

AFFILIATION AGREEMENT
BETWEEN
THE CALIFORNIA SOCIETY OF HEALTH-SYSTEM PHARMACISTS AND
ITS AFFILIATE CHAPTERS

Revised by the Board of Directors April 2012

The California Society of Health-System Pharmacists (CSHP) is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Law of the State of California. CSHP functions as a statewide organization dedicated to the promotion of the profession and the representation of its members throughout the state. The purpose of CSHP's affiliate chapters is to facilitate the promotion of the goals and objectives of CSHP in geographical areas close to members' residences and/or places of practice.

CSHP has determined that it is highly desirable to maintain uniformity between and among the affiliated chapters of CSHP. In order to maintain such uniformity, CSHP and its affiliate chapters have developed this affiliation agreement that delineates the various requirements for an affiliate chapter to be affiliated with CSHP and is intended to facilitate a cooperative relationship between CSHP and its affiliates. An affiliate chapter seeking to become or maintain its affiliation with CSHP must conduct its business in compliance with the following policies and procedures.

AFFILIATE CHAPTER RESPONSIBILITIES

A. INCORPORATION AND TAX-EXEMPT STATUS

Each affiliate chapter must be independently incorporated as a tax—exempt, nonprofit mutual benefit corporation- pursuant to California law. The affiliate chapter shall have its Articles of Incorporation and Bylaws, and any subsequent amendments thereto, approved by the CSHP Board of Directors. Sample affiliate chapter Articles of Incorporation and Bylaws that have been approved by the CSHP Board of Directors are available from the CSHP office. An affiliate chapter that utilizes these samples can expect to have the resulting affiliate chapter documents readily approved by the CSHP Board of Directors.

B. MEMBERSHIP REQUIREMENTS

In order to qualify as an affiliate chapter of CSHP, an affiliate chapter must have a minimum of ten (10) active members of CSHP in good standing. All active members, associate members, technician members, and honorary members of CSHP shall be assigned membership to an affiliate chapter in accordance with the CSHP Bylaws. Such members are assigned membership to the affiliate chapter whose geographic boundaries include that member's residence or place of practice, as determined by the member. If a member so requests, s/he may be assigned to another affiliate chapter of the member's choice. Affiliate chapters should consider having a Technician member elected to their Board and/or must appoint a Technician member as Liaison.

C. APPLICATION FOR AFFILIATE CHAPTER AFFILIATION

The President and Secretary of the affiliate chapter desiring an affiliation with CSHP should initiate a formal application for such affiliation. The application should be forwarded through CSHP staff to the CSHP Board of Directors for approval. The application must include: a list of officers and membership; minutes of the meeting at which the request for affiliation was approved by the affiliate chapter; and a description of the proposed geographic boundaries for the affiliate chapter.

D. LEGAL RESPONSIBILITIES

As explained above, an affiliate chapter desiring to become affiliated with CSHP is required to incorporate under California law in order to protect CSHP and its members from liability due to criminal/tort actions committed by affiliates. (CSHP maintains incorporation for the same reasons.) Please refer to materials on the CSHP website for further information or assistance with the incorporation process.

In addition, an affiliate chapter must notify CSHP immediately when any legal problems or claims are identified so that CSHP can protect its interests with respect to such legal matters and claims.

E. FISCAL RESPONSIBILITIES

An affiliate chapter shall maintain responsible fiscal management policies and practices that must include the following:

- (1) Develop and establish a budget for annual fiscal operations.
- (2) Conduct an annual audit or review of fiscal operations.
- (3) Establish and maintain its own tax preparation and tax payment procedures to be implemented at the close of each fiscal year.
- (4) Upon determination of any financial problems, notify CSHP immediately in writing.
- (5) Comply with fiscal responsibility provisions of the Regional chapter Bylaws.

F. REPRESENTATION RESPONSIBILITIES

All affiliate chapters shall promote and foster the specific goals and objectives of CSHP at the regional level. Each affiliate chapter shall be responsible for selecting or electing its own delegates to serve in the CSHP House of Delegates. Delegates of affiliate chapters shall be responsible to report, consolidate, and delineate issues at the affiliate level and shall participate in the formulation of CSHP policies at meetings of the House of Delegates.

All affiliate chapters must adopt the official professional policies of CSHP and shall not adopt, publicize, promote or otherwise convey any policy or principle in the name of CSHP that has not been officially adopted by CSHP. No affiliate chapter shall adopt, publicize, promote or otherwise convey any policy or principle in the name of the affiliate chapter that is contradictory to, or in conflict with, official policies of CSHP. Affiliate chapters in good standing shall have the privilege of using the CSHP insignia in accordance with any specific guidelines or directions established by the CSHP Board of Directors.

Upon request by CSHP, affiliate chapters shall identify and submit the names of members willing to serve as elected and appointed officials for CSHP. It is the responsibility of each affiliate chapter to assure that its requested representatives, delegates and officials attend CSHP leadership conferences, presidential officer meetings, and ASHP and/or CSHP regional delegate conferences. Further, each chapter shall insure that at least one (1) delegate attends in full all meetings of the CSHP House of Delegates and Open Forum. The Board of Directors of each affiliate chapter is responsible for facilitating communications between CSHP and the members of the affiliate chapter.

In addition, affiliate chapters, when requested, should support and assist CSHP efforts to communicate with legislators and other public officials. Affiliate chapters should not, however, support and assist legislators or other public officials independent of CSHP. In this regard, affiliate chapters shall not make any financial or political contributions of any kind to federal, state, or local candidates or campaigns independent of CSHP.

G. OPERATIONAL RESPONSIBILITIES

In operating as an affiliate chapter of CSHP, the affiliate chapter shall provide: timely information to CSHP of its membership informational changes; continuing education functions to its members; affiliate chapter Board of Directors and general membership meetings.

Each affiliate chapter is encouraged to offer four (4) hours of education events per year. Programs that are acceptable for purposes of pharmacist re-licensure in the State of California are desired.

In addition, each affiliate chapter shall provide for its members: a minimum of one newsletter annually or update their website quarterly; a minimum of four general membership meetings (may be included with educational programming); an annual meeting at which new officers are installed (may be included with above meetings); a regional delegates conference prior to the meeting of the CSHP House of Delegates in order to inform and prepare its delegates; open access to affiliate chapter leadership through open Board of Directors meetings or “general” Board meetings; and, timely acknowledgement of new members, including invitations to affiliate chapter activities and timely addition of new members to affiliate chapter mailing lists.

Affiliate chapters, in order to assure that CSHP has knowledge of its activities, shall make the following available to the CSHP office or place on their chapter website:

- (1) The Board of Directors and general membership meetings' minutes;
- (2) The annual audit report (including the profit/loss statement, balance sheet, and audit outcomes statement) and income tax filing; and
- (3) An annual report prepared for the general membership and incoming officers. (Please refer to the RCP orientation handbook for assistance with preparing an annual report).

It is important that CSHP maintain accurate records of the pharmacy directors at hospitals throughout the state. To facilitate this process, each affiliate chapter shall, on an annual basis, provide CSHP with the names and mailing addresses of each hospital and its pharmacy director(s) within the affiliate chapter's geographic area.

H. SANCTIONS

The failure of an affiliate chapter to abide by the responsibilities, policies and procedures set forth herein, in the CSHP governing documents, and in the affiliate chapter's governing documents, may result in the CSHP Board of Directors initiating remedial activities as follows:

- (1) The CSHP Board of Directors shall notify the leadership of the affiliate chapter in writing that the affiliate chapter is considered deficient in respect to its affiliation responsibilities.
- (2) The President or Board of Directors of the affiliate chapter shall respond to the CSHP Board of Directors in writing within 90 day, describing both the corrective actions planned to assure requisite compliance and the timetable for their completion.
- (3) The CSHP Board of Directors shall review the submitted plans and timetable and shall work with the affected affiliate chapter to facilitate successful completion of the remedial plan.
- (4) The CSHP Board of Directors shall assure that a reasonably appropriate amount of time is allowed for affiliate chapter to affect its remedial plan.
- (4) Upon majority vote of the CSHP Board of Directors, CSHP may disaffiliate an affiliate chapter for failure to ultimately bring its activities into compliance with affiliation requirements.

GENERAL CSHP ORGANIZATIONAL RESPONSIBILITIES

A. LEGAL RESPONSIBILITIES

The following are the responsibility of CSHP:

- (1) Incorporating CSHP as a tax-exempt, nonprofit mutual benefit corporation in accordance with California law.
- (2) Securing and maintaining such insurance coverage (or similar appropriate action) determined appropriate by the CSHP Board of Directors to cover CSHP and members of its Boards, committees, councils, etc., from liability in a tort action against CSHP.

B. FISCAL RESPONSIBILITIES

CSHP shall be responsible for all CSHP fiscal operations. CSHP shall be responsible for collecting CSHP and affiliate chapter dues from members, maintaining the CSHP treasury, and distributing affiliate chapter dues back to the chapter. CSHP shall be responsible for providing funds and other start-up assistance for a new affiliate chapter and for new affiliate chapters formed by division of existing chapters. The amount of funds and other assistance provided by CSHP will be at the sole discretion of the CSHP Board of Directors and will be determined on a case-by-case basis. CSHP shall be responsible for providing advice to financially troubled affiliate chapters. Any other assistance provided will be at the sole discretion of the CSHP Board of Directors.

C. REPRESENTATION RESPONSIBILITIES

As permitted by organizational needs, the CSHP Board of Directors shall be responsible for soliciting input from membership in a timely fashion prior to making professional policy decisions.

D. OPERATIONS RESPONSIBILITIES

CSHP shall be responsible for providing the following:

- (1) Development of membership recruitment and retention programs to insure the growth and stability of the organization. CSHP will share these programs with affiliate chapters for their use as needed
- (2) Development of public relations programs to improve the image of the profession and of CSHP with other healthcare professionals and organizations, legislative and regulatory bodies and agencies, and the general public. CSHP will share these programs with affiliate chapters for their use as needed

- (3) At least one annual, statewide continuing education program (e.g. Seminar, the annual meeting of CSHP)
- (4) Preparation and distribution of a monthly CSHP publication to all members, as well as other statewide correspondence
- (5) Operations of the CSHP office and for the duties of the CSHP staff
- (6) Administering meetings of the CSHP Board of Directors and of CSHP committees, councils, and House of Delegates
- (7) Maintaining affiliate chapter membership lists from information received through new memberships, renewals, and information from the affiliate chapters. CSHP will provide to each affiliate chapter updates on the chapter's membership changes monthly and a complete membership list for the chapter quarterly, or as determined by the CSHP Board of Directors
- (8) Obtaining and maintaining continuing education provider status for CSHP in accordance with the regulations of the California State Board of Pharmacy
- (9) Notification of all affiliate chapters prior to committing and scheduling any statewide continuing education programs other than Seminar for the purpose of discussing and coordinating these programs with the affiliate chapters.



CHANGES TO THE AFFILIATION AGREEMENT

Any changes to this Affiliation Agreement may be proposed by any affiliate chapter Board of Directors or by CSHP through its Board of Directors. Any amendments must be approved by majority vote of the CSHP Board of Directors.

I, _____, Affiliate Chapter President of the _____ -
Print Name

Chapter Name *Society of Health-System Pharmacists,*

acknowledge receipt of the Affiliation Agreement Between the California Society of Health- System Pharmacists and its affiliate chapters approved by the CSHP Board of Directors on April 21, 2012.

Signature of Affiliate Chapter President

Signature of CSHP CEO

Date

Date