



The Greater San Antonio Area

ByLaws

TABLE OF CONTENTS

1	NAME, MISSION, GOALS, AND STRUCTURE.....	1
1.1	NAME	1
1.2	MISSION AND GOALS	1
1.3	STRUCTURE.....	1
2	MEMBERSHIP	2
2.1	CHAPTER.....	2
2.2	APPLICATION.....	2
3	GOVERNANCE	2
3.1	BOARD OF DIRECTORS	2
3.2	VOTING MEMBERS.....	2
3.3	OFFICERS.....	2
3.4	ELECTIONS	2
3.5	DUTIES OF OFFICERS	3
	3.5.1 <i>President</i>	3
	3.5.2 <i>Vice President</i>	3
	3.5.3 <i>Secretary</i>	4
	3.5.4 <i>Treasurer</i>	4
4	FINANCES.....	4
4.1	FUNDS.....	4
4.2	FISCAL YEAR	4
4.3	DUES.....	4
4.4	LOANS.....	4
4.5	AUTHORITY	5
5	MEETINGS	5
6	COMMITTEES	5
6.1	COMMITTEES	5
6.2	STANDING COMMITTEES	5
	6.2.1 <i>Executive Committee</i>	5
	6.2.2 <i>Nominations Committee</i>	5
	6.2.3 <i>Membership Committee</i>	6
	6.2.4 <i>Education/Program Committee</i>	6
	6.2.5 <i>Bylaws Committee</i>	6
6.3	AD HOC COMMITTEES	7
7	AFFILIATION.....	7
8	AMENDMENTS	7
9	PARLIAMENTARY PROCEDURE.....	7
10	DISSOLUTION.....	8
10.1	DISSOLUTION	8
10.2	RESOLUTION.....	8
10.3	LOSS OF AFFILIATION	8

1 NAME, MISSION, GOALS, AND STRUCTURE

1.1 Name

The name of this organization shall be The Greater San Antonio Chapter of ACRP (“the Chapter”), A Chapter of the Association of Clinical Research Professionals (“ACRP”).

1.2 Mission and Goals

The mission of this organization shall be to provide a readily accessible mechanism for regional program development for clinical research professionals to foster professional interaction, continuing education, problem solving, and discussion of professional issues as a Chapter of the Association of Clinical Research Professionals

The goals of this Chapter shall be:

1. To provide a means for professional interaction and continuing education, problem solving, and discussion of professional issues among local groups of ACRP members.
2. To increase the opportunity for member participation in ACRP activities.
3. To provide a readily accessible mechanism for regional program development.
4. To provide a network to rapidly gain member feedback on issues of concern to ACRP Committees and the North American Regional Council.
5. To provide a locally effective membership recruitment mechanism.
6. To provide improved access to ACRP resources, including certification.

1.3 Structure

The structure of this Chapter shall be:

1. The Chapter will have a minimum of 25 members; active members shall consist of individuals interested in the goals and objectives of and who are current on their ACRP and Chapter dues. Only members of ACRP may be Chapter members, although non-members may be guests at Chapter meetings/events.
2. The Chapter represents the greater San Antonio, Texas area.

2 MEMBERSHIP

2.1 Chapter

Active members shall consist of individuals interested in goals and objectives of ACRP regardless of race, creed, gender, or national origin.

2.2 Application

Application for Chapter membership shall be made via the Chapter website. All appropriate dues shall be collected by ACRP and provided to the Chapter Treasurer at predetermined intervals.

3 GOVERNANCE

3.1 Board of Directors

The Board of Directors shall provide overall guidance for the organization. The Board shall set general policies, approve all major initiatives and develop long-term plans for the organization. The Board must develop a new budget recommendation no later than the last General Membership Meeting of the fiscal year and must seek approval from the General Membership for the new budget. The Board of Directors shall consist of the officers: President, Vice President, Secretary and Treasurer.

3.2 Voting Members

All active members of ACRP and the Chapter shall be voting members and may hold office and chair committees.

3.3 Officers

All Chapter officers shall be members of ACRP. The officers shall consist of a President/Chair, Secretary, and Treasurer, who shall also serve as executive board of directors of the corporation. The board of directors will be composed of the elected officers and the respective committee chairman of each committee.

The President shall appoint, as needed, additional directors of the corporation as may be required by law. It is optimal that no more than two board members be from the same organization.

3.4 Elections

Annual elections shall occur during the fourth quarter of each year. No less than sixty (60) days prior to the annual election, the Chapter Nominations Committee or executive Board shall present via mail, or at a regularly scheduled meeting of the active membership, 1-2 candidates for each elective office. In addition, other nominations from any active member may be made by fax, e-mail or mail to the

nominations committee, or from the floor at any regularly scheduled meeting of the active membership, not less than thirty (30) days prior to the annual election. Elections will take place by secret ballot at a regularly scheduled meeting of the active membership. Active members who cannot be in attendance may leave a written proxy vote with the President. Any proxy shall be executed in writing by the member or his/her duly authorized attorney in fact. No proxy shall be valid after thirty (30) days from the date of its execution. Ballots will be tallied by at least two members of the Nominations Committee and certified accurate by the President. The candidate receiving the largest number of votes shall be declared the winner. The voting results shall be forwarded to the ACRP Headquarters within thirty (30) days of the tally.

3.5 Duties of Officers

3.5.1 *President*

The President/Chair shall be the chief elected officer. The President shall preside at all regular and special meetings. The President shall have the right to call special meetings of the active membership, upon at least twenty-one (21) days written notice to each member.

Within 30 days of taking office, the President shall appoint all committee chairperson members and provide written charges to all standing ad hoc committees. The President may appoint additional committees throughout the year as needed. The President shall be an ex-officio member of all committees.

If the office of Vice President, Secretary, or Treasurer should become vacant for any reason, the President shall appoint a Vice President Pro Tempore, Secretary Pro Tempore, and/or Treasurer Pro Tempore until a special election can be held for the purpose of electing a new officer.

3.5.2 *Vice President*

The Vice President shall, during the temporary absence of the President, assume the duties of the President Pro Tempore. If the office of President becomes vacant for any reason, the Vice President shall immediately assume the office of President and shall appoint a Vice President Pro Tempore until the next election.

The Vice President shall also solicit corporate donations for the means of raising funds for the Chapter. The Vice President shall also have the right to chair and appoint members to a committee for the purposes of raising funds. A summary of the effects of these efforts must be submitted with the Chapter's annual report.

3.5.3 *Secretary*

The Secretary shall record and maintain minutes of all meetings; have charge of all papers, archives, records and property; issue all notices of meetings and maintain an up-to-date membership roster and provide periodic reports on the activities of the organization to ACRP.

3.5.4 *Treasurer*

The Treasurer shall be custodian of the Chapter's funds; shall supervise receipts and expenditures; shall render an annual statement to the membership on the financial condition of the Chapter; assist in the completion and submission of the Chapter Annual Report; and shall prepare and submit any reports required by law.

4 FINANCES

4.1 Funds

Funds may be derived from an annual bonus from the Association of Clinical Research Professionals (ACRP) for appropriate completion of the chapter's annual report. A completed annual report sent to ACRP Headquarters by the deadline is required to receive the annual bonus. Additional funds may also be derived from dues collected from each active member, and income from educational programs, as well as grants from sponsors and CROs, and ads in your newsletter.

4.2 Fiscal Year

The fiscal year shall begin on the first day of January and end on the last day of December of each year.

4.3 Dues

Annual dues, whose amount shall be \$30 (USD), will be required to be an active member of the Chapter. Dues collected from the founding members of the chapter shall cover the first year and up until their future ACRP membership expiration date. From then on, dues shall be payable on the date of ACRP membership renewal and become delinquent fifteen (15) days thereafter. Any member delinquent in his or her dues may be removed from the membership rolls.

4.4 Loans

No loans shall be contracted on behalf of the Chapter and no evidence of indebtedness shall be issued in its name unless authorized by a two-thirds majority vote of the active membership.

4.5 Authority

The Board of Directors, by majority vote, must approve any project requiring the expenditure of funds in excess of \$500 (USD).

5 MEETINGS

At least two educational programs shall be held per year.

6 COMMITTEES

6.1 Committees

Standing and ad hoc committees shall function in an advisory capacity to the executive committee and membership. Committees may develop and implement programs and policies authorized by the active membership. Committees shall not independently contact other organizations nor secure or attempt to secure funds from outside sources without the prior approval of the President.

Committee chairpersons shall report on their activities at least annually and at such other times as directed by the President. The members of all standing committees shall hold office until relieved by their successors.

6.2 Standing Committees

Each committee is responsible for electing a committee chairperson. Efforts should be made to elect a chairperson that does not hold a position as an elected officer. In cases where the committee does not appoint a chairperson, the President shall then appoint a chairperson. Each respective committee chair shall provide an update to the President as necessary.

6.2.1 Executive Committee

The Executive Committee will be composed of the Chapter Officers.

6.2.2 Nominations Committee

The Nominations Committee shall be composed of the President and two members, other than the members of the executive board, appointed from the active membership. The President shall chair the Nominations Committee. The Nominations Committee is responsible for reviewing the credentials of interested members and preparing a final slate of candidates for all elective offices.

6.2.2.1 Publications Committee

The Publications Committee shall consist of two sub-committees, a Newsletter committee and a Web page Committee. The newsletter committee will publish a newsletter and the Web page committee will be responsible for maintaining electronic communications and the Chapter's page on ACRP's Web site.

6.2.3 Membership Committee

The Membership Committee will conduct an ongoing recruitment effort that actively identifies potential new members and recruits them into the organization and into the ACRP. This committee shall also develop a formal mechanism for encouraging Chapter members who are non-ACRP members to join the Association, which shall be implemented not less than annually. A summary of the effects of these efforts must be submitted along with a membership roster with the Chapter's annual report.

6.2.4 Education/Program Committee

The Education/Program Committee shall be responsible for identifying and targeting speakers for the ACRP Chapter Meetings, and for managing Chapter applications for co-sponsorship of continuing education contact hour's credits. This committee shall also be responsible for confirming meeting locations, dates, times and all other pertinent meeting arrangements.

6.2.5 Bylaws Committee

The Bylaws Committee shall be responsible for reviewing the bylaws on an annual basis and revising the bylaws as necessary. Amendments to the bylaws may be considered at any meeting of the membership. Amendments may be initiated by a proposal signed by at least two (2) voting members, and shall be delivered to the Chairman of the Bylaws Committee. Within thirty (30) days thereafter, the Chairman of the Bylaws Committee shall send notice of the proposed amendment to the Executive Board of Directors. Such notification must be sent no less than thirty (30) days prior to a meeting of the membership were such amendment is to be considered. Amendments to these bylaws shall be approved by a majority of votes cast. All revisions to the bylaws must be approved by an ACRP membership staff member and the Chair of the Chapters Committee and shall prevail at all meetings, except when contrary to the Bylaws or any standing rule.

6.3 Ad Hoc Committees

Ad hoc Committees may be appointed at the discretion of the President. Such committees shall remain active until they have accomplished the purposes for which they were appointed or until inauguration of the succeeding President.

7 AFFILIATION

The Greater San Antonio Area ACRP is an affiliated Chapter of the Association of Clinical Research Professionals (ACRP) and as such supports and promotes the goals and objectives of ACRP as outlined in its bylaws.

8 AMENDMENTS

Amendments to these Bylaws may be considered at any meeting of the membership. Amendments may be initiated by a proposal signed by at least two (2) voting members, and shall be delivered to the Secretary. Within thirty (30) days thereafter, the Secretary shall send notice of the proposed amendment to President, Vice President, and Treasurer. Such notification must be sent not less than thirty (30) days prior to a meeting of the membership where such amendment is to be considered. Amendments to these Bylaws shall be approved by a majority of votes cast by chapter members.

All revisions to the bylaws must be approved by an ACRP membership staff member and the Chair of the Chapters Committee and shall prevail at all meetings, except when contrary to the Bylaws or any standing rule.

9 PARLIAMENTARY PROCEDURE

The latest revised edition of Robert's Rules of Order shall prevail at all meetings, except when contrary to the Bylaws or any standing rule. As a rule, the Chapter should govern itself by consensus.

10 DISSOLUTION

10.1 Dissolution

In order to dissolve this organization, the President must present a resolution recommending that the organization be dissolved to the active membership. A proposal for dissolution may be considered at a regular or special meeting of the active membership only after thirty (30) days notice in writing is given to each member in good standing. The resolution to dissolve shall be adopted upon receiving at least 80% of the votes entitled to be cast by active members present at such regular or special meeting. This organization shall not be dissolved while 20% of the members in good standing dissent.

10.2 Resolution

Upon adoption of the resolution for dissolution, this organization shall cease to conduct its affairs, except insofar as may be necessary for the proper completion thereof, and shall immediately cause a notice for the proposed dissolution to be mailed to each known creditor and shall proceed to collect its assets and apply and distribute them as provided in the Articles of Incorporation. All remaining monies will be transferred to the ACRP Headquarters.

10.3 Loss of Affiliation

Continuation of Chapter Status is conditioned on meeting Chapter Affiliation requirements established by ACRP. Such requirements include the requirements to comply with the processes of the Chapter Bylaws, and the activity requirements established by ACRP. In the event the Chapter receives notice from ACRP that it has failed to meet the Chapter Affiliation requirements, it shall cease to use the ACRP name or otherwise identify itself as an ACRP Affiliate, and commence dissolution proceedings.