ARTICLE I. MEMBERSHIP CATEGORIES

In accordance with Article IV of the Constitution, there shall be the following categories of Membership: Active, Honorary, Student Pharmacist, Pharmacy Technician, Student Pharmacy Technician, and Sustaining Members of the ASSOCIATION.

ARTICLE II. ACTIVE MEMBERS

A. Qualifications

Any pharmacist, meaning a person licensed to practice Pharmacy in the United States, or an individual with an earned degree in Pharmacy which qualifies the individual to obtain such license, who is current on ASSOCIATION Membership dues, shall be designated as an Active Member of this ASSOCIATION.

B. Eligibility to Hold Office

Active Members who have a primary residence in California and who are licensed to practice pharmacy in California shall be eligible to hold all elective office in the ASSOCIATION. Active members whose primary residence is not in California or who are not licensed to practice pharmacy in California shall not be eligible to hold the elective offices of Officer or Board of Trustee in the ASSOCIATION, but shall be eligible to hold all other elective offices as defined in these Bylaws.

C. Eligibility to Vote

Only Active Members shall be eligible to vote.

D. Lifetime Membership

Pharmacists who are now and have been Active Members of the ASSOCIATION for fifteen (15) years who have completed fifty (50) years of licensure may be granted lifetime Active Membership in the ASSOCIATION without payment of dues upon a two-thirds (2/3) majority vote of the Board of Trustees.
ARTICLE III. HONORARY MEMBERS

A. Qualifications
Persons who have given outstanding service to the profession and/or the delivery of health care and who are approved by the Board of Trustees may be elected to Honorary Membership.

B. Privileges
Unless they were an Active Member at the time of their election to Honorary Membership, Honorary Members shall be ineligible to vote, and shall not be candidates for election or be appointed to any ASSOCIATION office.

ARTICLE IV. STUDENT PHARMACIST MEMBERS

A. Qualifications
Any student enrolled in a College or School of Pharmacy holding membership in the American Association of Colleges of Pharmacy or accredited by the Accreditation Council for Pharmacy Education who is current on membership dues with this ASSOCIATION is designated as a Student Member of this ASSOCIATION and this ASSOCIATION’S Academy of Student Pharmacists Special Interest Group.

B. Eligibility to Vote or Hold Office
Student Pharmacist Members are not eligible to hold elective office within the ASSOCIATION, other than as Board Members for the Academy of Student Pharmacists Special Interest Group; however, Student Pharmacist Members may be appointed to serve on Committees of the ASSOCIATION or may be appointed as delegates for local associations or academies. Student Pharmacist Members shall have the privilege of the floor at all Annual Meetings, Meetings of the Board of Trustees, House of Delegates or other organized functions of the ASSOCIATION. Student Pharmacist Delegates are entitled to vote in the House of Delegates.

ARTICLE V. PHARMACY TECHNICIAN AND STUDENT PHARMACY TECHNICIAN MEMBERS

A. Qualifications
1. Any person who is a Registered Pharmacy Technician in the State of California and who is current on ASSOCIATION Membership dues shall be designated as a Pharmacy Technician Member of this ASSOCIATION.

2. Any person who is actively enrolled in a Pharmacy Technician education or training program in the State of California and who is current on ASSOCIATION Membership dues shall be designated as a Student Pharmacy Technician Member of this ASSOCIATION.
B. Eligibility to Vote or Hold Office
Pharmacy Technician Members and Student Pharmacy Technician Members are not eligible to hold elective office within the ASSOCIATION, other than as Chair of the Pharmacy Technician Special Interest Group; however, Pharmacy Technician Members and Student Pharmacy Technician Members may be appointed to serve on Committees of the ASSOCIATION or may be appointed as delegates for local associations or Special Interest Groups. Pharmacy Technician Members and Student Pharmacy Technician Members shall have the privilege of the floor at all annual meetings of the ASSOCIATION, meetings of the Board of Trustees, House of Delegates or other organized functions of the ASSOCIATION. The Pharmacy Technician Special Interest Group Delegate is entitled to vote in the House of Delegates.

ARTICLE VI. SUSTAINING MEMBERS
Any reputable individual who is not eligible for Active Membership but who is interested in advancing the interests of Pharmacy and willing to accept the obligations imposed by Membership shall be eligible for Sustaining Membership.

ARTICLE VII. RESIGNATION
Any member may resign by filing a written resignation with the Chief Executive Officer but such resignation shall not relieve the Member of the obligation to pay any dues, assessments or charges previously accrued and unpaid.

ARTICLE VIII. TRANSFER OF MEMBERSHIP
Membership in this ASSOCIATION is non-transferable and non-assignable.

ARTICLE IX. DISCIPLINARY PROCEDURES

A. Non-Payment of Dues
Any Member whose dues are in arrears shall be terminated from Membership, in accordance with Board of Trustees Policy.

B. Unprofessional Conduct
Any member, in any category, may be reprimanded, suspended or expelled for unprofessional conduct or for violation of the obligations of the Constitution, Bylaws or Code of Ethics of the ASSOCIATION. No person shall be expelled or suspended unless the Member is first provided written notice of charges against him or her and given an opportunity for a fair hearing before a Judicial Board as defined in these Bylaws. All findings of fact, conclusions and sanctions imposed shall not become effective until approved by the Board of Trustees by at least a two-thirds (2/3) majority vote. The Board of Trustees shall determine the term of discipline.
ARTICLE X. DUES
The Annual Dues for the various categories of Membership shall be such as determined by the Board of Trustees and collected in accordance with the rules prescribed by the Board.

CHAPTER II - OFFICERS AND BOARD OF TRUSTEES

ARTICLE I. OFFICERS

A. Officers
The Officers of the ASSOCIATION shall be President, President-Elect, Immediate Past President, Treasurer, Speaker and Speaker-Elect of the House of Delegates and the Chief Executive Officer. With the exception of the Chief Executive Officer, officers are required to be Active Members of the ASSOCIATION, subject to the limitations set forth elsewhere in these Bylaws. Elective Officers are the President-Elect, Treasurer and the Speaker-Elect of the House of Delegates.

B. Term of Office
1. The term of office of each Elective Officer shall begin at the end of the closing session of the House of Delegates at the Annual Meeting following their election. No Elective Officer, except the Treasurer, shall hold the same elective office for more than one (1) term in succession, and no person shall hold two offices simultaneously. The President-elect shall hold office until the end of the closing session of the House of Delegates at the next Annual Meeting, at which time he or she shall succeed to the office of President. The President shall assume the office of Immediate Past President upon completion of his or her Presidential term.

2. Officers shall hold office until the installation of their successors.

C. Chief Executive Officer
There shall be a Chief Executive Officer appointed by, and shall hold office at the pleasure of, the Board of Trustees.

ARTICLE II. DUTIES OF THE OFFICERS

A. President
The President shall preside at all General Meetings of the ASSOCIATION and shall be Chair of the Board of Trustees. The President shall appoint, with the advice and consent of the Board of Trustees, all members of Standing and Special Committees of the ASSOCIATION. The President shall present an address at a General Session of the Annual Meeting of the ASSOCIATION and shall perform such other duties as pertain to the office. The President shall be a Voting Member of the Board of Trustees.
B. President-Elect
The President-Elect shall assume all the powers and duties of the President in the absence of the President. The President-Elect shall be a Voting Member of the Board of Trustees.

C. Immediate Past President
The Immediate Past President shall preside at all General Meetings of the ASSOCIATION and of the Board of Trustees in the absence of the President and the President-Elect. The Immediate Past President shall be a Voting Member of the Board of Trustees.

D. Treasurer
The Treasurer shall be elected for a two-year term of office. The Treasurer shall be responsible to the Board of Trustees for supervision of all financial affairs. The Treasurer shall render an annual report of the financial affairs of the ASSOCIATION to the Membership. The Treasurer shall be bonded by the ASSOCIATION, and the Treasurer may be re-elected to office. The Treasurer shall be a Voting Member of the Board of Trustees.

E. Chief Executive Officer
The Chief Executive Officer shall serve as Secretary of the ASSOCIATION, the Board of Trustees and the House of Delegates. The Chief Executive Officer shall be responsible to the Board of Trustees in the exercise of assigned duties and authority for executive and administrative decisions or actions with regard to the continuing management of the ASSOCIATION. The Chief Executive Officer shall manage the publications of the ASSOCIATION. The Chief Executive Officer shall be bonded by the ASSOCIATION. The Chief Executive Officer is a non-voting Member of the Board of Trustees.

F. Vacancy
A vacancy in the office of President shall be filled by the President-Elect. Should the offices of President and President-Elect both become vacant, the position of President shall be filled by an Active Member elected by the Board of Trustees with a two-third (2/3) majority vote. A vacancy in the office of President-Elect may be filled by an Active Member of the Association elected by the Board of Trustees with a majority vote. The term for President-Elect, if elected by the Board of Trustees, shall be effective only until the next regular election, at which time the Membership shall elect both a President and a President-Elect. Vacancies in any other office shall be filled by the Board of Trustees by a majority vote.

G. House of Delegates Officers
The duties and terms of the House of Delegates Officers, Speaker and Speaker-Elect are defined elsewhere in these Bylaws.
ARTICLE III. DUTIES AND TERMS OF THE BOARD OF TRUSTEES

A. Composition
The Board of Trustees shall be composed of the President; President-Elect; Immediate Past President; Treasurer; Speaker and Speaker-Elect of the House of Delegates; Chief Executive Officer of the ASSOCIATION; six (6) Trustees elected from among the Active Members of the ASSOCIATION subject to the limitations set forth elsewhere in these Bylaws, and one (1) Student Pharmacist Trustee elected from among the Academy of Student Pharmacists Special Interest Group annually as established by Board of Trustees policy.

All members of the Board of Trustees shall be Voting Members, with the exception of the Chief Executive Officer.

B. Trustees – Terms of Office
1. Six (6) Trustees shall be elected from among the Active Members of the ASSOCIATION.

2. The term of office for Trustees shall be three (3) years. The Trustees terms of office shall be staggered whereby two (2) Trustees are elected every year, with the exception of the initial six (6) Trustees, whose terms shall be subject to staggering. No Trustee may serve more than two (2) consecutive three-year terms. The term of office of each Trustee shall begin at the end of the closing session of the House of Delegates at the Annual Meeting following their election. Trustees shall hold office until the installation of their successors.

C. Student Pharmacist Trustee
1. One (1) Student Pharmacist Trustee shall be elected in a manner as established by Board of Trustees policy.

2. The term of office for the Student Pharmacist Trustee shall be one (1) year and he/she shall hold office until the installation of his/her successor.

D. Powers and Duties
1. Powers. The Board of Trustees shall be vested with full and complete authority to conduct the business of the ASSOCIATION. The Board of Trustees shall fix the dues of the Members and shall select the time and place of the Annual Meeting, Interim Meetings and any Special Meetings of the ASSOCIATION. The Board of Trustees shall determine the fiscal year of the ASSOCIATION for corporate business and shall interpret the Constitution and Bylaws of the ASSOCIATION.

2. Duties. The Board of Trustees shall approve Committees appointed by the President and shall appoint such Committees of the Board which it deems necessary. The Board of Trustees shall establish a budget for the ASSOCIATION and shall determine the salary of the Chief Executive Officer.
The Board of Trustees shall supervise all property, funds and finances of the
ASSOCIATION and shall have control over the ASSOCIATION’s publications.
A report of the Board actions shall be made to the House of Delegates
annually. The Board of Trustees shall perform such other functions as may be
designated in the ASSOCIATION Bylaws or as may be assigned from time to
time by the ASSOCIATION and the House of Delegates.

E. Vacancy
A vacancy in any Board of Trustee position shall be declared in the event that any
of the following occurs: death, disability, resignation, removal for cause,
absenteeism as defined in this Section, or disqualification.

Any member of the Board of Trustees who is absent from two (2) meetings during
the period of one (1) year may be replaced at the discretion of the Board of
Trustees, provided, however, that the Board of Trustees shall declare the office
vacant on the third (3rd) absence of any such Member within any one (1) year.

1. Officers. Vacancies in the office of President, President-Elect, Immediate Past
President, Treasurer and Speaker and Speaker-Elect of the House of
Delegates shall be filled as prescribed in these Bylaws.

2. Trustee. In the event of a vacancy by a Trustee, the Chief Executive Officer
shall notify the membership of such vacancy.

3. The members shall be requested to submit names of Active Members for
replacement to the Board of Trustees. The Board shall appoint one (1) from
among the names submitted to fill the remainder of the term. In the event that
no names are submitted for appointment within 45 days of notification of the
vacancy, the Board of Trustees shall appoint, by majority vote, an Active
Member to fill the remainder of the term.

F. Meetings and Quorum
1. Meetings. The Board of Trustees shall meet at such times as it may
determine, or at the call of the President, or at the call of a quorum of the
Board of Trustees, or as otherwise specified.

2. Quorum: A quorum for the transaction of business shall consist of one (1)
more than fifty (50) percent of the qualified Voting Members of the Board of
Trustees.

G. Executive Committee
The Executive Committee shall be a Committee of the Board, and shall consist of
the officers of the ASSOCIATION. The Executive Committee shall be empowered
to act on behalf of the Board of Trustees between Board meetings. Such actions
shall be submitted to the Board at its next regular meeting for a decision, when
appropriate, on whether to continue, change or terminate any action initiated. The
Board of Trustees shall delegate the process of evaluating the Chief Executive
Officer to the Executive Committee who shall be deemed the Evaluation Committee for this purpose. The Executive Committee shall perform other duties as the Board may assign to it.

CHAPTER III - BALLOTING AND ELECTIONS

ARTICLE I. AMENDMENTS TO CONSTITUTION AND BYLAWS
The procedures in this Chapter shall apply to amendments to these Constitution and Bylaws.

ARTICLE II. ELECTIONS OF OFFICERS AND TRUSTEES

A. Nominations
Except as otherwise may be provided for in these Bylaws, candidates for election of ASSOCIATION Officers and Trustees shall be nominated by an Elections Committee as may be established by Board of Trustees policy.

ARTICLE III. ELECTION PROCEDURE

A. Method of Voting
Except as otherwise provided in these Bylaws, all elections shall be by mail or electronic ballot in accordance with the procedures of this article.

B. Elections
A schedule for the election shall be prepared by the Chief Executive Officer and approved by the Elections Committee. Notice of the election shall be communicated to all Members qualified to vote. The notice may be part of a regular or special communication from the Association and shall include: Information on voting procedures; how to access candidate information and other elections material; and an option to have these materials, including a ballot, mailed upon request. Voting shall remain open for a period of 30 calendar days. Only ballots received by the close of the voting period will be counted. The failure of a Member to receive a ballot shall not invalidate the election.

C. Tabulation
Ballots shall be tabulated under the direction of the Elections Committee. The Elections Committee shall certify the results of the election to the Board of Trustees. The results of the election shall be communicated to the Membership.

D. Tie Vote
In the case of a tie vote, a run-off election shall be held in the House of Delegates at the first session of the House following the election. The candidate receiving the majority vote of the Delegates present shall be declared duly elected.
E. Eligibility
Active Members shall be entitled to one (1) vote on all general ASSOCIATION matters, which may include but is not limited to; Officers, Trustees, Bylaws revisions, or policies of the ASSOCIATION. Active Members of a Special Interest Group shall be eligible to vote on issues or positions in any Special Interest Group in which they are a member. Active Members who hold membership in multiple Special Interest Groups shall not be entitled to more than one vote on any general ASSOCIATION matter.

CHAPTER IV - HOUSE OF DELEGATES

ARTICLE I. COMPOSITION
The House of Delegates shall be composed of accredited representatives of the following organizations and of certain Members listed below. All Delegates shall be Active, Student Pharmacist, Pharmacy Technician, or Student Pharmacy Technician Members of the ASSOCIATION during their terms.

A. Each affiliated local association shall be entitled to two (2) Delegates for up to the first fifty (50) Active Members of both the ASSOCIATION and the affiliated local associations and one (1) additional Delegate for each additional twenty-five (25) Active Members or major fraction thereof.

B. Each affiliated Student Chapter shall be entitled to two (2) Delegates for up to the first one hundred (100) Student Members and one (1) additional Delegate for each additional fifty (50) Student Members or major fraction thereof.

C. Each recognized Special Interest Group shall be entitled to one (1) Delegate.

D. Each non-affiliated association recognized by a two-thirds (2/3) vote of the Board of Trustees shall be entitled to two (2) Delegates.

E. The Officers and Members of the Board of Trustees shall, during their term of office, serve as Voting Members of the House of Delegates.

F. Past Presidents and Past Speakers shall be Voting Members of the House of Delegates. However, Past Presidents who have also served as Speaker of the House of Delegates shall be entitled to only one (1) vote.

ARTICLE II. DUTIES

A. It shall be the function of the House of Delegates to interpret the objectives of the ASSOCIATION as stated in the Constitution and to serve as the professional policy-making body of the ASSOCIATION.
B. The House of Delegates shall consider all appropriate proposals submitted from the Board of Trustees, constituent bodies represented in the House, Standing and Special Committees, and Delegates.

C. The House of Delegates shall adopt Bylaws for the conduct of its business which shall not be in conflict with the Constitution and Bylaws of the ASSOCIATION.

ARTICLE III. SEATING AND TENURE

A. The President of each local association, a representative of each Student Chapter, and the Chair of each Special Interest Group represented in the House of Delegates shall certify to the Secretary of the House of Delegates, no later than thirty (30) days prior to the Annual Meeting, the names and addresses of each appointed or elected Delegate.

B. Each Delegate shall be elected or appointed for a term of one (1) year.

C. Each organization represented in the House of Delegates shall name Alternate Delegates who shall serve in the absence of the Delegates.

D. Membership in CPhA and in each affiliated local association, Student Pharmacist Chapter or Special Interest Group shall be determined by the Secretary of the House of Delegates in order to verify the number of Delegates allotted to each respective delegation.

ARTICLE IV. OFFICERS

A. Organization
The Officers of the House of Delegates shall be Speaker, Speaker-Elect and Secretary of the House of Delegates. The Chief Executive Officer of the Association shall serve as Secretary of the House of Delegates.

B. Nomination
The House of Delegates Nominating Committee, hereinafter referred to as the House Nominating Committee, shall present a candidate slate for the office of Speaker-Elect.

C. Election
The Speaker-Elect of the House of Delegates shall be elected at the Annual Meeting of the House of Delegates as specified in the House of Delegates Bylaws.

D. Installation
The Speaker-Elect shall be installed at the same meeting of the House of Delegates at which he or she is elected. The Speaker-Elect shall serve until the
end of the next Annual Meeting of the House of Delegates, at which time the Speaker-Elect shall assume the office of Speaker of the House of Delegates.

E. Duties
The Officers shall be responsible for determining the programs for all meetings of the House of Delegates. The Speaker shall appoint such Committees of the House as deemed necessary to carry out the functions of the House.

ARTICLE V. COMMITTEES OF THE HOUSE
A. The House Nominating Committee
The Speaker of the House shall appoint a House Nominating Committee consisting of seven (7) Delegates. It shall be the duty of this Committee to select the candidates for Speaker-Elect of the House of Delegates and Delegates to meetings of other professional organizations in accordance with the House Bylaws.

ARTICLE VI. MEETINGS AND QUORUM
A. Meetings
The House of Delegates shall meet at each Annual Meeting of the ASSOCIATION and at such Interim Meetings as necessary to conduct the business of the House of Delegates. The House may also be called into Special Session at any time if determined by the Board of Trustees and the Officers of the House of Delegates or upon the written request of one-third (1/3) of the allotted Delegates.

B. Quorum
The presence of one-third (1/3) of the allotted Delegates at any Regular or Special Session shall constitute a quorum.

CHAPTER V—AFFILIATES

ARTICLE I. FORMAL AFFILIATION
A. Eligibility
The Board of Trustees may extend formal affiliation to any professional society or Student Chapter requesting such affiliation in accordance with these Bylaws and such procedures as may be established by the Board. Each such affiliation request shall certify that:

1. At least a majority of its Voting Members request affiliation with the ASSOCIATION.

2. Only Pharmacists or Student Pharmacists as defined in these Bylaws are eligible to vote or hold elective office in the society requesting affiliation.
3. The society’s Constitution and Bylaws shall not be in conflict with the Constitution and Bylaws of the CALIFORNIA PHARMACISTS ASSOCIATION.

4. The society must have a minimum of twenty-five (25) Active or Student Pharmacist Members, and its geographical boundaries must be approved by the Board of Trustees.

ARTICLE II. PROCEDURE

A. Applications
All applications for formal affiliation shall be forwarded to the Chief Executive Officer, who shall investigate each application in accordance with the rules prescribed by the Board of Trustees and shall, thereinafter, refer said application, together with the recommendation, to the Board for final action. An affirmative vote by a majority of the Board shall extend affiliation to such applicant.

B. Student Pharmacist Chapters
A Student Pharmacist Chapter of the ASSOCIATION may be established and chartered by the Board of Trustees upon the petition signed by not less than fifteen (15) Student Pharmacists in good standing, matriculated in a California College, School, Department or Division of Pharmacy holding membership in the American Association of Colleges of Pharmacy or accredited by the Accreditation Council for Pharmacy Education. The petition of such Student Pharmacists shall be recommended in writing by at least three (3) members of the faculty of the California College, School, Department or Division of Pharmacy in which the Student Pharmacists are enrolled.

ARTICLE III. PRIVILEGES OF AFFILIATED SOCIETIES
Any society or student chapter granted formal affiliation in accordance with this Chapter will thereafter be granted seating in the House of Delegates in accordance with these Bylaws. Said societies will be recognized as representatives of the pharmacists and/or student pharmacists and/or pharmacy technicians in the area served by the affiliated society. The ASSOCIATION will extend, to all affiliated societies, assistance, services and all other benefits that can be made available within budgetary limitations.

ARTICLE IV. CANCELLATION OF AFFILIATION
Affiliated status may be withdrawn by the House of Delegates on the recommendation of the Board of Trustees for failure to comply with the Constitution and Bylaws of the ASSOCIATION or for violation of the requirements of this Chapter or for failure to meet such additional requirements as may be established by the Board of Trustees.
ARTICLE V. RECOGNITION OF NON-AFFILIATED ASSOCIATIONS
Recognition may be granted to non-affiliated associations according to the procedures established by the Board of Trustees.

CHAPTER VI—MEETINGS

ARTICLE I. GENERAL MEETINGS

A. Annual Meeting
   The ASSOCIATION shall hold an Annual Meeting during each fiscal year at a time and place approved by the Board of Trustees. In addition, the ASSOCIATION may hold such interim Meetings as may be required to conduct the business of the ASSOCIATION. The Membership shall be notified by a regular or special communication at least sixty (60) calendar days in advance of any Annual Meeting.

ARTICLE II. SPECIAL MEETINGS

A. Special Meetings
   Special Meetings of the members may be held at any time and place for any purpose or purposes, unless otherwise prohibited by statute, on call of the President with the concurrence of a majority of the board of Trustees, or within ninety (90) days of receipt of a written petition which includes the purpose of the meeting signed by not less than ten (10) percent of the Active Members. The President shall send a notice to Active Members at least thirty (30) calendar days in advance of any Special Meetings, which shall include the time, place, and purpose of the meeting. Failure of a member to receive the notice of a Special Meeting shall not invalidate any such proceedings.

B. Voting at Special Meetings
   1. Eligibility. Each Active member of this Association shall be entitled to one (1) vote on each matter submitted to a vote of the Members.

   2. Quorum. The presence of one-third (1/3) of the Active Members shall constitute a quorum at any such meeting. Voting on all matters shall be by majority vote.


CHAPTER VII—COMMITTEES

ARTICLE I. COMMITTEES
Pursuant to these Bylaws, the ASSOCIATION shall maintain an Executive Committee. In addition, the ASSOCIATION shall maintain an Audit Committee, the purpose of which
is to oversee an external review of the ASSOCIATION audited financial statements as well as monitor the financial internal controls of the ASSOCIATION.

The President shall appoint, with the approval of the Board of Trustees, the Audit Committee and other such Committees deemed necessary to carry on the work of the ASSOCIATION. Unless otherwise specified in these Bylaws, each Committee’s title, size, duration, composition, duties, and terms shall be pursuant to Board approval.

Any Committee proposing ASSOCIATION policy shall submit such reports to the House of Delegates for approval.

ARTICLE II. LIMITATIONS ON AUTHORITY
No Committee or Member thereof of this ASSOCIATION may at any time, unless with prior written authority of the Board of Trustees, make any statement purporting to bind this ASSOCIATION or any of its Members, nor purporting to describe the activities of this ASSOCIATION in relation to any of the matters referred to such Committee. No Committee action shall become official until approved by the House of Delegates or Board of Trustees.

ARTICLE III. JUDICIAL BOARDS

A. The President shall appoint and convene a Judicial Board from time to time as may be required.

B. A Judicial Board shall consist of five (5) Active Members, who shall serve until final disposition of the matter(s) for which the Judicial Board was convened, or until discharged by the President. A vacancy on a Judicial Board shall be filled by an Active Member selected by the President to fill the remainder of the unexpired term.

C. A Judicial Board shall be responsible for hearing and deciding any complaint for unprofessional conduct made against any Member and may render upon request, or its own motion, advisory opinions relating to interpretation of the ASSOCIATION’s Code of Ethics.

D. When it appears that a Member has violated the obligations of the Constitution or Bylaws or the ASSOCIATION’s Code of Ethics, the Judicial Board assigned to adjudicate the matter shall provide to the Member written notice of the charges against the Member and an opportunity for a fair hearing. The Judicial Board shall promptly submit to the Board of Trustees a written report of its findings of fact, conclusions and proposed sanctions, if any.

E. The Board of Trustees shall review the record of the Judicial Board proceeding and may affirm, reverse or modify the decision of the Judicial Board. The decision of the Board of Trustees shall be final and binding on all interested parties.
CHAPTER VIII—SPECIAL INTEREST GROUPS

ARTICLE I. OBJECTIVES
There shall be established within the ASSOCIATION Special Interest Groups. The number, area of activity and nomenclature of such Special Interest Groups shall be determined by the Board of Trustees. The Board of Trustees may establish Special Interest Groups for all categories of Members of the ASSOCIATION. Special Interest Groups shall exist for the following purposes:

1. To provide members practicing in specialized areas of pharmacy practice a forum for sharing ideas, knowledge, experiences and ongoing interaction.

2. To provide expertise to the ASSOCIATION in specialized areas of pharmacy practice.

3. To serve as a resource for CPhA advocacy and publications.

ARTICLE II. MEMBERSHIP
Any member of the CALIFORNIA PHARMACISTS ASSOCIATION who is interested in advancing the special services, benefits and interests of a Special Interest Group shall be eligible for Special Interest Group membership. Unless otherwise specified in these Bylaws, only Active Members of the Special Interest Group shall be eligible to vote on issues or positions to be determined by the Special Interest Group. No additional dues for Special Interest Group membership shall be charged to Members.

ARTICLE III. STRUCTURE
Unless otherwise specified in these Bylaws, the following shall apply: Each Special Interest Group shall be governed in a form and manner as determined by each Special Interest Group, except that each Special Interest Group shall elect one (1) of its Members to serve as Chair.

A. Vacancy in Chair Position
A vacancy in any Special Interest Group Chair position shall be declared in the event that any of the following occurs: death, disability, resignation, removal for cause, absenteeism as defined in Section one (1) below, or disqualification, which shall include but not be limited to the Chair no longer belonging to that Special Interest Group.

1. Absenteeism. A Special Interest Group may declare a Chair’s office vacant after such Chair has been absent from two (2) Special Interest Group meeting within any twelve (12) month period.

2. Filling vacancies. In the event of a vacancy in the Special Interest Group Chair position, the Chief Executive Officer shall notify the membership of the Special Interest Group. The Special Interest Group in which there is a vacancy shall be requested to submit to the Board of Trustees a list of Active Members.
to fill the vacant position. The Board of Trustees shall appoint one from among the list submitted to fill the remainder of the term. In the event that the Special Interest Group does not submit a name for appointment within 45 days of notification of the vacancy, the Board of Trustees may appoint, by majority vote, a member of such Special Interest Group to fill the remainder of the term, or may choose to leave the position vacant until the next annual election.

B. Student Pharmacists
An Academy of Student Pharmacists (ASP) shall be a Special Interest Group of the ASSOCIATION as defined elsewhere in these Bylaws. The ASP Special Interest Group shall be governed by a Board of Directors consisting of one (1) Student Pharmacist from each affiliated Student Chapter as defined in these Bylaws. The term of office for Student Representatives shall be one (1) year and they shall hold office until the installation of their successors. Student Pharmacists will be represented in the ASSOCIATION House of Delegates as described elsewhere in these Bylaws.

C. Pharmacy Technicians
The Pharmacy Technician Special Interest Group shall consist of Pharmacy Technician Members and may include Student Pharmacy Technician Members as established by Board of Trustees policy. The Pharmacy Technician Special Interest Group will be represented in the ASSOCIATION House of Delegates in a manner that is the same as for all other Special Interest Groups described in these Bylaws.

D. Special Committees
Subject to the approval of the Board of Trustees, any Special Interest Group may appoint special committees to assist in fulfilling the objectives of the Special Interest Group.

ARTICLE IV. FINANCES
The budget for each Special Interest Group shall be incorporated into the ASSOCIATION’s annual budget for the fiscal year. Any funds generated from the Special Interest Group shall become part of the ASSOCIATION’s general fund, unless otherwise approved by the Board of Trustees.

CHAPTER IX—MISCELLANEOUS

ARTICLE I. PROPERTY, FUNDS AND FINANCES
All ASSOCIATION monies shall be deposited in financial institutions incorporated under the State Law of California or invested in such manner as determined by the Board of Trustees. All property of the ASSOCIATION shall be held under the direction and specification of the Board of Trustees. The ASSOCIATION is entitled to receive grant
monies from any source to conduct programs or studies to further the objectives of the Constitution and Bylaws.

ARTICLE II. RULES OF ORDER-ORDER OF BUSINESS
The Rules of Order for this ASSOCIATION and its House of Delegates, not provided for in the Constitution and Bylaws, shall be Robert’s Rules of Order (as revised). The Order of Business for Meetings of the ASSOCIATION shall be such as prescribed by the Board of Trustees.

ARTICLE III. MEETINGS BY TELEPHONE OR OTHER COMMUNICATION TECHNOLOGY
Members of the corporation may participate in a meeting through use of conference telephone, electronic video screen communication or electronic transmission by and to the corporation. Participation in a meeting through use of conference telephone or electronic video screen communication pursuant to applicable law constitutes presence in person at that meeting as long as all members participating in the meeting are able to hear one another. Participation in a meeting through use of electronic transmission by and to the corporation, other than conference telephone and electronic video screen communication, pursuant to applicable law constitutes presence in person at that meeting if both of the following apply:

1. Each member participating in the meeting can communicate with all of the other members concurrently.

2. Each member participating is provided the means, in all matters before the ASSOCIATION, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation.
CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of California Pharmacists Association, a California Nonprofit Mutual Benefit Corporation, and that the foregoing bylaws, consisting of 17 pages, are the amended and restated bylaws of this corporation as adopted by the membership on December 15, 2016.

Executed on December 15, 2016 at Sacramento, California.

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Jon R. Roth, Secretary