

American Association of Indian Pharmaceutical Scientists (AAiPS) The Constitution

Article I Name

Section 1 The name of the organization shall be the American Association of Indian Pharmaceutical Scientists (AAiPS), hereinafter referred to as the Association.

Article II

Section 1 The Association shall be an organization of individuals of Indian origin or with interest in Indian subcontinent who are pharmaceutical and healthcare professionals who have interest in pharmaceutical activities in North America

Section 2 North America represents United States of America and Canada.

Article III

Section 1 The objectives of the organization shall be:

Clause 1 To provide a forum and resource for its members to meet and exchange ideas on different disciplines of the pharmaceutical sciences and in areas of healthcare relevant to the pharmaceutical sciences.

Clause 2 Promoting the understanding of the different disciplines of the pharmaceutical sciences in developing countries with special emphasis on India and the Indian subcontinent.

Clause 3 Exploring and fostering career growth and the development of members.

Clause 4 Offer recognition of individual or group achievement in different disciplines of the pharmaceutical sciences and in areas of healthcare.

Article IV Membership

Section 1 The Association shall have the following categories of members:

Clause 1 **Annual Member:** Any individual in good standing who supports the objectives of the Association and is willing to contribute to the achievement of those objectives is eligible to become a regular member. An annual member shall pay the membership due on a calendar year basis.

Clause 2 **Life member:** Any individual in good standing who supports the objectives of the Association and is willing to contribute to the achievement of those objectives is eligible to become a Life Member. A Life Member shall pay a one time membership due.

- Clause 3** **Patron Member:** Any individual or organization that supports the objectives of the Association may become a Patron member on payment of a donation. The amount of donation and the tenure of the Patron Member will be determined by the Executive Committee. A patron member will have no voting rights in the Association.
- Clause 4** **Honorary Member:** The Association, upon approval of the Executive Committee, may confer the honorary membership on a person who has made a significant contribution towards the achievement of the stated objectives of the Association or to any of the different disciplines of the pharmaceutical sciences or any area in healthcare. An honorary member will have no voting rights in the Association.
- Clause 5** **Student Member:** Any individual who is a bonafide student of any academic institution is eligible to become a Student Member. A student member will pay the student membership due on a yearly basis.
- Section 2** **Membership Dues:** Membership dues shall be determined by the Executive Committee
- Section 3** **Termination of Membership:** Any member may voluntarily terminate membership by a written notice to the Association. The Association may terminate the membership of any member for failure to pay dues. The Association may terminate the membership of any member who indulges in unprofessional activities detrimental to the Association. Such termination shall be determined by the Executive Committee of the Association, who shall accordingly inform the member.
- Section 4** **Reinstatement of Membership:** A terminated membership can be re-instated upon assurance of payment of dues in a timely manner or an assessment by the Executive Committee that the member's unprofessional activities detrimental to the Association will cease.
- Section 5** **Membership Benefits and Services:** Membership benefits and services shall be those determined from time to time by the Executive Committee. The Executive Committee may add, delete or adjust membership benefits and services, as it deems necessary for the furtherance of the Association.

Article V Organization and Administration

- Section 1** **The Executive Committee:** The Association shall have an Executive Committee, which shall have the final authority in the management of the Association.
- Clause 1:** The Executive Committee shall provide the general policy guidelines as necessary. The Executive Committee shall review all proposals to amend the constitution and the By-laws of the Association and shall have the final authority to interpret the Constitution and the By-laws. The Executive Committee shall have the authority to approve the annual budget.
- Clause 2:** The Executive Committee shall meet at least once in a quarter.

Section 2 Officers of the Association:

Clause 1: The administration of the Association shall be vested on the Executive Committee which will consist of the officers of the Association. The officers will be the President, the President elect*, the Vice President, the Secretary, the Treasurer, the immediate two Past Presidents, elected chairs of Chapters, and up to three Members-at-Large.

Clause 2: The President, the President-elect*, the Vice President, the Treasurer and the Secretary shall be elected by the entire membership of the Association. Up to three Members-at-Large will be appointed by the President with the consensus of the Executive Committee.
The President, the President-elect* and the Vice President will serve for a term of two years. The Members-at-Large will serve for two year term, but their period can be extended to one more term at the discretion of the Executive Committee. The Treasurer and the Secretary shall serve for a period of four years. The Treasurer may be re-elected for an additional term of four years.
***The proposal is that effective January 1, 2006, the position of President-elect will be eliminated from the Executive Committee of the Association.**

Clause 3 The duties of the officers shall be as specified in the By-laws.

Section 3 Chapters:

Clause 1 A Chapter shall be a unit of the Association comprising a group of at least 10 members of the Association residing in a contiguous geographical region. A Chapter may be organized upon the approval of the Executive Committee.

Clause 2 A Chapter shall elect a Chair, Vice-chair, Secretary, and a Treasurer. Elected Chairs of all Chapters will become a member of the EC.

Clause 3 The Chair, Vice-chair, Secretary, and Treasurer of a Chapter shall be elected by the members of the Association belonging to the region and shall serve a term of two years. They may be eligible for re-election for a period of two additional years.

**Article VI
Committees and Subcommittees.**

Section 1 The President shall appoint any Committee or Subcommittee as deemed necessary. The objective, tenure and power of such Committees or Subcommittees shall be clearly defined in writing by the President at the time of appointment.

Section 2 All Committees and Subcommittees created by the Association shall report to the Executive Committee for approval of its actions.

Section 3 Upon the discretion of the President, a Management Team can also be formed as necessary. This Management Team will consist of all Executive Committee members and Chairs of the Appointed Committees.

**Article VII
Interpretation of the Constitution**

Section 1 All proceedings under this Constitution including those of the Executive Committee and the Committees shall be governed by the provisions of this Constitution and the By-laws.

Section 2 In the event there are disputes in the interpretation of the Constitution or the By-laws, the judgment of two-third majority of the Executive Committee shall govern.

**Article VIII
Amendment of the Constitution and the By-laws.**

Section 1 The power to amend, alter, or repeal this Constitution or the By-laws shall be vested in the General Body of members. Such action may be taken by voting in a General Body meeting or through mail.

Section 2 Proposal to amend the Constitution or By-laws shall be submitted to the Executive Committee in writing and duly seconded by members of the Association. The proposals upon approval by the Executive Committee with a simple majority vote shall be presented to the General Body of membership for voting.

Section 3 Approval of two-thirds of the entire membership in good standing shall be required to amend the Constitution and the By-laws. No written response to a certified mail will be considered a positive response to the proposed amendments and changes. If more than one-third of the paid membership responds negatively in writing, then the proposed changes will not be adopted.

**Article IX
Dissolution**

Section 1 Motion to consider Dissolution: A two-thirds majority of the Executive Committee or twenty five percent (25%) of the members in good standing by petition may request the President for a motion to consider dissolution of the Association. The President shall circulate the motion to all members within thirty days of receipt of the said petition. Any motion for dissolution must be approved by two-thirds of the entire membership in good standing. Alternately, a motion to dissolve may be passed in a General Body Meeting, provided the members who favored dissolution constitute 67% of the quorum of the members in attendance. A quorum for this activity must be at least 40% of the entire membership in good standing.

Section 2 Upon passage of the motion to dissolve, the existing officers shall remain in office until the dissolution is complete. The Executive Committee shall cause all debts of the Association to be discharged to ensure compliance with all legal requirements. Any remaining assets of the Association shall be liquidated and donated to any of the worthy causes outlined in the objectives of the Association.

**American Association of Indian Pharmaceutical Scientists
(AAiPS)
The By-laws of the Constitution**

**Article I
Meetings**

- Section 1** There shall be at least one **annual meeting** of the Membership of the Association at time, day and place as determined by the Executive Committee. The meeting(s) may be held to coincide with the annual meeting of the American Association of Pharmaceutical Scientists.
- Section 2** **Special Meeting:** Special meetings of the membership may be called at any time by the majority of the office bearers or by the President for any specific purpose. The President shall also call such special meeting if so requested by a petition signed by at least 10 % of the members in good standing. Business conducted in such special meetings shall be confined to the purpose(s) stated in the notice of the meeting.
- Section 3** **General Body Meeting Notification:** Meeting announcement can be sent by e-mail, mail or newsletter well in advance of the meeting. Each notice shall state the place, day, time and a brief topic of the meeting.
- Section 4:** **Quorum:** The physical presence in person of at least one eighth of the total membership shall constitute a quorum for transaction of business other than election of officers; amendment of the Constitution and the By-laws; and dissolution of the Association.
- Section 5:** Meeting of members shall be presided over by the President or, in his/her absence, by the Vice President, Secretary or Treasurer in that order of preference. If none of the office bearers are present, then a chairperson shall be elected at the meeting.
- Section 6:** Each annual member and life member who has been a member in good standing for at least six months shall be entitled to one vote. A new member shall be deemed to be a member in good standing from the date of payment of membership dues.
- Votes may be cast in person or by proxy appointed by and instrument, in writing subscribed by such members, and bearing a date not more than 30 days prior to a meeting. A proxy shall be dated and should reach the Association office no later than 7 days prior to the meeting date. All questions will be decided by a majority of the votes cast at a duly constituted meeting, except otherwise provided by the By-laws or the Constitution. To protect the rights of absentee members, votes of all members shall be taken on elections, amendments of the Constitution and the By-laws, and dissolution of the Association.

**Article II
Officers and Duties**

- Section 1:** **President:** The President shall be the Chief Executive Officer of the Association and shall have the overall supervision of the affairs of the Association. He/She shall preside on all meetings of members or of the Executive Committee; he/she shall have the power to appoint all standing and temporary action oriented committees in accordance with Articles V and VI of the Constitution.
- Section 2:** **Vice President:** In the absence of the President, the Vice President shall assume the duties of the President. As the No. 2 officer of the Association, he/she may; perform such duties as may be assigned by the Executive Committee or the General Body of members. In the absence of the President or Vice President, the Executive Committee shall nominate one of the members of the Executive Committee to assume the duties as an acting President.
- Section 3:** **Secretary:** The Secretary shall organize, attend, and conduct all meetings of members and the Executive Committee and write the minutes of the meetings. He/she shall perform organizational duties as usually pertain to his/her office or may be delegated by the Executive Committee. He/she shall maintain all records of the Association.
- Section 4:** **Treasurer:** The Treasurer shall have the custody of all funds and securities of the Association and shall keep full and accurate accounts of receipts and disbursements.
- He/she shall submit to the President and the Executive Committee, whenever so requested, an account of transactions and financial statement of the Association. The Treasurer shall get books and accounts audited/certified on a periodic basis based up on request of the Executive Committee, and upon completion of his/her term of office, submit to an examination of books and accounts of the Association if requested by the Executive Committee.
- Section 5:** **Removal of Office Bearers:** Any Office Bearer may be removed from his/her office by a simple majority of votes in a General Body Meeting or via mail/e-mail voting.
- Section 6:** The Officers shall not be entitled to any stated compensation for their services as such. However, out of pocket expenses such as printing and mailing, incurred for the Association shall be reimbursed.
- Section 7:** The President shall maintain a permanent file containing important documents, adopted resolutions, notes, instructions, agreements and disagreements on any issue, information, etc. of permanent nature and shall pass it on to the next President for continuity of knowledge and action.

**Article III
Election and Term of Office**

Section 1: The Officers of the Association, i.e. the President, the President elect*, the Vice President, the Secretary and the Treasurer shall be elected by the entire membership and should be members of the association in good standing. The President shall be an individual of Indian origin.

Comment [SC1]: The President should be an individual of Indian origin

Section 2: The Officers shall serve for a period of two years other than the Treasurer and Secretary. The Treasurer and Secretary shall serve for a period of four years. is the Treasurer is eligible for re-election for an additional period of four years.

Section 3: A three (3) member Nomination Committee shall be appointed by the President in consultation with the Executive Committee for starting the election process at least five months before the forthcoming Annual Meeting of the General Membership.

Section 4: The Nomination Committee shall seek nomination at least three months before the forthcoming Annual Body Meeting for election in the form of a newsletter or a special mailing. The nominated slate will be presented to the general membership about six weeks before the Annual Meeting if there is more than one candidate for any position. The Nomination Committee will conduct the election. The nomination committee will present the slate of elected officers to the EC for approval at least one week before the Annual Meeting.

Section 5: In the event of a vacancy due to resignation, removal from office, disability, or death, the President, with approval of the Executive Committee, may appoint a successor to hold office for the unexpired portion of the term of office.

Section 6: In case nominations could not be obtained or elections could not be conducted as specified in Section 3 above, due to any extraordinary circumstances, the officers shall continue to hold offices as per section 2 above. If the officers are unable to continue on recommendations from the Executive Committee, the General Body Meeting shall elect the new officers.

Section 7: The newly elected officers shall assume office within a month from the date of the Annual General Body Meeting.

Article IV Qualification of Officers

Section 1: Any person who has been a Regular member or Life member in good standing for at least six months prior to election, is eligible to become an officer of the Association.

Section 2: No officer other than the Treasurer and Secretary shall be elected for more than one consecutive term. However, after a lapse of two terms an officer may be re-elected.

Article V

Meetings of the Executive Committee

- Section 1:** The Executive Committee shall meet at least once every quarter.
- Section 2:** The Executive Committee may hold additional meetings by telephone or other electronic device.
- Section 3:** Notice of meetings shall be given to all members of the Executive Committee at least three days prior to the time of such meetings.
- Section 4:** Simple majority of the Executive Committee shall constitute a quorum of meeting of the Committee. If a member of the Executive Committee is unable to attend a meeting, he/she may appoint a representative.

Article VI Finance

- Section 1:** The membership year of the Association shall commence on January 1 and end on December 31 of the same year. Any member becoming an annual member any time during the year shall pay full membership for that year. His/her membership shall have to be renewed again by January 1, the following year, except for those who pay the dues in the 4th Quarter of the year, i.e. dues paid on October 1 or later will entitle the person to be a paid member for the entire following year.
- Section 2:** All funds of the Association shall be kept on deposit in a bank approved by the Executive Committee.
- Section 3:** All negotiable instruments drawn by the Association shall be signed by the Treasurer or by the President.
- Section 4:** Funds shall be raised from membership dues, donations and by sale of articles.

Article VII Publications

- Section 1:** The Executive Committee will publish regular newsletters. For that purpose, the Executive Committee may also appoint an Editor and an Editorial Board which will oversee the continuation of its high standard.

Article VIII Indemnification and Liability

- Section 1:** Any person made a party to any action suit, or legal proceeding by reason of the fact that he or she, his or her testator or intestate, is or was a member of the Executive Committee, shall be indemnified by the Association against any reasonable expenses

including the attorney's fees actually and necessarily incurred in connection with the defense of such action suit or legal proceeding. Any person party to such a suit or proceeding shall further be indemnified by the Association for any judgment or liabilities resulting thereof.

Section 2: The member of the Association or of the Executive Committee shall not be liable for the Association's obligations.

**Article IX
Official Emblem**

Section 1: The official emblem of the Association or any changes in it shall be approved by the Executive Committee.

**Article X
Rules of Order**

Section 1: Traditional parliamentary rules of order as followed in the United States of America shall govern the proceedings of all meetings of the Association except as provided in the Constitution and the By-laws. Moreover, the proceedings of the Association shall be governed by and according to the latest provisions of Robert's Manual of Parliamentary Rule.

**Article XI
Financial Support for a Chapter**

Section 1: It is expected that a Chapter would be financially self supporting. However, to support the formation of a Chapter, the Association, after deliberation and agreement within the Executive Committee, will provide appropriate seed money to cover the cost of initial organizational meetings and related expenses. For this to happen, the total estimated cost of this grant must be discussed between the Executive Committee and the organizational leaders of the proposed chapter prior to the activities that involve expenses that would need reimbursement.

**Article XII
Obligations of a Chapter**

Section 1: Following formation of a Chapter, its office bearers will be responsible for documenting their activities, incomes and expenses and provide a written report to the Secretary of the Association on a regular basis, e.g. semi-annually or annually. Any By-laws of the chapter will be duly ratified through the Association Executive Committee.

Section 2: A Chapter will operate in a manner similar to the operation of the Association in that it will conduct regional meetings on a periodic basis, provide a forum for networking,

etc. A Chapter also ensures that its activities are within the framework of the Association constitution and in no way will it have any adverse impact on the Association, such as fund collection procedures, use of Association name for profitable reasons, holding of Chapter meetings in conflict with national meetings etc. Any official communication outside of the regional membership activities will be cleared through the Executive Committee of the Association. Any publication by the Chapter should be cleared through the Executive Committee of the Association before it is sent out...

Section 3: The Chapter will collect appropriate dues from its membership, i.e. annual, life or student, etc. Proceeds of these fees will be sent to the Treasurer of the Association on a regular basis.

Section 4: The cost of hosting the regional meetings must be supported, to a large extent, by the fund raising activities of the Chapter. This could be done by finding a sponsor for the meeting who would pay whole or part of the cost of the meeting in lieu of their name being mentioned as the sponsor, and/or by charging a reasonable fee to each attendee. The Association can also provide some financial support for regional meetings; however, this must be cleared with the Executive Committee of the Association.