

American Institute of the History of Pharmacy
BYLAWS
(As revised 2011)

Article I. Purposes

The purposes of the American Institute of the History of Pharmacy (herein after described as the "Institute") as stated in the Articles of Organization, may be achieved in the following ways:

Section 1. The Institute may issue publications devoted to the results of research on historical pharmacy, and may issue additional essays that offer the pharmaceutical practitioner helpful and interesting historical information.

Section 2. The Institute may provide a historical information service for the pharmaceutical profession and industry, and may help to inform the public about the development of pharmacy.

Section 3. The Institute may provide a clearinghouse of thought and instruction to help develop and promote the highest possible standards for teaching the history of pharmacy in American pharmaceutical education.

Section 4. The Institute may organize and sponsor historical meetings and exhibits.

Section 5. The Institute may offer historical awards and help scholars carry out projects in which the Institute is directly interested.

Section 6. The Institute may cooperate with endeavors in related fields to make the record of civilization as complete as possible, and may clarify the role of pharmacy within the evolution of the professions and sciences.

Section 7. The Institute may organize such other activities that are consistent with the purposes of the Institute and the interests of Institute members.

Article II. Members

Section 1. The membership of the Institute shall consist of the following classes:
A. Member. Any dues paying individual person, group, firm, or organization interested in the purposes of the Institute shall be a Member, subject to the provisions of Article II, Section 2.

B. Sponsor, Patron, and Contributing Member. Any individual person, group, firm, or organization offering special support to the Institute shall receive special recognition as Sponsor, Patron, or Contributing Member as determined by the Board of Directors. They shall have all the rights and privileges of a Member.

C. Life Member. Any person, group, firm, or organization who pays the sum designated by the Board of Directors. Once this sum is paid, a Life Member shall not be required to pay additional membership dues, and shall have all the rights and privileges of a Member. Life Membership status is no longer being offered by the Institute.

D. Honorary Member. Honorary Membership may be conferred upon any individual person whose activities have contributed significantly to historical endeavors in pharmacy or allied fields, or to pharmacy and its service to society. An Honorary Member shall be nominated by the Board of Directors and elected by a three-fourths vote of individual members present at an annual business meeting. An Honorary Member shall be a Member for life with all rights and privileges of a Member, and shall not be required to pay membership dues.

Section 2. An application for membership shall be accepted unless one or more Institute officers believe the applicant's aim and ideals may not be in harmony with those of the Institute. The Board of Directors shall decide all questions of acceptance by a majority of the votes cast. Membership may be forfeited for reasons deemed sufficient by a majority of the members of the Board of Directors present at any meeting, provided that no membership shall be forfeited, except for non-payment of dues, unless the Member has had an opportunity to present a written or oral statement to the Board of Directors on the Member's behalf.

Section 3. Members may vote at the annual business meeting of the Institute or in any mail ballot sent to all Members, and may participate in such other benefits and activities as are provided to Members. Each group, firm, and organization member shall be entitled to a single vote.

Section 4. Membership dues shall be established by the Board of Directors, and Members shall receive regular publications of the Institute published during the period for which their dues are paid. Annual membership dues shall be payable in advance, and Members in arrears shall be dropped from membership not later than six months after renewal payment is due.

Article III. Officers

Section 1. The officers of the Institute shall consist of a President, a Vice President, an Executive Director, a Secretary, and a Treasurer. These officers shall perform the duties prescribed by Article VII of these Bylaws and the parliamentary authority as specified in Article X of these Bylaws.

Section 2. The President, Vice President, Secretary, and Treasurer shall be elected every second year for a two-year term by a mail ballot of the membership, and there is no limit on the number of two-year terms that these four officers may serve.

Section 3. The Executive Director shall be employed by the Institute on such terms, conditions, and term of service as approved by the Board of Directors.

Article IV. Board of Directors

Section 1. The Board of Directors shall consist of the President, Vice President, Executive Director, Secretary, Treasurer, and two Board of Directors Members At-Large who shall be elected every second year for a term of two years by a mail ballot of the membership. There is no limit on the number of two-year terms that Members At-Large may serve. The Board of Directors shall also include one delegate ex officio without vote from the University of Wisconsin to be selected by the host institution of the Institute's principal office.

Article V. Nomination, Election, and Installation of Officers and Board of Directors Members

Section 1. The Executive Director shall solicit from each Board of Directors member not less than two months prior to the Institute's annual business meeting suggested names of individual members to be considered for nomination as President, Vice President, Secretary, Treasurer, and Two Members At-Large of the Board of Directors. The deadline for receipt of such suggestions shall be not less than one month before the Institute's annual business meeting.

Section 2. A Committee on Nominations to select candidates to be elected by mail ballot of the Institute membership shall be appointed by the President not less than one month before the Institute's annual business meeting. The Committee on Nominations shall consist of three members, one of whom shall be a member of the Board of Directors. The Executive Director shall serve as an ex officio member without vote. The Committee on Nominations shall consider the names of proposed candidates for President, Vice President, Secretary, Treasurer, and two Members At-Large of the Board of Directors, and shall present its nominations to the members of the Institute at the annual business meeting. Additional nominations may be made from the floor of the annual business meeting by any individual member in attendance if seconded by two additional members.

Section 3. The Committee on Nominations shall then submit to the Secretary the slate of candidates as approved by the annual business meeting. Within five months following the annual business meeting, the Executive Director shall send a mail ballot to all Institute Members. Upon return of the ballots by the established deadline, a Committee of Tellers, appointed by the Executive Director, shall supervise the counting of ballots, and the Executive Director shall announce to the membership the results of the election. In case of a tie, the election shall be determined by a majority vote of the Board of Directors.

Section 4. Newly elected officers and members of the Board of Directors shall be installed at the Institute's annual business meeting, and each shall assume office at the conclusion of the last day of the Institute's annual meeting.

Section 5. In the event of resignation or incapacity of the Vice President, Secretary, Treasurer, or Members At-Large of the Board of Directors, the

unexpired term shall be filled by the Board of Directors. In the event of resignation or incapacity of the President, the Vice President shall succeed to the office of President, and the unexpired term of the Vice President shall be filled by the Board of Directors.

Article VI. Duties of the Board of Directors

Section 1. The Board of Directors shall be responsible for the general management of the Institute's property, finances, and programs. The Board of Directors shall establish membership dues; adopt an annual budget; authorize grants-in-aid for historical projects; decide questions of acceptance and expulsion of members; ratify committees and other appointees; fix the time and place of the Institute's annual meeting; and decide questions that for any reason cannot be acted upon at the annual business meeting of the Institute.

Section 2. The Board of Directors shall meet each year in conjunction with the Institute's annual meeting. Additional meetings may be held at the discretion of the Board of Directors. A quorum shall consist of at least four members of the Board of Directors, and business may be conducted by mail or by telecommunications. A majority of the votes cast at a Board of Directors meeting, by mail ballot, or by telecommunications shall decide all questions other than those where a greater proportion is required by these Bylaws.

Section 3. An Honorary President may be nominated by the Board of Directors, and elected for a term of two years by three-fourths vote of Members present at an annual business meeting. An Honorary President shall automatically become an Honorary Member for life following the term of office as Honorary President. The Board of Directors may designate such other honorary positions as may be deemed appropriate.

Article VII. Duties of the Officers

Section 1. The President shall preside at all meetings of the Board of Directors and the Institute's annual business meeting; may deliver an address at the annual business meeting; and shall appoint committees pursuant to the Bylaws, subject to the ratification of the Board of Directors.

Section 2. The Vice President shall, in the absence or incapacity of the President, preside at all meetings of the Board of Directors and the Institute's annual business meeting; shall in the event of permanent incapacity, death, resignation, or expulsion of the President assume the unexpired term of the President; and shall perform such other duties as the President and /or Board of Directors may prescribe.

Section 3. The Executive Director shall be the chief executive officer of the Institute with responsibility for the office and staff of the Institute; serve as editor of the Institute publications; conduct the activities of the Institute including the collection of membership dues; collect all funds and deposit them in the established accounts of the Institute; approve all disbursements in cooperation

with the Treasurer; implement approved Institute activities and programs; represent the Institute with other related organizations; and perform such other duties as the President and/or the Board of Directors may prescribe. The Executive Director shall serve as a member of the Committee of Program and the Membership Committee with vote; serve as an ex officio member of the Committee on Nominations without vote; and report annually to the membership on the activities of the Institute.

Section 4. The Secretary shall keep the minutes of the Board of Directors meetings and the annual business meeting; shall serve as a member of the Committee on Program to arrange sessions and facilities for the Institute's annual meetings; and in conjunction with the Treasurer and Executive Director, shall be responsible for membership recruitment and membership retention activities.

Section 5. The Treasurer shall be responsible for the supervision of all financial affairs and the safe-keeping of Institute funds, including maintaining adequate financial records. The Treasurer shall provide advice to the Executive Director to assure that all monies deposited and paid out are in accordance with procedures authorized by the Board of Directors; and in conjunction with the Secretary and Executive Director shall be responsible for membership recruitment and membership retention activities. The Treasurer shall render regular reports to the Board of Directors and an annual report to the membership based on the fiscal year.

Article VIII. Committees

Section 1. Standing and Special Committees shall function under the jurisdiction and budget of the Institute.

Section 2. The following Standing Committees shall be nominated by the President and ratified by the Board of Directors for a term of two years. Each standing committee shall include at least one member of the Board of Directors.

A. Committee on Awards shall recommend to the Board of Directors recipients of the George Urdang Medal and the Edward Kremers Award, and shall select Certificate of Commendation recipients.

B. Advisory Panel on Historical Activities shall provide expert opinions at the request of the Executive Director on manuscripts, projects, and other activities involving historical judgment.

C. Committee on Program shall arrange for annual meeting programming, and shall consist of the Secretary, the Chairman of the Section on Contributed Papers, and the Executive Director.

D. Historical Studies Committee shall promote research in the history of pharmacy, and teaching the history of pharmacy in the colleges and schools of pharmacy of the United States.

E. Membership Committee shall be responsible for membership recruitment and membership retention activities, and shall consist of the Secretary, Treasurer, and Executive Director.

Article IX. Annual Business Meeting

Section 1. The annual business meeting of the Institute shall be held as part of the Institute's annual meeting at a time and place designated by the Board of Directors. Members shall be notified of the place and time at least thirty days in advance of the annual meeting.

Section 2. The annual business meeting shall receive reports of officers and committees, and shall conduct such business as may come before it. Specific actions limited to an annual business meeting include the election of Honorary Members and Honorary President when nominated by the Board of Directors; receive the report of the Committee of Nominations with the option to make nominations from the floor; and serve as the forum for the installation of newly elected officers, members of the Board of Directors, and the Chairman-Elect of the Section on Contributed Papers.

Section 3. A quorum shall consist of not less than ten Institute Members. A majority of the votes cast by Institute Members present shall determine the outcome of any vote, except for questions where a greater proportion may be required by law, by the Articles of Organization, or by these Bylaws. As set forth in Article II, Section 3, each group, firm, and organization member with a representative in attendance shall be entitled to a single vote.

Article X. Parliamentary Authority

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Institute in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or any special rules of order the Board of Directors may adopt.

Article XI. Amendments

Section 1. These Bylaws may be amended at an annual business meeting of the Institute by two-thirds vote of the Members present, or by two-thirds of those voting in a mail ballot sent to all Members, provided that all proposed amendments are published and distributed to Members at least sixty days prior to a vote.