Board of Directors may be removed from such office for improper conduct, for those causes identified in ARTICLE I, Section 9 of these By-Laws. Members may also be removed for being absent without reasonable cause from any two (2) meetings during a twelve (12) month period. No member of the Board of Directors shall be expelled or removed until he shall have been given an opportunity to be heard and then only by a three-fourths (3/4) vote of all members of the Board of Directors present and voting in a regular meeting.

Section 12. DUTIES AND POWERS OF THE BOARD OF DIRECTORS. Subject to these By-Laws, the Board of Directors shall have full power to control and manage the property and conduct the affairs of this Association as permitted under the laws of the State of Arkansas and the United States of America, but limited by the Articles of Incorporation. In furtherance of the foregoing powers, but not in limitation thereof, it shall have the power to:

- a. Prescribe such powers and duties for all officers, agents and the Executive Vice President as may be consistent with law, with the Articles of Incorporation, or with these By-Laws; fix their compensation, if any; and require from them security for faithful service, with the cost of said security to be borne by the Association.
- b. To conduct, manage, and control the affairs of the Association; to make such rules and regulations therefore consistent with the law, with the Articles of Incorporation, these By-Laws, and the objectives of the Association as they may deem best.
- c. To adopt, make and use a corporate seal and to alter the form of such seal from time to time.
- d. To appoint committees and to delegate to the Executive Committee any of the powers and authority of the Board of Directors in the management of the affairs of the Association.
- e. To appoint and employ an Executive Vice President & CEO and employ any other subordinate officials or agents.
- f. To consider, approve or disapprove all recommendations of any committee.

Section 13. INDEBTEDNESS. The Board of Directors shall not incur indebtedness in excess of one-half of the Association's liquid assets, except with respect to the purchase or construction of real estate at the end of the preceding fiscal year, without the express approval of the majority of the active membership as indicated on written ballot.

Section 14. DUTIES OF OFFICERS. The duties of the officers of this Association shall be as follows:

- a. PRESIDENT. The President shall be the Chief Officer of the Association and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the affairs of the Association. He shall preside at all meetings of the membership and at all meetings of the Board of Directors. He shall be a member of a standing committee, Chairman of the Executive Committee, and shall have the general powers and duties of management usually vested in the office of the President of an association, and shall have such other power and duties as may be prescribed by the Board of Directors or these By-Laws.
- b. PRESIDENT-ELECT. In the absence or disability of the President, the President-Elect shall perform all the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The President-Elect shall have such other powers and perform such other duties as from time to time may be prescribed for him by the Board of Directors or by these By-Laws. He shall be a member of the Executive Committee and shall be a member of a standing committee.
- c. VICE PRESIDENT. In the absence or disability of the President-Elect, the Vice President shall perform all the duties of the President-Elect, and when so acting shall have all the powers of, and be subject to all the restrictions upon the President-Elect. The Vice President shall have such other powers and perform such other duties as from time to time may be prescribed for him by the Board of Directors or by these By-Laws. He shall be a member of the Executive Committee and shall be a member of a standing committee.
- d. IMMEDIATE PAST PRESIDENT. The Immediate Past President shall have such powers and will perform such duties as from time to time may be prescribed for him by the Board of Directors or by these By-Laws. He shall be a member of the Executive Committee and shall be a member of a standing committee.

e. EXECUTIVE VICE PRESIDENT & CEO. The Executive Vice President & CEO, who shall be selected and employed by the Board of Directors, shall keep or cause to be kept a book of minutes at the principle office of the Association of all meetings of the Board of Directors, Executive and other committees of the Membership with the time and place of holding such meetings, whether special or regular, and if special, how authorized, the notice thereof given, the names of those present at the membership meetings, and the proceedings thereof. He shall also keep and maintain the membership roll of the Association and records of all terminations of memberships in the Association.

The Executive Vice President & CEO shall give or cause to be given notice of all the meetings of the membership, of the committees, and of the Board of Directors of the Association as required by these By-Laws to be given and he shall keep the seal of the Association in safe custody.

The Executive Vice President & CEO shall keep or cause to be kept and maintained adequate and correct amounts of the properties and transactions for the Association including amounts of its assets, liabilities, receipts, disbursements, gains and losses.

The Executive Vice President & CEO shall deposit all monies and other valuables in the name and to the credit of the Association with such depositories as may be designated by the Board of Directors. He shall disburse the funds of the Association as may be ordered by the Board of Directors; shall render to the President and the Board, reports of the financial condition of the Association; and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by these By-Laws.

f. APPOINTED OFFICERS. Officers appointed by the Board of Directors shall have such authority and perform such duties as may be prescribed from time to time by the Board of Directors.

### ARTICLE III -COMMITTEES

Section 1. STANDING COMMITTEES. The Standing Committees of this Association shall be Professional Affairs Committee, Communications Committee, Organizational Affairs Committee, and Government Affairs Committee. Each Standing Committee is to consist of at least seven (7) active members of this Association. The President shall consider geographical and practice diversity when making committee appointments.

Section 2. EXECUTIVE COMMITTEE. The Executive Committee shall be composed of the President, President-Elect, Vice President, Immediate Past President, and the Executive Vice President & CEO. The committee may be delegated, by the Board of Directors, any of the powers and authority of the Board of Directors in the management of the affairs of the Association. The Executive Vice President & CEO will not be vested with any voting privileges.

Section 3. SPECIAL COMMITTEES. The Executive Committee shall authorize the creation, prescribe a term which is not to exceed three years, and define the powers and duties of such Special Committees not specifically created by these By-Laws, as may be necessary or useful in the conduct of the Association's business.

Section 3. COMMITTEE APPOINTMENTS. The President shall appoint the chairman and other members of each of the Association's committees, shall present the names of the committee members to the Board of Directors at the next scheduled meeting of the Board of Directors.

Section 4. TERM. The term for each member of any Standing Committee shall be one year, with the term ending at the close of the annual meeting following appointment. A member shall not serve on any Standing Committee for more than four (4) consecutive years.

Section 5. VACANCIES. Vacancies on any committee may be filled for the unexpired portion of the term in the same manner as provided in the case of original appointments.

Section 6. POWERS AND DUTIES. Committees created under the provisions of these By-Laws shall have such powers and duties as are specifically given to them from time to time by the Board of Directors. Each committee may conduct hearings, perform studies, and make reports exclusively to the Board of Directors as deemed necessary by the committee, provided, however, all such committee activity shall be in accordance with the objectives of the Association as defined in the Articles of Incorporation, in these By-Laws, or by the Board of Directors.

Reports of the committees shall be submitted to the Board of Directors, and shall not be binding on the Association or the Board of Directors. The committees shall submit such reports on such dates as may be specified by the Board of the Directors, and where action by the Board of Directors is requested or required, such reports shall be forwarded to the Board of Directors not later than ten (10) days prior to the Board of Directors meeting at which action is to be taken. The ten (10) day report submission requirement may be waived by two-thirds (2/3) majority vote of the Board of Directors.

Section 7. QUORUM. A majority of the members of a committee shall constitute a quorum and the act of a majority of the members present at any meeting at which a quorum is present shall be the action of the committee. In the absence of quorum, those members present can develop recommendations for the Board of Directors' consideration, provided the recommendations are presented to the Board of Directors in a form that reflects the fact that the recommendations were developed at a meeting where a quorum was not present.

Section 8. RULES AND PROCEDURES. Each Committee may adopt rules and procedures for its own governance which are consistent with law, these By-Laws, the Articles of Incorporation, and any restrictions or other actions by the Board of Directors.

Section 9. MEETINGS. Committees shall meet from time to time as requested by the President or the committee chairman. Adequate notice shall be given to all committee members by the Executive Vice President & CEO.

Section 10. EXPULSION. Committee members who miss more than two (2) committee meetings within a twelve (12) month period without reasonable cause and prior notification to the committee chairman or the Executive Vice President & CEO may be expelled.

#### ARTICLE IV-NOMINEES AND DELEGATES

Section 1. BOARD OF PHARMACY NOMINEES. Only Arkansas licensed pharmacists primarily engaged in an active practice of the profession for the past five (5) years and who for the past three (3) years shall have been an active member in good standing in the Arkansas Pharmacists Association shall be eligible as a candidate for Association nomination to the Arkansas State Board of Pharmacy for a six (6) year term. Candidates for the State Board Election shall be nominated from the statewide APA membership and elections for each position shall be on a statewide basis.

The APA Board of Directors shall have authority to establish additional credentials or qualifications for any or all Board of Pharmacy positions.

When a vacancy, by reason of expiration of terms occurs, Arkansas licensed pharmacists may submit the name of qualified nominees to the Executive Vice-President for confirmation of qualifications by the Board of Directors. A ballot of all qualified candidates, along with a biographical summary for each, shall be submitted to all active members of this Association for a vote. APA may also include the current incumbent's name if he/she meets all existing criteria and is interested in continuing their service for another six (6) year term on the state board of pharmacy.

A list of names from this process shall be provided to the governor as recommended Arkansas Pharmacists Association nominees for the vacancy on the Board of Pharmacy by reason of expiration of term thereof.

If a vacancy exists for reasons other than the expiration of term, the Board of Directors shall select a qualified individual(s) to serve as the Association's nominee(s) for the position after the solicitation of nominees from the membership.

Section 2. BOARD OF HEALTH NOMINEES. Only Arkansas licensed pharmacists primarily engaged in an active practice of the profession in Arkansas for the past five (5) years and who shall have been an active member in good standing in the Arkansas Pharmacists Association for the past five (5) years shall be eligible to serve as the Association's nominee(s) for appointment to the Arkansas State Board of Health for a three (3) year term.

At the completion of a term or when a vacancy otherwise occurs, the Board of Directors shall notify the active membership and active members can nominate qualified individuals for the Board of Directors' consideration. Thereafter, the Board of Directors shall elect qualified individual(s) to serve as at the Associations' nominee(s) for the position on the Board of Health.

Section 3. OTHER ORGANIZATIONS. Subject to the approval of the Board of Directors, the President shall appoint delegates to NCPA, APhA and other such organizations as the Board of Directors may deem advisable, and unless the term is specified by the organization in question, the term of appointment and reimbursement for expenses, if any, are to be determined by the Board of Directors' policies related thereto.

#### ARTICLE V-ELECTIONS

Section 1. VOTE Each member of this Association who is eligible to vote on any issue is entitled to one vote, and cumulative or proxy voting is specifically prohibited at any time.

Section 2. BALLOT If there is more than one nominee, for any office in or to serve as a representative, delegate, or nominee of this Association, the election shall be by written ballot or through secure electronic voting; and, all elections for positions on the Board of Directors of this Association and Association nominees for positions on the Arkansas State Board of Pharmacy shall be by mail ballot or through secure electronic voting; and, any other issue or election that may need to be conducted by this Association shall be by mail ballot or through secure electronic voting. A majority vote is required in any election to fill any office in this Association. Pursuant to policies developed by the Board of Directors, the Executive Vice President & CEO shall be responsible for conducting all Association elections.

Section 3. NOMINATIONS. Unless restricted by these By-Laws, members of this Association shall be provided notice of at least 14 days to make nominations for any position for which an election is held or an appointment made.

Section 4. ELIGIBILITY TO VOTE. In elections for Regional Representatives on the Board of Directors, only members in the respective Regions are eligible to vote. For statewide, At-Large Representatives, all members are eligible to vote. The Membership is eligible to vote in elections for any office, position, or nominee, of the Association not otherwise restricted by these By-Laws.

#### ARTICLE VI-MEMBERSHIP COMPENSATION

Section 1. BOARD OF DIRECTORS. Members of the Board of Directors of this Association shall receive no compensation for their services as members of the Board, per se. However, nothing herein contained shall be construed to preclude reimbursement for reasonable direct and indirect expenses



related to attending meetings or providing services in accordance with policies established by the Board of Directors.

Section 2. ASSOCIATION COMMITTEES. Members of standing or special committees of this Association shall receive no compensation for their services as Members of such committees, per se. However, nothing herein contained shall be construed to preclude reimbursement for reasonable direct and indirect expenses related to attending meetings or providing services in accordance with policies established by the Board of Directors.

Section 3. NOMINEES, DELEGATES AND OTHER REPRESENTATIVES. Nominees, delegates and other representatives of this Association shall receive no compensation for their services as members of such committees, per se. However, nothing herein contained shall be construed to preclude reimbursement for reasonable direct and indirect expenses related to attending meetings for providing services in accordance with policies established by the Board of Directors.

Section 4. PART-TIME AND CONSULTATIVE SERVICES. The Board of Directors may employ any member of this Association on a part-time or consultative basis.

ARTICLE VII-PLAN OF ORGANIZATION OF GEOGRAPHICAL REGIONS OF THE ARKANSAS PHARMACISTS ASSOCIATION, INC.

Section 1. REGIONS. The State is divided into five (5) Regions as follows:

a. REGION 1

Benton, Boone, Carroll, Conway, Crawford, Faulkner, Franklin, Johnson, Logan, Madison, Marion, Newton, Pope, Searcy, Sebastian, Van Buren and Washington Counties.

b. REGION 2

Baxter, Clay, Cleburne, Craighead, Crittenden, Cross, Fulton, Greene, Independence, IZard, Jackson, Lawrence, Mississippi, Poinsett, Randolph, Sharp, Stone, White and Woodruff Counties.

c. REGION 3

Pulaski and Saline Counties.

d. REGION 4

Clark, Columbia, Garland, Hempstead, Hot Spring, Howard, Lafayette, Little River, Miller, Montgomery, Nevada, Ouachita, Perry, Pike, Polk, Scott, Sevier and Yell

e. REGION 5

Arkansas, Ashley, Bradley, Calhoun, Chicot, Cleveland, Dallas, Desha, Drew, Grant, Jefferson, Lee, Lincoln, Lonoke, Monroe, Phillips, Prairie, St. Francis, and Union Counties.

Section 2. REGION POWERS. A region created under the provisions of these By-Laws shall have the power to nominate and elect its own representative, hold meetings, and make recommendations or reports exclusively to the Board of Directors as deemed necessary by the Region. However, Region recommendations and reports shall not be binding on the Association or its Board of Directors, and all Region activities shall be in accordance with the objectives and policies of this Association as defined in the Articles in Incorporation, in these By-Laws, or the Board of Directors. The Executive Vice-President or his designee shall serve as the Secretary of and to each Representative.

Section 3. REGIONAL REPRESENTATIVE. The Regional Representative shall be the representative of the Region and shall, subject to the Board of Directors, have general supervision, direction and control of the affairs of the Region. He/she or his/her designee shall preside at all meetings of the Region.

Section 4. REGIONAL ELECTION CYCLES. All Regions will have either one, two, or three Regional Representatives, based on population, who will serve staggered three-year terms. Elections will occur on three cycles – Cycle A, Cycle B, and Cycle C starting with election year 2017.

CYCLE A – 2017,2020,2023, etc  
CYCLE B – 2018, 2021, 2024, etc  
CYCLE C – 2019, 2022, 2025, etc

**Region- 1**

Member 1 – Cycle A  
Member 2 – Cycle B  
Member 3 – Cycle C

**Region- 2**

Member 1 – Cycle A  
Member 2 – Cycle B

**Region- 3**

Member 1 – Cycle A  
Member 2 – Cycle B  
Member 3 – Cycle C

**Region- 4**

Member 1 – Cycle C

**Region 5**

Member 1 – Cycle A

**At Large Members**

Member 1 – Cycle B  
Member 2 – Cycle C

**ARTICLE VIII-ACADEMIES**

Upon receipt of a petition from fifty (50) or more active members with a specialized professional interest, and under provisions approved by the Board of Directors, this Association may establish Academies.

**ARTICLE IX-PUBLICATIONS**

The Association shall publish a journal, *AR•Rx The Arkansas Pharmacist*, a website, [www.arrx.org](http://www.arrx.org), and such newsletters, bulletins, and other communications as is deemed necessary to satisfy the needs of the membership.

ARTICLE X-ORDER OF BUSINESS

The order of business at any meeting of this Association shall be governed by the latest edition of Robert's Rules of Order.

ARTICLE XI-FISCAL YEAR

This Association's fiscal year shall be from January 1 through December 31. The dues provided for in these By-Laws shall be on the above fiscal year basis and all budgets and financial reports shall be based upon said fiscal year.

ARTICLE XII-SUSPENSION AND AMENDMENT TO THIS  
CONSTITUTION AND BY-LAWS

Section 1. This Constitution and By-Laws shall not be suspended without the unanimous consent of the members present.

Section 2. Every proposition to alter or amend this Constitution and By-Laws shall be submitted in writing to the Board of Directors and may be approved by a 2/3 super majority vote of the APA Board of Directors.