

## **ARTICLE IX. BOARD OF DIRECTORS**

### **Section I. COMPOSITION**

The Board of Directors shall consist of the President, Immediate Past President, President-elect, Secretary, Treasurer, Executive Vice President, elected Directors, Technician Representative, Chair of the New Practitioners Network, Committee/Network Chairs (ex-officio), Student Representatives, and Editor of *KeePosted*.

### **Section II. OFFICERS OF THE BOARD**

The President of the Council shall serve as the Chair of the Board of Directors. The President-elect shall serve as the Vice-Chair of the Board of Directors. The Secretary shall serve as the Secretary of the Board of Directors.

### **Section III. COMMITTEES OF THE BOARD**

The Board of Directors shall designate the following committees to report directly to the Board:

#### **(a) COMMITTEE ON FINANCE**

The Committee on Finance shall consist of at least six (6) members: the President, the Immediate Past President, the President-elect, the Secretary, the Treasurer, and the Executive Vice President. The Committee on Finance shall establish an operating bank account in the name of the Illinois Council of Health-System Pharmacists, maintaining a general ledger which shall individually record the financial details of the Council's activities. The Committee on Finance shall prepare a budget for the period of January 1 to December 31 of the succeeding year and submit it to the Board of Directors for approval. The annual report of the Finance Committee is the annual report of the Treasurer.

#### **(b) EXECUTIVE COMMITTEE**

The Executive Committee shall include the President, Immediate Past President, President-elect, Secretary, Treasurer, and Executive Vice President of the Council. The President shall serve as the committee chairperson. The committee shall meet at least quarterly preceding the Board of Directors meetings, and as deemed necessary by the committee chairperson.

The committee shall be responsible for the appropriate review, fact-finding, and analysis of issues confronting the Council and its Board of Directors. The annual report of the Executive Committee is included as part of the President's Annual Report.

#### **4. NOMINATIONS COMMITTEE**

The Nominations Committee shall solicit from the ICHP membership two candidates for each open office of the Council to be elected during the next

scheduled election. The Committee is chaired by the Immediate Past President and is comprised of the Immediate Past President, Executive Vice President and one representative from each of ICHP's local affiliates. The Committee shall present a slate of candidates scheduled for election to office at the meeting of the Board of Directors at the ICHP Annual Meeting or the Board meeting prior to the Annual Meeting.

#### (d) ANNUAL REPORTS

The Board of Directors may create ad hoc committees and appoint members to conduct activities of the Council at any time. The Chair of any ad hoc committee shall prepare an annual report covering the period between annual meetings of ICHP which shall record all pertinent activities of the committee. It shall be available to the ICHP membership at the Annual Meeting.

### Section IV. STUDENT REPRESENTATIVES

Each student chapter will be represented on the Council's Board of Directors by its President or an elected representative. The student representative shall be elected for a one year term. It will be these individuals' responsibility to coordinate all programs and/or communication between the Board of Directors and the student chapter membership.

The Student Representatives shall each prepare an annual report covering the period between annual meetings of ICHP which shall record all pertinent activities of their respective chapters. The report shall be available to the ICHP membership at the Annual Meeting. They shall be ex-officio members of the Board and shall attend meetings, if their schedule permits. If the student representative is not able to attend a Board meeting, he/she is encouraged to provide a written report.

### Section V. MEETINGS

The Board of Directors shall hold business meetings at least quarterly. The Board shall hold additional meetings at the call of the Chair of the Board or upon the written request of any three (3) Board Members.

### Section VI. QUORUM

The number used to calculate a quorum of the Board will be a simple majority of the voting members of the Board. A quorum must be present for the Board of Directors to conduct business and for the meeting to be considered an official meeting of the Board.

### Section VII. RESPONSIBILITIES

The Board of Directors shall represent the Council as the official voice for members. The Board of Directors shall have charge of the property of the Council, shall have authority to control and manage the affairs and funds of the Council, and shall make decisions regarding the actions of the Divisions of Council Affairs, Committees, Networks, and Officers. The Board shall act on administrative, fiscal, and other matters that are consistent

with these Bylaws. The Board of Directors shall report on action taken on major policy matters at the ICHP statewide meetings or as those decisions occur.