

cjhp

**SPECIAL SUPPLEMENT ONLINE ISSUE
2016 ANNUAL REPORT**

Report of the 41st Annual Session
of the CSHP House of Delegates

Report of the President

Report of the Treasurer

Report of the CEO

Report of the 2015-2016 Blue Ribbon Committee

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partners in medication management



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CSHP MISSION

To represent and empower pharmacists and pharmacy technicians practicing in health-systems to promote wellness, patient safety and optimal use of medications

CSHP VISION

Pharmacists are recognized as leaders in wellness, patient safety and the optimal use of medications

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The *California Journal of Health-System Pharmacy* is a peer-reviewed Publication

The CSHP Editorial Advisory Board is pleased to announce that the *California Journal of Health-System Pharmacy* has completed the transition to peer review.

Peer Reviewed, or refereed, publications utilize an editorial process to ensure that the articles published are as scholarly as possible. From this point forward, when an article is submitted to *CJHP*, the editors will send it out to other (peer) pharmacists and clinicians in the same field to obtain their opinion as to the appropriateness of the manuscript for publication, the relevance to the field of study, and the quality of the research.

Instructions for Authors

The *California Journal of Health-System Pharmacy* welcomes article submissions in any field pertinent to the practice of Health-System Pharmacy. All manuscripts submitted are subject to peer review. To submit a manuscript for publication, please visit <http://cshpjjournal.msubmit.net>. Authors without access to the internet may send a printed copy of their manuscript along with a CD, DVD or USB drive to: *CJHP*, attn: Managing Editor, 1314 H Street, Suite 200, Sacramento, CA 95814.

For more information on article submission, Peer Review, or *CJHP*, please contact Cindy Hespe, Managing Editor, *CJHP* at chespe@cshp.org or 916.447.1033.

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Report of the Forty-First Annual Session of the CSHP House of Delegates

The forty-first annual session of the California Society of Health-System Pharmacists House of Delegates was held in the Magic Ballrooms 2 and 3 at the Disneyland Hotel, Anaheim CA, in conjunction with Seminar 2016, the Society's annual meeting.

Chairperson Brian Kawahara convened the meeting at 8:08 a.m. on Sunday, October 30, 2016.

Dr. Brian Kawahara introduced CSHP CEO and Secretary of the House of Delegates Loriann DeMartini, President Kethen So, Chair of the Board of Directors Stacey Raff, President-elect Vicky Ferraresi, Treasurer Jason Bandy, and the parliamentarian for the 2016 House of Delegates, Kenneth Shell.

Role and Function of the House of Delegates

Dr. Kawahara described the purposes and functions of the House and emphasized its responsibility for establishing policy. The number of delegates eligible to vote this year was 139.

Roll Call

Following the enrollment of delegates, Secretary DeMartini reported that a quorum was present. Included are CSHP officers, directors, past presidents, and delegates representing CSHP-affiliate chapters, student delegates from each of the California schools of pharmacy, pharmacy technician members, and the California Pharmacists Association.

Approval of Minutes

Dr. Kawahara called for a motion to approve the minutes of the fortieth annual session of the CSHP House of Delegates as published on the CSHP website. The minutes were approved by voice vote.

Report of the President and CSHP Board of Directors

President Kethen So presented a report on behalf of himself and the CSHP Board of Directors. A copy of that report will be published as part of these proceedings. Delegates voted to accept the report.

Report of the Treasurer

CSHP Treasurer Jason Bandy presented his 2015 and 2016 report on behalf of the Board of Directors. A copy of that report will be published as part of these proceedings. Delegates voted to accept the report.

Report of the Chief Executive Officer

Dr. Loriann DeMartini presented CSHP Chief Executive Officer's report. This report was presented for the information of delegates and did not require action by the House.

Report of the Blue Ribbon Committee on Governance

Dr. Jay Rho presented the report on the Blue Ribbon Committee work to the attendees. This report was presented for the information of delegates and did not require action by the House.

Report of the Committee on Nominations

CSHP Committee on Nominations Chair James Colbert briefly explained the nomination process, then introduced and acknowledged the members of the 2015-2016 Committee on Nominations:

| Name | Chapter |
|-----------------------|---------------------|
| James Colbert (Chair) | San Diego |
| Cynthia Gong | Southern California |
| Gene Borelli | San Fernando Valley |
| Paige Lin | Inland |
| Teresa Miller | Sacramento Valley |
| Helen Park | Quatra Country |
| Laura Morodomi | Central Valley |
| Anne Tran-Pugh | Orange County |

The following nominees for CSHP offices were presented and approved:

For President-elect

Dan Dong (Golden Gate)
Steve Thompson (SoBay/Long Beach)

For Board of Directors, 3-Year Term

Mirta Milares (SoBay/Long Beach)
James Scott (San Fernando Valley)
Marcie Lepkowsky (San Diego)
Lawrence Troxell (Quatra)
Gary Besinque (SoCal)
Keith Yoshizuka (Diablo)

For Board of Directors, 1-Year Term

Norm Fox (Central Valley)
Robert Stein (Orange County)

For Delegates to the ASHP House of Delegates

| | |
|-------------------|--------------------|
| Christine Antczak | (Central Valley) |
| Minh Dang | (Orange County) |
| Evelyn Elliot | (Golden Empire) |
| Vicky Ferraresi | (Quatra) |
| Steve Gray | (Inland) |
| Martin Iyoya | (Diablo) |
| Brian Kawahara | (Inland) |
| Sarah McBane | (San Diego) |
| Marlene Nashed | (SoCal) |
| Kate O'Dell | (Central Valley) |
| Cindy Odegard | (SoBay/Long Beach) |
| Stacey Raff | (Golden Gate) |
| Harminder Sikand | (San Diego) |
| Kethen So | (Golden Gate) |

Robert Stein (Orange County)
Kimberly Tallian (San Diego)

Dr. Colbert invited each of the nominees to stand and be recognized as he called their names and thanked them for their willingness to serve. Brian Kawahara thanked James Colbert for serving as the chair of the Committee on Nominations.

Brian Kawahara presented the slate of nominations for the 2017 Committee on Nominations 2017 and called for a motion to approve the slate for CSHP officers and was approved by voice vote.

Election for the Chair of the House of the Delegate

Brian Kawahara invited the nominees for the chair of the House of Delegates election to introduce themselves to the delegates of the House before calling to vote. Nominees Jason Bandy and Jeannette Hanni spoke to the gathering and shared their vision for the organization if elected. Voting took place by secret ballots.

Action on Proposals and Resolutions

Chair of the CSHP Board of Directors Stacey Raff introduced 23 proposals for consideration by the House of Delegates.

For the complete text of all proposals that was presented at the House of Delegates, visit the CSHP website then choose "Policy," then "House of Delegates," select "HOD 2016 Meeting" (from HOD links on right side of page), then select "Proposals post HOD 2016" or access via this link: http://www.cshp.org/?page=HOD_2016_Meeting.

Proposal A

To Adopt as CSHP Professional Policy 2016-01, ASHP Policy 0617: Accreditation of Compounding Facilities, with modification - Approved

Licensing of Compounding Pharmacies

The California Society of Health-System Pharmacists recognizes California statutory requirements that any person or entity wishing to compound or dispense dangerous drugs within or into California must be licensed in California as a (resident or non-resident) pharmacy.

Proposal B

*To Adopt as CSHP Professional Policy 2016-02: The Pharmacist's Role in Clinical Informatics - **Approved***

The Pharmacist's Role in Clinical Informatics

The California Society of Health-System Pharmacists supports ASHP Statement 1534 Pharmacist's Role in Clinical Informatics:

- a. Pharmacists' professional identity, education, training, and experience with medication management make them ideal candidates to play a significant role and fill a critical need in pharmacist informaticists. Their firm understanding of core pharmacy operations, clinical practice, the medication-use process, standards, and regulations and their long history of utilizing technology to support medication management provide the essential components for effectively transitioning into this role.
- b. Despite the growing number of formally trained pharmacist informaticists, the path and skills required for a career in informatics has varied considerably, emphasizing the need to build core competencies and grow the number of available programs.
- c. Pharmacists who practice clinical informatics must collaborate with other healthcare and information technology professionals to promote the safe, efficient, effective, timely, and optimal use of medications. They contribute to the transformation of healthcare by analyzing, designing, implementing, maintaining, and evaluating information and communication systems that improve medication-related outcomes and strengthen the pharmacist-patient relationship.
- d. The role of a pharmacist informaticist revolves around their knowledge of pharmacy practice, safe medication use, clinical decision-making, and improving medication therapy outcomes, combined with their understanding of the discipline of informatics and HIT systems. Their primary roles and responsibilities must encompass five broadly defined categories:
 - i. Data, information, and knowledge management—Managing medication-related information while promoting integration, interoperability, and information exchange.
 - ii. Information and knowledge delivery—Delivering medication-related information and knowledge throughout the clinical knowledge lifecycle, from the point of knowledge generation through cataloging, embedding knowledge into the workflow, and measuring the usage and effectiveness of that knowledge.
 - iii. Practice analytics—Developing point-of-business analytic solutions for improving decision-making.

- iv. Applied clinical informatics—Applying user experiences, research, and theoretical informatics principles to improve clinical practice and usability.
- v. Leadership and management of change—Leading and participating in the procurement, development, implementation, customization, management, evaluation, and continuous improvement of clinical information systems. Additionally, as the medication expert, leading health-system, professional, industry, regulatory, standards-setting and governmental organizations to sound conclusions regarding the use of technology in medication management and patient care.
- e. As the scope for the development and complexity of systems that support medication management continues to grow, so does the need for individuals to lead, manage and evaluate them. A pharmacist informaticist is uniquely qualified and possesses the necessary skills to fulfill this need. Their knowledge of pharmacy practice and safe medication use, combined with their understanding of informatics concepts, methods and tools, provide the framework for effectively leading and participating in the procurement, customization, development, implementation, management, evaluation and continuous improvement of clinical information systems.

Ref. Siska, M, ASHP Statement on the Pharmacist's Role in Clinical Informatics, Automation and Information Technology – Statements, 2015.

Proposal C

*To Adopt as CSHP Professional Policy 2016-03, ASHP Policy 1501: Pharmacist Participation in Health Policy Development - **Approved***

Pharmacist Participation in Health Policy Development

The California Society of Health-System Pharmacists:

1. Promote that pharmacists participate with policymakers and stakeholders in the development of health-related policies at the national, state, and community levels
2. Develop tools and resources to assist pharmacists in fully collaborating in health policy development at all levels.

Proposal D

*To Adopt as CSHP Professional Policy 2016-04, ASHP Policy 1537: Statement on the Roles of Pharmacy Technicians - **Approved***

The Roles of Pharmacy Technicians

The California Society of Health-System Pharmacists:

1. Recognizes that pharmacy technicians have many different roles in a variety of health care settings, with varying levels of responsibility and complexity, from those suitable for technicians just entering the workforce to advanced or specialized roles that require additional education, training, experience, and competence.
2. Recognizes there is a need for specialized certification of pharmacy technicians who perform activities involving higher than normal degrees of complexity and risk. Any pharmacy technician in an area of pharmacy practice designated for specialty or advanced certification must have the appropriate certifications successfully completed prior to practicing in that specialty area.
2. Recognizes that differing roles for pharmacy technicians will require advanced education and training beyond that of an entry-level technician. Education and training requirements must reflect the responsibilities that technicians will have in their daily activities. Ongoing competence assessment must be a component of advanced or specialized technician roles.
4. Supports that all pharmacy technicians, from entry-level to specialty-trained technicians, complete a pharmacy technician training program accredited by ASHP and the Accreditation Council for Pharmacy Education (ACPE) through the Pharmacy Technician Accreditation Commission (PTAC) as a requirement for earning PTCB certification or equivalent certification.
5. Supports that pharmacy technicians be PTCB or equivalent certified as a prerequisite to licensure by the California Board of Pharmacy and maintain their certification through mandated continuing education and recertification.

Proposal E

*To accept and adopt ASHP Policy 1513 with modifications as replacement for CSHP Professional Policy 2015-25 as CSHP Professional Policy 2016-05: Quality Patient Medication Information - **Approved***

Quality Patient Medication Information

The California Society of Health-System Pharmacists:

1. Supports efforts by the Food and Drug Administration (FDA) and other stakeholders to improve the quality, consistency, and simplicity of written patient medication information (PMI).
2. Encourages the FDA to work in collaboration with patient advocates and other stakeholders to create evidence-based models and standards, including establishment of a universal literacy level, for PMI and affirms that research should be

conducted to validate these models in actual-use studies in pertinent patient populations.

3. Encourages the FDA to explore alternative models of PMI content development and maintenance that will ensure the highest level of accuracy, consistency, and currency.
4. Supports laws and regulations that would require all dispensers of medications to comply with FDA standards for unalterable content, format and distribution of PMI.

Proposal F

*Accept and adopt ASHP policy 1514 as CSHP Professional Policy 2016-06: Safety and Effectiveness of Ethanol Treatment for Alcohol Withdrawal Syndrome - **Approved***

Safety and Effectiveness of Ethanol Treatment for Alcohol Withdrawal Syndrome

The California Society of Health-System Pharmacists:

1. Opposes the use of oral or intravenous ethanol for the prevention or treatment of alcohol withdrawal syndrome (AWS) because of its poor effectiveness and safety profile.
2. Supports hospital and health-system efforts that prohibit the use of oral or intravenous ethanol therapies to treat AWS.
3. Supports the education of clinicians about the availability of alternative therapies for AWS.

Proposal G

*Replace CSHP Professional Policy 2014-31 with ASHP Policy 1624, as CSHP Professional Policy 2016-07: Direct-to-Consumer Advertising of Prescription Drugs and Medication-Containing Devices - **Approved as amended***

Direct-to-Consumer Advertising of Prescription Drugs and Medication-Containing Devices

The California Society of Health-System Pharmacists:

Supports a ban on direct-to-consumer advertising for prescription drugs and medication-containing devices.

Proposal H

*To Adopt as CSHP Professional Policy 2016-08: Physician Aid-in-Dying - **Approved as amended***

Physician Aid-in-Dying

The California Society of Health-System Pharmacists:

1. Recognizes the right of pharmacists, as health care providers, and other pharmacy employees to participate or decline to participate in therapies they consider to be morally, religiously, or ethically troubling
2. Supports the establishment of policies, systems, and pharmacy regulations regarding the provision of end of life options medications by pharmacists, pharmacy technicians, and their employers that protect the patient's right to obtain legally prescribed and medically indicated treatments while reasonably accommodating in a non-punitive manner the right of conscience
3. Supports the principle that a pharmacist exercising their right of conscience should be respectful of the health care needs of the patient, and not impose on the patient the pharmacist's values, beliefs, or objections
4. Supports laws and regulations granting express immunity from civil and criminal liability for pharmacists and pharmacy technicians who participate in lawful end of life options
5. Supports education of pharmacists and other pharmacy staff members on end-of-life care
6. Encourage an evidence based approach to development of medication protocols used in physician aid-in-dying

Proposal I

*To Adopt as CSHP Professional Policy 2016-09: Safe Disposal of Patients Home Medications and Drug Take-back Program - **Approved***

Safe Disposal of Patients Home Medications and Drug Take-back Program

The California Society of Health-System Pharmacists:

1. Supports the endeavors of the State of California and the Drug Enforcement Administration to decrease the abuse of prescription medication and decrease deaths due to illegal use of these drugs by collecting such drugs from ultimate users in authorized take-back drug collection bins located at law enforcement facilities, registered hospitals with pharmacies, registered pharmacies, and skilled nursing facilities.
2. Encourages hospitals and pharmacies that are unable to participate in the DEA and Board of Pharmacy drug take-back programs to provide information on where in the community expired or no longer needed prescription medications from home are being collected for destruction.

3. Encourages pharmacists or their trained designee to educate patients and others on the disposal of prescription medications that are out of date or no longer being used by disposing of them in drug take-back collection containers located at specified law enforcement facilities, hospitals, and pharmacies registered to collect and dispose of such drugs to help protect the environment and reduce drug diversion and abuse.

Proposal J

*To reaffirm, modify and reaffirm, or delete CSHP professional policies that are five (5) years or older - **Approved***

*J1 To reaffirm 2011-01 as CSHP Professional Policy 2016-10: Internet: Pharmacy Practice - **Approved***

Internet: Pharmacy Practice

1. The California Society of Health-System Pharmacists supports medication dispensing via the Internet only by sites that adhere to professional standards of pharmacy practice consistent with our mission and:
 - a. Meet all federal and state regulations and statutes, including those on patient consultation, consumer safeguards (e.g. drug-drug interactions) and good business practice.
 - b. Have been certified as a Verified Internet Pharmacy Practice Site (VIPPS) by National Association of Boards of Pharmacy (NABP) and are listed on the NABP website.
 - c. This information is disseminated to consumers.
2. Decisions to utilize the internet to obtain prescription medications should be predicated on compliance with federal and state laws and regulations, including those on patient consultation and licensure criteria;
3. Where appropriate, CSHP shall initiate and participate in regulatory discussions involving the technological advances of the internet and implications to the practice of pharmacy in maximizing patient care;
4. CSHP will support activities that disseminate information to consumers and key publics regarding reputable internet pharmacy sites and drug/disease information on the internet.

*J2 To Delete CSHP Professional Policy 2011-02: Off-Label Use of Medication - **Approved***

Source: HOD 2006

Note: This is former CSHP Professional Policy 2006-06 approved by the HOD in 2006; modified and reaffirmed by the HOD in

2011 as Professional Policy 2011-02. CSHP Professional Policy 2014-51 Off-Label Use of Medication remains in effect.

Off-label Use of Medication

1. ~~CSHP supports the practice of prescribing medications for off-label uses that are documented in the medical literature in a system that:

 - a. ~~Maintains patient access to pharmacist review of all medications.~~
 - b. ~~Protects the pharmacist's right of refusal of an off-label use of a medication.~~
 - c. ~~Preserves the patient-pharmacist-prescriber relationship.~~
 - d. ~~Provides adequate patient counseling and education, particularly to patients taking medications for off-label use.~~
 - e. ~~Recognizes the prescriber's responsibility in assuring the appropriate and safe use of all medications; and~~
 - f. ~~Encourages evidence-based decision making and prescribing.~~~~
2. ~~CSHP opposes efforts to restrict the off-label use of medication when the usage is medically appropriate, evidence-based and in the patient's best interest.~~

J3 To Reaffirm CSHP Professional Policy 2011-04 as CSHP Professional Policy 2016-11: Volunteers: State and Chapter Level - *Approved*

Source: HOD 2011

Volunteers: State and Chapter Level

CSHP promotes opportunities to volunteer throughout the organization for personal growth and advancing the profession.

J4 To Reaffirm CSHP Professional Policy 2011-05 as CSHP Professional Policy 2016-12: California Health Benefit Exchange - *Approved*

Source: HOD 2011

California Health Benefit Exchange

The California Society of Health-System Pharmacists supports compensation for pharmaceutical care services, including medication therapy management.

J5 To Reaffirm CSHP Professional Policy 2011-06 as CSHP Professional Policy 2016-13: Assisting Pharmacy Schools on Tailoring Pharmacy Education - *Approved*

Source: HOD 2011

Assisting Pharmacy Schools on Tailoring Pharmacy Education

The California Society of Health-System Pharmacists supports collaborative relationships with pharmacy schools and proposed pharmacy schools providing feedback on traditional, as well as emerging, roles of the pharmacist on provisions of pharmaceutical care so that pharmacy students are better prepared to meet the needs of the profession and the patients we serve.

Proposal K

*To Amend CSHP Bylaws Article II, Principal Office - **Approved***

Principal Office

The principal office of CSHP shall be in the state of California; the specific location of which may be determined by the Board of Directors.

Proposal L

*L1 To Revise CSHP Bylaws Article III, Purposes and Mission Statement - **Approved***

SECTION 1. GENERAL PURPOSES

This corporation is a Nonprofit Mutual Benefit Corporation organized under the California Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

SECTION 2. SPECIFIC PURPOSES

The specific purposes and objectives of this corporation are:

- (a) To promote rational, patient-oriented medication therapy across the continuum of care.
- (b) To foster the optimal and responsible use of medication-related technologies
- (c) To promote pharmacists as integral members of the health-care team in order to allow full utilization of their clinical skills and knowledge of the medication use process in each healthcare setting.
- (d) To serve as a primary advocate for advancing professional practice, optimizing patient outcomes, and improving the quality of patient care.
- (e) To promote pharmaceutical services that use sound pharmacoeconomic principles.

- (f) To advocate the pharmacist's value to patients by ensuring that appropriate clinical services and the medication use process are applied to their benefit.
- (g) To promote public health by fostering the optimal and responsible use of medications, including education for proper use and/or controlled use of medications.
- (h) To promote competency in the profession by offering state of the art education and training programs.

L2 CSHP Board of Directors will create a charter to document the Mission and Vision Statements - *Approved*

Proposal M

*To Amend CSHP Bylaws Article IV, Section 1. Classification and Voting Members - **Approved as amended***

SECTION 1. CLASSIFICATION AND VOTING MEMBERS

- (a) Classification. Membership shall consist of the following classifications:
 - (i) Active Members. Active members shall be pharmacists licensed by any state, district, or territory of the United States or individuals graduated from an accredited pharmacy school and eligible for state licensure. New Practitioners and Retired Pharmacists are considered active members. The qualifications for these categories are determined by the Board of Directors.
 1. New Practitioner: New Practitioners are individuals in the first five (5) years following first graduation from a School or College of Pharmacy.
 2. Retired Pharmacist: A retired pharmacist is defined as an active member who is retired from regular employment.
 - (ii) Lifetime Honorary Members. Lifetime Honorary members may be selected by the Board of Directors from among individuals who are or have been especially interested in, or who have made outstanding contributions to, pharmacy practice in organized health care settings. Lifetime Honorary members shall not pay dues but may hold office and vote if otherwise eligible for active membership.
 - (iii) Associate Members. Associate members in the Society shall consist of supporting members and student members. Associate members shall receive publications and general communications of the Society, may attend meetings, may be granted the privilege of the floor, but shall not be entitled to hold an elected office, except as otherwise provided in these Bylaws.

- (A) Supporting members may be individuals other than licensed pharmacists who support the purposes of the Society.
- (B) Student members may be individuals enrolled in professional degree programs in a college or school of pharmacy or in a technician training program, and who support the purposes of CSHP.
- (iv) Pharmacy Technician Members. Pharmacy Technician members shall be technicians employed, licensed or retired in any state territory, or district of the U.S. who support the purposes of CSHP.

(b) Voting Members. Unless otherwise provided in these Bylaws, the term "voting member" as used in these Bylaws refers solely to Active and Lifetime Honorary Members, provided the Lifetime Honorary Member is otherwise eligible for active membership. Technician Members and Associate Members be allowed to vote within their respective membership classification.

- (c) Membership Definition. Members shall be identified as "new" or "renewing"
 - (i) New Member – a member who has joined the Society for the first time and has never previously been a member in any category in the Society.
 - (ii) Renewing Member – a member who has been a member of the Society at any time in the past.

Proposal N

*To Amend CSHP Bylaws: Article IV. Section 2 Fees, Dues and Assessments - **Approved***

FEEES, DUES AND ASSESSMENTS

Society dues and Affiliate Chapter rebates shall be determined by the Board of Directors.

Proposal O

*To Amend CSHP Bylaws: Article IV. Section 3 Termination of Membership -**Approved***

ARTICLE IV. SECTION 3. TERMINATION OF MEMBERSHIP

- (a) Causes of Termination. The membership of any member of any classification shall terminate upon occurrence of any of the following events:
 - (i) The death or resignation of the member;

- (ii) Failure of a member to pay dues as set by the Board of Directors; and,
 - (iii) The occurrence of any event that renders such member ineligible for membership or failure to satisfy membership qualifications;
 - (iv) The expulsion of the member, based upon the good faith determination by the Code of Conduct Committee and approved by the Board of Directors that the member has failed in a material and serious degree to observe the code of conduct of the Society, or has engaged in conduct materially and seriously prejudicial to the purposes and interests of the Society.
- (b) Suspension of Member. A member may be suspended based on the good faith determination by the Code of Conduct Committee and approved by the Board of Directors that the member has failed in a material and serious degree to observe the Society's codes of conduct, or has engaged in conduct materially and seriously prejudicial to the purposes and interests of the Society. A person whose membership is suspended shall not be a member during the period of suspension.
- (c) Procedure for Expulsion. If grounds appear to exist for expulsion or suspension of a member under subsections (a) and (b) of this Section 3, the procedure set forth below shall be followed:
- (i) The member shall be given fifteen (15) days prior notice of the proposed expulsion or suspension. Notice shall be given by any method reasonably calculated to provide actual notice. Any notice given by mail shall be sent by registered mail to the member's last address as shown on the corporation's records.
 - (ii) The member shall be given an opportunity to be heard, either orally or in writing, at least five (5) days before the effective date of the proposed expulsion. The hearing shall be held, or the written statement considered, by the Board of Directors or by a committee authorized by the Board to determine whether the expulsion or suspension should take place.
 - (iii) The Board shall decide whether or not the member shall be expelled, suspended or sanctioned in some other way. The decision of the Board shall be final.
 - (iv) Any action challenging an expulsion, suspension or termination of membership, including a claim alleging defective notice, must be commenced within one year after the date of the expulsion, suspension or termination.
- (d) Reinstatement After Expulsion. Any petition for reinstatement by an expelled member filed more than one year after

the date of expulsion shall be considered by the Board of Directors as ordinary new business.

Board of Directors to create an Administrative Policy pertaining to member suspension, expulsion and termination and establishment of the Code of Conduct Committee.

Proposal P

*To Amend CSHP Bylaws: Article IV Sections 4, Transfer of Memberships and 5, Good Standing - **Approved***

SECTION 4. TRANSFER OF MEMBERSHIPS

Membership in CSHP is individual and nontransferable. All rights of membership cease on the member's death.

SECTION 5. GOOD STANDING

Any member who shall be in arrears in payment for a term as determined by the Board of Directors of any installment or dues shall not be in good standing and shall not be entitled to vote as a member or to hold elected or appointed office.

Proposal Q

*To Amend CSHP Bylaws: Article VIII. House of Delegates - **Approved as amended***

ARTICLE VIII. HOUSE OF DELEGATES

SECTION 1. COMPOSITION AND PURPOSE

There shall be a House of Delegates which is the professional policy-making body of the Society consisting of Affiliate Chapter Delegates, Student Delegates, Technician Division Delegates, California Pharmacists Association Delegates, CSHP-elected Officers and Directors, and Past Presidents of CSHP who are voting members. Members of the House of Delegates must be current members in good standing of CSHP or their respective organizations.

SECTION 2. ALLOCATION

The Board of Directors shall allocate delegates among the affiliated chapters according to their total active membership.

For the purpose of computing the allocation, the total number of active members as of December 1, in the calendar year immediately preceding the calendar year in which the House of

Delegates is convened shall be utilized. Each Affiliate Chapter shall be entitled to two (2) delegates for up to the first fifty (50) dues paid Active Members of the Society and one (1) additional delegate for each additional twenty-five (25) dues paid Active Members.

Each Student Chapter shall be entitled to one (1) delegate for the first 10 members and maximum 2 per chapter. The second delegate will be added for an additional 100 (dues paid) by the student chapter.

Student members from each California school of pharmacy not represented in the House of Delegates by a student chapter shall be entitled to one (1) delegate per school, provided that at least 10 members of the student body are student members of the Society. Such student delegates will be responsible for holding at least one meeting of the Society student members from their school prior to the first meeting of the House of Delegates to discuss the issues before the House.

Technician members shall be entitled to two (2) delegates for up to the first one (100) hundred dues paid Technician members of the Society and one (1) additional delegate for each additional one hundred (100) paid Technician members or major fraction thereof. The maximum number of Technician delegates is set at six (6).

The California Pharmacists Association shall be entitled to two (2) delegates.

Any new affiliate chapter that the Board of Directors has approved for affiliation subsequent to the apportionment of the House of Delegates, but prior to the next annual meeting, shall be entitled to seat two (2) delegates at the House prior to the next annual apportionment. The seating of these delegates shall not reduce the current apportionment of delegates to any other chapter.

SECTION 3. ELECTION

The election of delegates and their alternates from each Affiliate and Student Chapter shall be conducted in accordance with the Bylaws of each chapter. Only Active members in good standing and Lifetime Honorary members of CSHP eligible for active membership in CSHP are eligible to vote for Affiliate Chapter Delegates.

Only Student members in good standing of Student Chapters are eligible to vote for Student Chapter Delegates.

Only Technician members in good standing are eligible to vote for Technician Delegates as described in Article XIV, Section 4(c).

The results of the election shall be certified by the chapter.

The election of student delegates from California schools of pharmacy without a student chapter shall be coordinated and

certified by the designated CSHP Faculty-Student Liaison for that school; only student members in good standing with CSHP shall be eligible to vote.

Delegates shall continue in office until the next election and certification.

SECTION 4. MEETINGS BY DELEGATES

The House of Delegates shall meet at least once annually. At least thirty (30) days' notice of the time and place for holding each meeting of the House of Delegates shall be given.

- (a) Place of Meetings. Meetings of the House of Delegates shall be held in a location designated by the Board of Directors.
- (b) Special Meetings. Special meetings of the House of Delegates may be called at any time in accordance with California Law and CSHP governing documents.
- (c) Authorized Persons Who May Call Meetings. A special meeting of the House of Delegates for any lawful purpose may be called at any time by any of the following: The Board of Directors, a majority of the members of the House of Delegates, or five percent (5%) or more of the voting membership of the Society, provided that they are validated to be in good standing.
- (d) Calling Meetings. Notification of a special meeting of the House of Delegates called by any person (other than the Board) entitled to call a meeting shall be called by written request. This request will specify the general nature of the business proposed to be transacted, and shall be delivered to the President or Chief Executive Officer (Secretary) of the corporation. The officer receiving the request shall cause notice to be properly given to the members entitled to vote, in accordance with California law.
- (e) Proper Business of Special Meeting. No business, other than the business the general nature of which is set forth in the notice of the meeting, may be transacted at a special meeting of the House of Delegates.

SECTION 5. NOTICE OF SOCIETY MEETINGS

- (a) General Notice Contents. Whenever the House of Delegates is to take any action at a meeting, notice of the meeting shall be sent or otherwise given to each delegate entitled to vote. The notice shall specify the place, date and hour of the meeting and:
 - (i) In case of a special meeting, the general nature of the business to be transacted, and no other business may in that case be transacted; or,

- (ii) In the case of the annual session, those matters that the Board of Directors, at the time of giving the notice, intends to present for action by the delegates, but any proper matter may be presented at the meetings.
1. Manner of Giving Notice. Distribution of materials for House of Delegates meetings shall give time for delegates to review and for chapters to caucus prior to the Regional Delegates Conference (RDC) and the House of Delegates (HOD) meetings as follows:
 2. First mailing—60 days prior to the HOD session and 30 days prior to the RDC.
 3. Second mailing—15 days prior to the HOD session, to include the summary of the RDC meetings.
 4. Final mailing—7 days prior to the HOD session.
 5. Any materials not submitted in the final mailing shall be provided to delegates at their seats in the House of Delegates.

SECTION 6. QUORUM

The presence in person of two-thirds (2/3) of the delegates entitled to cast a vote shall constitute a quorum for the transaction of business.

SECTION 7. LEADERSHIP

The Chairperson of the House of Delegates shall preside at all of its meetings. If the Chairperson of the House of Delegates is unable to preside, the President will identify a replacement from the seated Delegates in attendance to preside with ratification by majority of the House of Delegates. The Chief Executive Officer of the Society shall serve as Secretary of the House of Delegates and be a non-voting member at the House. A parliamentarian shall be appointed by the Chairperson of the House of Delegates and shall be a non-voting member at the House.

Election of the Chairperson of the House of Delegates. The Chairperson of the House of Delegates shall serve a three (3)-year term commencing with the 2019 House of Delegates Meeting and every third session thereafter.

In the year in which the election is to be held, the following activities shall take place:

- (a) The Committee on Nominations shall present at the meeting of the House of Delegates candidates for the Chairperson of the House of Delegates.

- (b) The election of the Chairperson of the House of Delegates shall be conducted by secret ballot and tallied by two tellers appointed by the Secretary of the House from among seated delegates.
- (c) The Chairperson shall be elected by a majority vote of the active and honorary member delegates present and voting. A tie shall be decided by a second ballot. If a tie remains, the tie will be decided by a coin flip by the parliamentarian. The Secretary shall notify both candidates of the results of the election prior to the announcement to the House.
- (d) The Chairperson of the House of Delegates shall be installed immediately upon election. The term of the Chairperson of the House of Delegates shall commence upon his/her installation. No individual shall be elected to more than two consecutive three-year terms, and shall serve as a member of the CSHP Board of Directors during any and all terms.

SECTION 8. VOTING

- (a) Manner of Casting Votes. Votes may be taken by voice, by shown hands or by ballot.
- (b) Voting. Each delegate entitled to vote shall be entitled to cast one vote on each matter submitted to a vote of the delegates.
- (c) Approval by Majority Vote. If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote and voting on any matter shall be the act of the delegates, unless the vote of a greater number is required by the California law.

SECTION 9. RECORD DATE FOR COMPUTING THE NUMBER OF DELEGATES

For the purpose of computing the allocation of delegates, the total number of active members as of December 1, in the calendar year immediately preceding the calendar year in which the House of Delegates is convened shall be utilized.

For the purpose of appointing delegates each member shall only be counted once.

SECTION 10. RESPONSIBILITY

Authority to approve Society professional policy proposals shall be vested in the House of Delegates.

The House of Delegates shall have authority to:

- (a) establish its own rules and procedures

(b) approve, modify or disapprove such proposals, reports, actions or resolutions as may be placed before the House of Delegates by the officers and the Board of Directors. If the House of Delegates modifies a proposal, report, action or resolution of the Board of Directors, the action of the House shall be returned to the Board of Directors who shall have authority to postpone the effectiveness of the action of the House pending study and, if necessary, to resubmit it to the House for final action at the next regularly scheduled meeting of the House.

(c) make recommendations to the Board of Directors shall be vested in the House of Delegates.

The Board of Directors shall be responsible to initiate appropriate action on any delegate recommendation or approved proposal, resolution, or item of new business, in accordance with Article VIII, Section 11 of these Bylaws.

All resolutions, proposals or recommendations by the House of Delegates pertaining to the expenditure of moneys shall be approved by the Board of Directors before the same shall become effective.

SECTION 11. BOARD OF DIRECTORS ACCOUNTABILITY

(a) Upon receiving an approved proposal, resolution, or item of new business from the House of Delegates, the Board of Directors, at their next scheduled meeting, shall:

- (i) Take action to implement or reject; or, if required,
- (ii) Refer to a Council, Committee, or Task Force for policy development; or, if required.
- (iii) Refer to a Council, Committee, or Task Force for other action in accordance with Article IX, Section 4 of the Bylaws; and
- (iv) Report in the next report of actions of the Board of Directors and to the next annual session of the House of Delegates the results of the above actions.

(b) Upon receiving a delegate recommendation from the House of Delegates, the Board of Directors shall:

- (i) Take action to amend, adopt or reject; or
- (ii) Refer to a Council, Committee or Task Force for policy development; or
- (iii) Refer to a Council, Committee or Task Force for other action in accordance with Article IX, Section 4 of these Bylaws; and
- (iv) Report to the next annual session of the House of Delegates the results of the above action(s).

It shall be the responsibility of the Chairperson of the House of Delegates to assure that action is taken in accordance with the provisions of this Section.

SECTION 12. COMMITTEE ON NOMINATIONS

(a) Appointment and Membership. The Committee on Nominations shall be appointed by the Chairperson of the House of Delegates with the approval of the Board of Directors and the House of Delegates, and shall function as a Committee of House of Delegates.

The guidelines for the operation of the Committee on Nominations will be administered by the Board of Directors. Members of the Committee shall be chosen from those seated at the House of Delegates as an Affiliated Chapter delegate, member of the Board of Directors or as a Past-President in the ten years prior to the year the Committee is approved by the House. The Committee shall consist of a Chairperson plus members from one-half (1/2) of the affiliated Regional Chapters of the Society (omitting fractions). Each member shall be from a different Regional Chapter, and no affiliated Regional Chapter shall be represented for greater than two (2) consecutive years; each affiliated Regional Chapter shall be represented at least once every three (3) years. A Regional Chapter that has not provided delegates to the House of Delegates for two (2) or more consecutive years shall not be eligible for membership on the Committee on Nominations until delegates are seated in the House for one (1) year.

No officer or Director of the Society shall be a member of the Committee on Nominations. A quorum shall consist of two-thirds (2/3) of the membership of the Committee. The Chair of the House of Delegates may attend meetings in an advisory only capacity. A staff member may attend to provide administrative support

(b) Duty and Responsibility. The duty of the Committee shall be to nominate the candidates for the offices of President-Elect, Treasurer (when applicable), Directors, Chairperson of the House of Delegates, and Delegates to the American Society of Health-System Pharmacists' (ASHP) House of Delegates.

(c) Nomination of Directors and Delegates to the ASHP House of Delegates. The Committee shall nominate candidates for Director positions in accordance with Sections 2, 3, and 4 of Article VI of these Bylaws. The Committee shall nominate candidates for ASHP delegate in a number equal to two times the number of delegate positions to be elected. Candidates must meet ASHP delegate eligibility requirements. The President and President-Elect of CSHP shall automatically be offered candidacy for ASHP delegate. However, either presidential officer may individually decline candidacy, and in such event, shall not be required to serve in that delegate capacity.

(d) Election. Directors shall be elected in accordance with Sections 3 and 5 of article VI of these Bylaws. The Chairperson of the House of Delegates shall be elected in accordance with Section 7 of this article of these Bylaws. The election for delegates to the ASHP House of Delegates shall be conducted in the same manner as for Directors. Candidates receiving the highest number of votes for the available delegate positions shall be elected. Alternate delegates from the other candidates shall serve in rank order of the total number of votes received.

Proposal R

R1 *To Amend CSHP Bylaws: Article V, Meetings of the Society - Approved*

R2 *To move sections pertaining to the House of Delegates to Article VIII House of Delegates - Approved*

Note: Refer to proposal Q

Article V. MEETINGS OF THE SOCIETY

SECTION 1. PLACE OF MEETING

Meetings of members shall be held at any place within or outside of State of California as designated by the Board of Directors. In the absence of a designation by the Board of Directors, The Meeting shall be held at the corporation's principal executive office.

SECTION 2. ANNUAL MEETING

The annual meeting of members shall be held each year on a date and at a time designated by the Board of Directors. The agenda shall be developed by the Board of Directors.

SECTION 3. SPECIAL MEETINGS

(a) Authorized Persons Who May Call Meetings. A special meeting of Membership for any lawful purpose may be called at any time by any of the following: The Board of Directors, the President with consent of the Board of Directors, or five percent (5%) or more of the voting membership of the Society, provided that they are validated to be in good standing.

(b) Calling Meetings. A special meeting of the membership called by any person (other than the Board of Directors) entitled to call a meeting shall be called by written request, specifying the general nature of the business proposed to be transacted, and shall be delivered to the President or Chief

Executive Officer (Secretary) of the Society. The officer receiving the request shall cause notice to be properly given to the members entitled to vote, in accordance with the provisions of Section 4, stating that a meeting will be held at a specific time and date fixed by the Board of Directors; provided; that the date of such meeting shall not be less than thirty-five (35) nor more than ninety (90) days following the receipt of the request. If the notice is not given with twenty (20) days after receipt of the request, the person(s) requesting the meeting may give the notice. Nothing contained in the subsection shall be construed as limiting, fixing or affecting the time at which a meeting of members may be held when the meeting is called by the Board of Directors.

(c) Proper Business of Special Meeting. No business, other than the business the general nature of which is set forth in the notice of the meeting, may be transacted at a special meeting.

SECTION 4. NOTICE OF SOCIETY MEETINGS

(a) General Notice Contents. Whenever members are required or permitted to take any action at a meeting, written notice of the meeting shall be sent or otherwise given in accordance with Subsection (c) of this Section 4 to each member entitled to vote. The notice shall specify the place, date and hour of the meeting and:

- (i) In case of a special meeting, the general nature of the business to be transacted, and no other business may in that case be transacted; or,
- (ii) In the case of a regular or the annual meeting, those matters that the Board of Directors, at the time of giving the notice, intends to present for action by the members, but any proper matter may be presented at the meetings, but except provided in Section 7 (a), any proper matter may be presented at such meeting; provided that, as long as the quorum requirement provided in Section 5 (b) is less than one-third of the voting power, the only matters that may be voted upon at any regular meeting are matters in which notice of the general nature was given. The notice of the meeting at which written ballots for directors may be cast shall include the names of all persons who are nominees at the time notice is given.

(b) Notice of Certain Agenda Items. Unless notice of the following agenda items is validly provided or waived in writing, any such item can only be approved upon a two-thirds (2/3) vote by the members present:

- (i) Removing a Director without cause;

- (ii) Filling vacancies on the Board of Directors by the members;
 - (iii) Amending the Articles of Incorporation and Bylaws;
 - (iv) Approving a contract for a transaction in which a Director has a material financial interest;
 - (v) Electing to wind up and dissolve the Society; or,
 - (vi) Approving a plan of distribution of assets, other than cash, not in accordance with liquidation rights of any class or classes as specified in the Articles of Incorporation or these Bylaws, when the Society is in the process of winding up.
- (c) Manner of Giving Notice. Notice of any meeting of members shall be in writing and shall be given to members entitled to vote not less than ten (10) nor more than ninety (90) days before the date of the meeting; provided, however, that if notice is given by mail and if the notice is not mailed by first-class, registered or certified mail, notice shall be given not less than twenty (20) days before the date of the meeting. Notice shall be given personally by electronic transmission by the corporation, or by mail or other means of written communication, addressed to the member at the address appearing on the books of the corporation or given by the member to the corporation for purpose of this notice.
- (d) Waiver of Notice of Meeting. The transactions of any meeting of members, however called or noticed and wherever held, shall be as valid as though taken at a meeting duly held after standard call and notice, if (a) a quorum is present either in person or by proxy, and (b) either before or after the meeting, each member entitled to vote, not present in person or by proxy, signs a written waiver of notice, a consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice, consent, or approval need not specify either the business to be transacted or the purpose of the meeting except that, if action is taken or proposed to be taken for approval of any matter specified in Section 4.04B of these bylaws, the waiver of notice, consent, or approval shall state the general nature of the proposal. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

A member's attendance at a meeting shall also constitute a waiver of notice of and presence at that meeting unless the member objects at the beginning of the meeting to the transaction of any business because the meeting was not lawfully called or convened. Also, attendance at a meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice of the meeting but not so included, if that objection is expressly made at the meeting.

SECTION 5. QUORUM

- (a) Number Required. [Ten percent (10%)] of the voting power, represented in person or by proxy, shall constitute a quorum for the transaction of business at any meeting of members. If, however, the attendance at any general or annual meeting, whether in person or by proxy, is less than one-third (1/3) of the voting power, the members may vote only on matters as to which notice of their general nature was given.
- (b) Loss of Quorum. The members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum, if any action taken (other than adjournment) is approved by at least a majority of the members required to constitute a quorum.

SECTION 6. VOTING

- (a) Eligibility to Vote. Subject to the provisions of the California Nonprofit Mutual Benefit Corporation Law, delegates entitled to vote at any meeting of the Society shall be members in good standing as of the record date determined under Section 8 of this Article V.
- (b) Manner of Casting Votes. Votes may be taken by voice, by shown hands or by ballot.
- (c) Proxy Right. Each member entitled to vote shall have the right to do so either in person or by one or more agents authorized by a written proxy, signed by the person and filed with the Secretary of the Society.
- (d) Voting. Each member entitled to vote shall be entitled to cast one(1) vote on each matter submitted to a vote of the members.
- (e) Approval by Majority Vote. If a quorum is present, the affirmative vote of the majority of the voting power represented at the meeting, entitled to vote and voting on any matter shall be the act of the members, unless the vote of a greater number is required by the California Nonprofit Mutual Benefit Corporation Law.

SECTION 7. ACTION BY WRITTEN BALLOT WITHOUT A MEETING

- (a) Any action that may be taken at any meeting of members may be taken without a meeting upon compliance with the provisions of this Section 7.
- (b) Solicitation of Written Ballots. Written ballots shall be mailed or delivered in the manner required by Section 4 (c) to all

voting members. If approved by the board of directors, the ballot and any related materials may be sent by electronic transmission by the Society and responses may be returned by electronic transmission to the Society. All solicitations of votes and distributions by ballot shall:

- (i) indicate the number of responses needed to meet the quorum requirement;
 - (ii) with respect to ballots other than for election of directors, state the percentage of approvals necessary to pass the measure(s);
 - (iii) with respect to ballots for election of directors, state the name of each candidate and the office or chair to which nominated;
 - (iv) specify the time by which the ballot must be received in order to be counted;
 - (v) set forth the proposed action;
 - (v) provide the members an opportunity to specify approval or disapproval of any proposal;
 - (vi) provide a reasonable time within which to return the ballot to the Society, specifying the address to which the ballot is to be sent. The written ballot shall provide, subject to reasonable specified conditions, that where the person solicited specifies a choice with respect to any such matter, the vote shall be cast in accordance therewith. In any election of directors, a written ballot which is marked by a member "withhold" or is otherwise marked in a manner indicating that the authority to vote is withheld, shall not be voted.
- (d) Quorum; Approval by Majority Vote. Approval by written ballot shall be valid only when the number of votes cast by ballot, within the time specified equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required for approval at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot.
- (e) Revocation. A written ballot may not be revoked.
- (f) Retention of Ballots. All written ballots shall be filed with the Secretary of the Society and retained in the corporate records for a period of two (2) years.

SECTION 8. RECORD DATE FOR MEMBER NOTICE, VOTING, GIVING CONSENTS AND OTHER ACTIONS

- (a) For purposes of establishing the members entitled to receive notice of any meeting, entitled to vote at any meeting, enti-

led to vote by written ballot, or entitled to exercise any rights in any lawful action, the board of directors may, in advance, fix a record date. The record date so fixed for:

- (i) sending notice of a meeting shall be no more than ninety (90) nor less than ten (10) days before the date of the meeting;
 - (ii) voting at a meeting shall be no more than sixty (60) days before the date of the meeting;
 - (iii) voting by written ballot shall be no more than sixty (60) days before the day on which the first written ballot is mailed or solicited; and
 - (iv) taking any other action shall be no more than sixty (60) days before that action.
- (b) For Actions Not Set by the Board. If not otherwise fixed by the board of directors, the record date for determining members entitled to:
- (i) receive notice of a meeting of members shall be the next business day preceding the day on which notice is given or, if notice is waived, the next business day preceding the day on which the meeting is held;
 - (ii) vote at a meeting of members shall be the day on which the meeting is held;
 - (iii) vote by written ballot shall be the day on which the first written ballot is mailed or solicited; and
 - (iv) exercise any rights with respect to any other lawful action shall be the date on which the board of directors adopts the resolution relating to that action, or the sixtieth (60th) day before the date of that action, whichever is later.
- (c) Determination of Members Upon Record Date. For purposes of this Section 4.08, a person holding a membership at the close of business on the record date set by the board of directors shall be a member of record.

Proposal S

*To revise CSHP Bylaws: Article VI, Directors - **Approved as amended***

SECTION 1. POWERS

- (a) General Corporate Powers. Subject to the provisions of the California Nonprofit Mutual Benefit Corporation Law and any limitations in the Articles of Incorporation or these Bylaws relating to action required to be approved by the members, the business and affairs of the corporation shall be managed, and all corporate powers shall be exercised by, or under the direction of, the Board of Directors.

- (b) Specific Powers. Without prejudice to the general powers and subject to the same limitations, the Board of Directors shall have the power to:
- (i) Appoint and remove all non-Director officers, agents and employees of the corporation, and to prescribe such powers and duties for all officers, agents and employees as are not inconsistent with law, with the Articles of Incorporation or these Bylaws.
 - (ii) Conduct, manage and control the affairs and business of the corporation and to make such rules and regulations therefore not inconsistent with law, with the Articles of Incorporation or these Bylaws as they may deem best.
 - (iii) Designate any place for the holding of any Society meeting or meetings; change the principal office of the corporation for the transaction of its business from one location to another.
 - (iv) Borrow money and incur indebtedness for the purposes of the corporation and to cause to be executed and delivered therefore in the corporation's name promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations or other evidences of debt and securities.
 - (v) Manage in such manner as they may deem best all funds and property, real and personal, received and acquired by the corporation; and to distribute, loan or dispense the same and/or the income and profits there from.
 - (i) Declare an office vacant on the Board of Directors. Such a vacancy may be declared at the discretion of the Board of Directors due to death, disability, resignation, removal with or without cause, or absenteeism as defined by this section:
 - (A) This applies to any member of the Board of Directors who is absent from two (2) in-person Board meetings, including special meetings, during the period of one (1) year.
 - (B) The strategic planning session of the Board of Directors is defined as a Board meeting.
 - (C) An Executive Committee meeting is defined as a Board meeting for those Directors on that Committee.
 - (D) The declaration of a vacancy and removal of a Director must be confirmed by a 2/3 vote of all Directors, excluding the vote of the affected director.
 - (E) Directors may only vote in person at a face-to-face meeting or by use of conference telephone so long as all Directors participating in the meeting can hear one another; no proxies shall be permitted.
 - (F) The vote shall be taken by secret ballot or in the case of participation by conference telephone, ballot by mail or electronic mail.
 - (G) The Chief Executive Officer or his/her designee who is not a member of the Board of Directors shall tally the votes.
 - (H) A follow-up letter shall be sent to the removed Director within 30 days of the vote of the Board of Directors notifying the affected director of the Board's decision.
 - (I) Vacancies shall be filled according to Article VI, Section 11, items "a-i" of these Bylaws.
 - (J) Removal of a Director who is also an officer shall serve to also remove the Director as an officer.
 - (vii) Fill vacancies on the Board of Directors until the Society shall elect a replacement as provided in Article VI, Section 11 of these Bylaws.
 - (viii) Represent the Society as the official voice in California for its members; supervise all publications of the Society; make decisions regarding the acts of Councils, Committees and officers. Between annual sessions of the House of Delegates, develop and act on professional policy matters, and on administrative, fiscal and other matters; accept on behalf of the Society, grants, contributions, gifts, bequests or devices to further the purpose of the Society; do and perform all acts and functions not inconsistent with these Bylaws or with any action taken by the House of Delegates. The Board of Directors shall submit for approval, to the next annual session of the House of Delegates, new policy proposals and a report on actions taken on major policy matters during the prior year.
 - (ix) Directors shall serve as members of the Board of Directors of the Society. A Director shall be appointed by the President as a liaison to Councils, Committees, and/or Task Forces as described in Article IX, Section 3 (d) of these Bylaws. A Director shall also be appointed by the President as a liaison to each Affiliate Chapter.

SECTION 2. NUMBER AND QUALIFICATIONS OF DIRECTORS

The authorized number of Directors of the corporation shall be not less than ten (10) nor more than fifteen (15) until changed by amendment of these Bylaws. The exact number shall be fifteen (15) until changed by a resolution of the Board within those limits. The Board of Directors shall consist of the President, the Immediate Past President, the President-Elect, the Treasurer, the Chairperson of the House of Delegates, and ten (10) elected Directors. No Director elected by the general membership shall be eligible to serve more than two (2) consecutive terms in the same elected office, except as provided for the Chairperson of the House of Delegates in Article VI, Section 3 (d). No Director shall be entitled to hold more than one elected position on the Board of Directors at any one time.

SECTION 3. ELECTION, DESIGNATION AND TERM OF OFFICE

- (a) Elected Directors. There shall be a total of ten (10) elected Directors (including the Technician Director and New Practitioner Director) who shall serve staggered three (3) year terms or until their respective successors are elected and take office with the exception of the New Practitioner Director who shall serve their two (2) year term until their respective successors are elected and take office. One (1) New Practitioner Director will be elected every second calendar year. Nominations and voting for elected Directors shall be conducted consistent with Sections 4 and 5 of this Article VI of these Bylaws.
- (b) Pharmacy Technician Director. The Pharmacy Technician Director shall be elected by the pharmacy technician members of the Society for the duration of their three (3) year term.
- (c) New Practitioner Director. The New Practitioner Director shall be elected from the Active Members of the Society and be a New Practitioner for the duration of their two (2) year term.
- (d) Officer Directors. There shall be a total of four (4) Officer Directors who shall serve three-year terms or until their respective successors are elected and take office. These Officer Directors consist of the President, Immediate Past President, President-Elect, and Treasurer. A President-Elect shall be elected in each calendar year and whose term of office shall begin immediately upon certification of the results of the election. The President-Elect shall serve as a Director while s/he occupies the offices of

President-Elect, President, and Immediate Past President. The President-Elect shall be installed as President at the next annual session of the House of Delegates immediately following his/her election. The President shall become Immediate Past President immediately upon installation of the new President. A Treasurer shall be elected every third year for installation at the next annual session of the House of Delegates. Nominations and voting for Officer Directors shall be conducted consistent with Sections 4 and 5 of this Article VI of these Bylaws.

- (e) Chairperson of the House of Delegates. The Chairperson of the House of Delegates shall serve a three (3)-year term commencing with the 2019 House of Delegates Meeting.

SECTION 4. NOMINATIONS

- (a) Nominations by Committee. The Committee on Nominations shall present to the membership not less than 30 days prior to the first meeting of the annual session of the House of Delegates, two (2) and only two (2) candidates for the office of President-Elect and two (2) and only two (2) candidates for each elected Director position to be filled in each calendar year. The Committee on Nominations shall present to the membership not less than 30 days prior to the first meeting of the annual session of the House of Delegates, two (2) and only two (2) candidates for the office of Treasurer every three (3) years. The Committee on Nominations shall endeavor to present more than one candidate for each office and position. If the office of an Elected Director shall become vacant between annual meetings of the Society, the Committee on Nominations shall present two (2) and only two (2) candidates for each vacancy for election to serve for the remaining portion of the unexpired term. All candidates for Director shall be advised in advance that if elected, they could be selected to fulfill the unexpired term of specific length, based on the number of votes cast. The candidate selected shall assume office immediately upon certification of the results of the election.
- (b) Nominations by Petition. If the society has five hundred (500) or more, but fewer than five thousand (5,000) voting members, members representing two percent (2%) of the voting power may nominate candidates for elected or officer Directors by petition, signed by those members within eleven (11) months preceding the next time Directors are to be elected, and delivered to an officer of the society at any time prior to the annual session of the House of Delegates. On timely receipt of a petition signed by the required number of members, the Secretary shall cause the

names of the candidates named on it to be placed on the slate of nominees along with the names of those candidates named by the Committee on Nominations

SECTION 5. VOTING

- (a) Solicitation of Votes. The Board shall formulate procedures that allow a reasonable opportunity for a nominee to communicate to members the nominee's qualifications and reasons for the nominee's candidacy, and a reasonable opportunity for all members to choose among nominees.
- (b) Use of Corporate Funds to Support Nominee. No corporate funds may be expended to support a nominee for Director after more people have been nominated for Director than can be elected.
- (c) Election. The names of the candidates, together with a brief review of their professional background, shall be emailed (or mailed per member request) by the Secretary to every Active and qualified Honorary Member within 30 days after receipt of all valid nominations. The member shall return the cast ballot to the Secretary by mail or respond to the survey engine currently being utilized. Valid ballots are those that are received by the Secretary no later than 30 calendar days from the date the ballots were emailed or mailed to the membership.
- (d) Counting of Ballots. Candidates receiving the highest number of votes for each vacancy to be filled shall be elected as Directors, except as provided for the Chairperson of the House of Delegates in Article VI, Section 3 (c) of these Bylaws. There shall be no cumulative voting. A tie shall be decided by lot.
- (e) Installation of Directors. Directors shall be installed at the annual meeting next following their election, except as provided in Article VI, Sections 3(b), 3 (c), 3 (d), and 11 of these Bylaws.

SECTION 6. REGULAR MEETINGS

Regular meetings of the Board of Directors shall be held at least four (4) times per year without call or notice at such time and place as the Board shall fix from time-to-time.

SECTION 7. SPECIAL MEETINGS

Special meetings of the Board of Directors, for any purpose or purposes, may be called at any time by the Chairperson, the President or, upon application in writing, by any eight (8) members of the Board of Directors. Such meetings may be

held either in the principal office or at any place designated from time-to-time by resolution of the Board of Directors or by written consent of all of the Directors.

Notice of the time and place of special meetings shall be given personally to the Directors or sent to each Director by mail or other form of written communication, charges prepaid, addressed to him/her at his/her present address as shown upon the records of the corporation. In case such notice is mailed it shall be deposited in the United States Mail in the place in which the principal office of the corporation is located at least four (4) days prior to the time set for the meeting. In the event said notice is given by personal delivery, telephone or telegraph, it shall be delivered, telephoned or given to the telegraph company at least forty-eight (48) hours prior to the time set for the meeting.

SECTION 8. QUORUM

A majority of the authorized number of voting Directors shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors shall be regarded as an act of the Board of Directors, unless a greater number is required by law or by the Articles of Incorporation or these Bylaws.

SECTION 9. ADJOURNMENT

A majority of the Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place.

SECTION 10. NOTICE OF ADJOURNMENT

Notice of the time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than twenty-four (24) hours, in which case notice of an adjournment to another time and place shall be given, before the time of the adjourned meeting, to the Directors who were not present at the time of the adjournment.

SECTION 11. VACANCIES

- (a) Candidates - Prior to Distribution of Ballots. The Board of Directors shall fill all vacancies in the list of the candidates that may occur by death or resignation or for any other reason after the adjournment of the final meeting of the House of Delegates at the annual meeting of the Society but prior to the issuance of mail ballots.

- (b) Candidates - Subsequent to Distribution of Ballots but Prior to Counting of Ballots. Should any vacancies in the list of candidates occur by death or resignation or for any other reason; the candidate(s) receiving the highest number of votes from among the remaining candidates shall be elected to the subject office(s). Should the remaining number of candidates for the specific office be fewer than the number of vacancies to be filled, all remaining candidates for the subject office shall be considered elected, and the Board of Directors shall fill the remaining vacancies in accordance with the appropriate subsection (d) through (h) of this Section 11.
- (c) Vacancies Occurring Subsequent to Election but Prior to Installation. The Board of Directors shall fill all subject vacancies that may occur by death or resignation or for any other reason in accordance with the appropriate subsection (d) through (i) of this Section 11.
- (d) President. If the President shall become unable to perform the duties of the office due to death, resignation, or protracted incapacity, the Board of Directors shall appoint from among the membership of the Board of Directors a President Pro Tempore to serve the remaining portion of the unexpired annual term of the office of President. Such President Pro Tempore shall not automatically accede to the office of Chairperson of the Board. (See subsection (f) of this Section 11.)
- (e) President-elect. In the event a vacancy occurs in the office of President-elect, the Board of Directors shall have authority to decide, in the Society's best interests, whether or not to call a special election to fill the subject vacancy for the remainder of the unexpired term. (For example, the Board of Directors may determine it appropriate to call a special election only if there is adequate training and orientation time for the new President-Elect prior to his/her installation as President.)
- (f) Immediate Past President. If the Immediate Past President becomes unable to perform the duties of the office, or if the office is vacant due to the provisions of subsection (d) or (e) of this Section 11, the Board of Directors shall appoint from among the membership of the Board of Directors one Director to serve as Chairperson of the Board and to perform the other duties of the Immediate Past President for the remaining portion of the unexpired term.
- (g) Treasurer. If the Treasurer becomes unable to perform the duties of the office, the Board of Directors is empowered and directed to fill such vacancy until such time as a duly elected Treasurer is installed. As determined by the Board of Directors, the Committee on Nominations shall present candidates for election of a replacement Treasurer at the annual meeting corresponding to the regularly scheduled election cycle for Treasurer, or at any interim annual meeting as designated by the Board of Directors.
- (h) Elected Directors. If the office of an Elected Director shall become vacant between annual meetings of the Society, such office may be filled by the Board of Directors. At the next annual meeting, the Committee on Nominations shall present candidates for election to serve for the remaining portion of the unexpired term. The candidates for Director will be asked in descending order of votes received to fill the vacancy and shall assume the office of Director immediately upon certification of the results of the election.
- (i) Chairperson of the House of Delegates. If, prior to convening the first meeting of the next annual session of the House of Delegates, the Chairperson of the House of Delegates shall become unable to perform the duties of the office, the Board of Directors shall appoint a delegate as Chairperson pro tempore to serve the remaining portion of the unexpired term.

If the Board of Directors calls a special election, the Board shall direct the Chairperson of the House of Delegates to reconvene the Committee on Nominations for the purpose of presenting a slate of two (2) candidates for President-elect. The slate shall be ratified by the House of Delegates through mail ballot or other means. The newly elected President-Elect shall be installed as soon as practical following his/her election, and shall serve the remainder of the unexpired term of the presidential offices.

In the event the decision is made to not fill the President-elect vacancy by special election, the Board shall appoint a President Pro Tempore to serve during the subsequent year when the office of President is vacant. (See subsection (d) of this Section 11.)

SECTION 12. COMMITTEES

The Board of Directors will designate the following committees, and such other committees as the Board may, from time-to-time, deem advisable, to report directly to the Board.

- (a) Committee on Finance. The Committee on Finance shall consist of five (5) voting members: President, President-Elect, the Immediate Past President, the Chairperson of the House of Delegates and the Treasurer. The Treasurer shall serve as chairperson. The Chief Executive Officer shall be a non-voting member of the Committee and shall serve as its Secretary. The Committee on Finance

shall establish an operating bank account in the name of the California Society of Health-System Pharmacists, maintaining a general ledger that shall individually record the financial details of the Society's activities. The Committee on Finance shall prepare a budget for the succeeding year and submit it to the Board of Directors for approval.

- (b) Committee on Goals. The Committee on Goals shall be an advisory body to the Board of Directors. It shall analyze studies, recommend broad goals for the profession of pharmacy and for the Society, and shall outline plans for achieving such goals. The Committee on Goals shall consist of a chairperson and the following members:
- (i) 2nd Year Board of Directors member
 - (ii) Non-Board, National
 - (iii) Non-Board, State
 - (iv) Non-Board, Local
 - (v) President-Elect
 - (vi) Pharmacy Technician member, if affiliated
 - (vii) Chief Executive Officer (Staff)
 - (viii) 3rd Year Board of Directors member (Board Liaison)
- (c) Executive Committee. The Executive Committee shall consist of five (5) voting members: President, President-Elect, the Immediate Past President, the Chairperson of the House of Delegates, and the Treasurer. The Immediate Past President shall serve as Chairperson. The Chief Executive Officer shall serve as its Secretary. The Executive Committee shall handle matters of urgency between Board of Directors Meetings and other duties as may be delegated to the Executive Committee from time to time by the Board of Directors with those decisions being submitted to the Board of Directors for adoption, revision or non-adoption at the next scheduled meeting; provided that, the Executive Committee shall have no authority with respect to:
- (i) The filing of vacancies on the Board of Directors or on any committee;
 - (ii) The fixing of compensation of the directors for serving on the Board of Directors or any committee;
 - (iii) The amendment or repeal of the Bylaws or the adoption of new Bylaws;
 - (iv) The appointment of committees of the Board of Directors or the members.

Proposal T

*To revise CSHP Bylaws: Article VII, Officers - **Approved as amended***

SECTION 1. NUMBER AND SELECTION

The officers of the corporation shall be the President, President-elect, Immediate Past President and Treasurer all of whom shall be Directors of the corporation.

The officers shall be selected as provided in Article VI of these Bylaws. Each shall hold office until s/he shall resign or shall be removed or otherwise disqualified to serve, or until a successor shall be selected and installed.

The Board of Directors may appoint such other officers as the business of the corporation may require, each of whom shall hold office for such a period and have such authority and perform such duties as are provided in these Bylaws or as the Board of Directors may from time-to-time determine.

SECTION 2. DUTIES

- (a) President. The President shall be the principal elected official of the Society and shall be so recognized at all Society affairs, programs, and activities. Shall be a member of the Board of Directors and shall serve as its Vice Chairperson; may serve as a delegate to the American Society of Health-System Pharmacists House of Delegates, as provided in Section 10 (c) of Article VIII of these Bylaws; and shall submit an annual report.
- (b) President-elect. The President-elect shall be a member of the Board of Directors. The President-elect shall appoint all chairpersons of Councils, Committees, and Task Forces. Also, the President-elect shall appoint additional committees as approved by the Board; shall fill all vacancies by appointment, except as otherwise provided; may serve as a delegate to the American Society of Health-System Pharmacists House of Delegates, as provided in Section 10 (c) of Article VIII of these Bylaws; and may perform the duties of the office of the President if the President is temporarily unable to do so.
- (c) Immediate Past President. The Immediate Past President shall be a member of the Board of Directors and shall serve as Chairperson of the Board of Directors and the Executive Committee.
- (d) Treasurer. The Treasurer shall be a member of the Board of Directors; shall represent the Board in all matters pertaining to the investment, receipt and disbursement of Society funds; shall chair the Committee on Finance; shall assure development of the Society's budget for presentation to the

Committee on Finance; shall monitor and evaluate compliance with the Society's budget; and shall assure preparation of an annual audit of the Society's fiscal affairs.

Proposal U

*To amend CSHP Bylaws Article IV. California Pharmacy Technician: By deleting reference to the California Pharmacy Technician Association and reinserting reference to the CSHP Technician Division - **Approved***

Article XIV. Technician Division

SECTION 1. MEMBERSHIP

The membership of the Technician Division (hereafter referred to as "the Division") shall consist of all technician members of the California Society of Health-System Pharmacists.

SECTION 2. RESPONSIBILITIES

- (a) Technician Division shall promote and foster the standards and purposes of the California Society of Health-System Pharmacists.
- (b) Through their representatives of the House of Delegates, the Technician Division may report, consolidate and delineate problems, issues and programs of general importance to the profession of pharmacy, and otherwise participate in formulating Society policies at meetings of the House of Delegates as defined in Article VIII of these Bylaws.
- (c) Technician Division may not adopt, publicize, promote or otherwise convey any policy or principle in the name of the Society that has not been officially adopted by the Society. Technician Division may not adopt, publicize, promote, or otherwise convey any policy or principle that is contradictory to, or in conflict with, any official policy or principle of the Society.

SECTION 3. RESTRICTIONS

- (a) The Division shall not make political contributions of any kind to federal, state or local candidates or campaigns.
- (b) The Division may have the privilege of using the insignia of the Society in accordance with guidelines established by the Board of Directors.
- (c) Acts of the Division shall in no way commit or bind the Society.

SECTION 4. PHARMACY TECHNICIAN EXECUTIVE COMMITTEE (PTEC)

The PTEC shall serve as a liaison between CSHP technician members and the CSHP Board of Directors. The Committee will express the interests of CSHP technician members as well as promote technician involvement within the Society.

(a) Officers.

- (i) The officers of the Division shall be members of the Division.
- (ii) The elected officers of the Division shall be a Chairperson, a Chairperson-elect, an Immediate Past Chairperson, and a Secretary. The Chairperson-elect shall be elected annually and shall ascend successively to the offices of Chairperson and Immediate Past Chairperson, serving one (1) year in each of these positions. The Secretary shall be elected every two (2) years.
- (iii) Duties of the Officers.
 - (A) Chairperson: The Chairperson shall be the principal elected official of the Division. With approval of the Executive Committee, the Chairperson shall appoint committees as needed; shall be a member of the Division's Executive Committee and shall serve as its Chairperson; shall serve as one of the technician delegates.
 - (B) Chairperson-elect: The Chairperson-elect shall be a member of the Division Executive Committee and shall perform the duties of the office of Chairperson whenever the Chairperson is unable to do so.
 - (C) Immediate Past Chairperson: The Immediate Past Chairperson shall be a member of the Division Executive Committee and shall serve as Chairperson of the Executive Committee in the absence of both the Chairperson and the Chairperson-Elect.
 - (D) Secretary: The Secretary shall be a member of the Division Executive Committee; and shall serve as Secretary of the Executive Committee.
- (iv) Member-at-large: There shall be one elected technician member at-large and one active pharmacist member-at-large appointed by the President who shall be a voting member of this Committee.
- (v) Technician Director. The technician member elected to the CSHP Board of Directors shall serve as the Board liaison, and a non-voting member of this Committee.

(b) Elections.

- (i) A Committee on Nominations, appointed by the chairperson, shall select two (2) candidates for chairperson-elect and two (2) candidates for each delegate position other than the chairperson each year.
 - (ii) The Committee shall select two (2) candidates for Secretary every two (2) years and two (2) candidates for the at-large technician member of the Executive Committee on alternating two years. The Secretary and at-large technician member would be elected for a two (2) year terms.
 - (iii) The Chairperson-elect, Secretary, at-large technician, and Delegate shall be elected by the Division members. The ballots shall be mailed to all Division members in conjunction with established election procedures for other Society officers and directors.
 - (iv) The results of the election shall be certified by the Secretary of the Society. Persons nominated as delegates but not elected will serve as alternate delegates.
- (c) Vacancies. If the office of an elected member of the Division Executive Committee becomes vacant, the Executive Committee shall fill such vacancy until such time as a duly elected replacement is installed. During its next annual nomination cycle, the Committee on Nominations of the Division shall present candidates for election to serve the remaining portion of the unexpired term.
- (e) Meetings. The Division Executive Committee shall meet at least four (4) times per year.

SECTION 5. AUTHORITY

- (a) The Division may not adopt, publicize, promote or otherwise convey any policy or principle in the name of the Society which has not been approved by the Board of Directors.
- (b) The Division may pursue any activity that is authorized by the Society.
- (c) The Board of Directors shall have authority to assign a specific matter to the Division for its consideration.
- (d) Any matter presented for consideration directly to the Board of Directors may, prior to action by the Board of Directors, be referred for consideration and recommendation to the Division. In the event the Board of Directors does not act favorably upon a recommendation received from the Division, the matter shall be returned with explanation to the Division for its further consideration.

- (e) The Board of Directors shall approve an annual Division budget and have authority to establish guidelines for the expenditure of Division funds.
- (f) The Board of Directors shall have final authority over the proposals of the Division and the determination of which proposals require approval by the House of Delegates.
- (g) The Division shall not secure nor attempt to secure funds independently from sources outside the Society without prior approval from the Board of Directors.
- (h) The Division shall not independently contact other organizations unless authorized by the Board of Directors or the President.
- (i) If a matter is presented to the Division, in a called meeting, merely for the information of the Division, only acknowledgment of the information in the form of informal statements or suggestions shall be required in the records of the meeting.

Proposal V

*To amend the CSHP Regulations for the House of Delegates -
Approved as amended*

RULES OF PROCEDURE FOR THE CSHP HOUSE OF DELEGATES

PURSUANT TO ARTICLE VIII, OF THE BYLAWS OF CSHP AS AMENDED JANUARY 2017

ARTICLE I ESTABLISHMENT OF REGULATIONS

The House of Delegates shall be governed by the Society's Bylaws and by Regulations adopted by a majority of votes cast at a regularly called meeting.

ARTICLE II SEATING OF DELEGATES

After the session of the House of Delegates has been called to order, the Secretary shall recognize and enroll the duly certified delegates who shall then compose the House of Delegates.

Any delegate or alternate delegate who appears at the meeting of the House of Delegates Session to be recognized and enrolled as a delegate of the House shall remain a delegate of the House until such time as s/he is replaced. The place of a recognized and enrolled delegate will not be taken by any other person, except that at the commencement of each meeting, the House may, by majority vote, recognize and enroll an alternate delegate who shall then remain a delegate (in place of the replaced delegate).

ARTICLE III ATTENDANCE AT MEETINGS

All meetings of the House of Delegates shall be open unless the House of Delegates votes to go into executive session. When in executive session the following only shall be admitted to the room in which the meeting is held: voting delegates, officers of the House of Delegates, and the parliamentarian.

ARTICLE IV OPEN FORUM

An Open Forum is an open hearing for all members. The Open Forum shall be conducted in conjunction with any House of Delegates session to provide a forum for members to express their opinions on matters of concern to them and on matters to be considered by the House of Delegates. The Open Forum shall be scheduled to be completed prior to the deadline for submission of new business.

The Chairperson of the House of Delegates shall preside at the Open Forum and may request assistance from members of the Board of Directors and Committee, Council and Task Force (CCTF) Chairpersons.

ARTICLE V PRIVILEGE OF THE FLOOR

The privilege of the floor during a meeting of the House of Delegates may be extended to any member of the California Society of Health-System Pharmacists. In addition, the House of Delegates, by a majority vote or common consent, may grant the privilege of the floor to other persons attending the meeting.

ARTICLE VI OFFICERS

The Chairperson of the House of Delegates shall preside at all meetings. The Chairperson shall be elected as described in Section 2 of Article VI of the Bylaws. The Secretary of the Society shall serve as Secretary of the House of Delegates and shall keep a roster of its members and shall keep and be custodian of its minutes and records.

ARTICLE VII COMMITTEES

There shall be a Committee on Nominations appointed annually by the Chairperson of the House of Delegates.

ARTICLE VIII RULES OF ORDER

The House of Delegates shall be governed by the latest edition of Roberts Rules of Order when they are not in conflict with the Bylaws of the California Society of Health- System Pharmacists or with the Regulations for the House of Delegates.

ARTICLE IX ORDER OF BUSINESS

The following shall be the suggested order of business unless otherwise determined:

1. Call to order
2. Roll call of delegates
3. Reports of officers
4. Recommendations of delegates
5. Recognition of councils, committees and task forces
6. Report of the Committee on Nominations
7. Unfinished business
8. New business
9. Election of the chairperson of the House
10. Installation of the chairperson of the House and president
11. Adjournment

ARTICLE X ACTION ON REPORTS AND RECOMMENDATIONS

At least one author or author's representative of the proposal, resolution or recommendation should be present at the Open Forum to speak on the issue.

This shall not preclude consideration, debate and reference to an appropriate body within the Society by the Delegates of proposals, resolutions, or recommendations that are presented to the House of Delegates from other sources.

ARTICLE XI INTRODUCTION OF NEW BUSINESS

Any matter to be presented as new business shall be presented to the Chairperson of the House on the proper form in writing or other method determined by the Board of Directors no later than 5:00 p.m. on the day before the meeting in which new business is on the agenda, except when presented by the Board of Directors or the chairperson of any council or committee authorized to report to the House of Delegates. If any such

matter will include the offering of a motion, the method of submission required by this rule shall state explicitly the motion to be offered.

ARTICLE XII MOTIONS AND RESOLUTIONS

All motions and resolutions shall receive for adoption the majority of votes cast. Secret ballots shall not be permitted in voting.

Resolutions submitted to the California Society of Health-System Pharmacists for consideration by the House of Delegates will be handled in the following manner:

1. The Board of Directors will consider all proposed resolutions.
 - a. Proposed resolutions must be presented to the Board of Directors on the proper form in writing or other method determined by the Board of Directors thirty (30) days prior to the House of Delegates session to allow time for preparation and presentation.
 - b. Proposed resolutions submitted after a specific date will be considered at the next House of Delegates session, except as provided in “c” below.
 - c. Resolutions that, because of the emergent nature of their content or intent require immediate action, may be processed provided that approval of a majority of the members of the Board of Directors is obtained.
2. Resolutions submitted to the Board of Directors must bear the signature of at least two active members of the Society.
3. All resolutions not voluntarily withdrawn by the originators shall be presented and acted upon at the meeting of the House of Delegates and shall be submitted to the delegates with a recommendation for action from the Board of Directors as follows:
 - a. Recommend adoption.
 - b. Not recommend adoption.
 - c. Recommend referral to a committee for further study, or
 - d. Present with no recommendation.

ARTICLE XIII NOMINATIONS

All nominations for office will be made by the Committee on Nominations, or as otherwise provided in Sections 3 and 4 of Article VI of the Bylaws.

ARTICLE XIV AMENDMENTS

Every proposal to amend the Rules of Procedure for the CSHP House of Delegates shall be submitted in writing at least 30 days prior to the Regional Delegates Conference and may be enacted upon at the annual meeting, when upon receiving a majority of votes cast, it shall become a part of these regulations.

Proposal W

*To amend the CSHP Bylaws Article XVII, Parliamentary Procedure: Reinstatement of Roberts Rules of Order and Removal of Modern Rules of Order - **Approved***

ARTICLE XVII

PARLIAMENTARY PROCEDURE

Robert’s Rules of Order, latest edition, shall prevail at all meetings of the Society except where contrary to these Bylaws, the Regulations for the House of Delegates, or any standing rule.

Recommendations

A total of five recommendations were presented. For the complete text of the 2016 Delegate Recommendations logon to the CSHP website (www.cshp.org) choose “Policy,” select “House of Delegates,” then choose “2016 HOD History,” and scroll down to “HOD 2016 Recommendations” or connect through link: http://c.ymcdn.com/sites/www.cshp.org/resource/collection/9365342F-890C-42B0-BF27-FF56CB8D168D/HOD_2016_recommendation-1.pdf

1. *BWG & BRC (if appointed) to consider developing a new member Category: Student Members*
Recommended: anonymous
Action: Referred to CSHP Board of Directors
2. *Recommend BWG & BRC to re-evaluate and examine CSHP Student membership methods*
Recommended: anonymous
Action: Referred to CSHP Board of Directors
3. *To amend Bylaws Article VI Section 3, Election, Designation, and term of office*
Recommended by Hali DePrima, University of the Pacific
Action: Rejected

4. *To amend Bylaws Article VIII, Section 2, Allocation*

Recommended by Michaela Vachuska, University of the Pacific

Action: Amended and approved

5. *Delete from CSHP Bylaws Article XIII, Section 4, (d)*

Recommended by William Yee, CSHP Past President

Action: Referred to the CSHP Board of Directors

The Board will review these recommendations at the February 2017 Board of Directors meeting to determine the process for review and actions to be taken.

Approval of the 2016-2017 Committee on Nominations

Dr. Kawahara presented the House of Delegates with a list of members proposed for approval as members of the 2016-2017 Committee on Nominations. He advised that the recommended appointments had been reviewed and approved by the CSHP Board of Directors as required by CSHP Bylaws, and now presented to the House of Delegates for approval.

| Nominee | Chapter |
|------------------------|--------------------|
| Anne Tran-Pugh (Chair) | Orange County |
| Elizabeth Chang | Golden Gate |
| Steve Dohi | San Gabriel Valley |
| Paige Lin | Inland |
| Jerry Fujiwara | Golden Empire |
| Martin Iyoya | Diablo |
| Betty Jue | Quatra County |
| Joel Weber | Sierra |

The House of Delegates approved the 2016-2017 Committee on Nominations as proposed.

Installation of President

Outgoing CSHP President Kethen So installed Vicky Ferraresi as CSHP's new president and presented her with an inscribed CSHP president's pin.

Recognition of Outgoing President

Newly-installed President Vicky Ferraresi called the immediate Past President Kethen So to the podium. President Ferraresi

thanked Dr. So for his diligence, perseverance and leadership for the past year as president as well as his many years of service on the Board of Directors and to CSHP. Dr. So was presented with a plaque on behalf of the membership and the Board of Directors to commemorate his year as president of CSHP. Dr. So addressed the House as the outgoing president and thanked the delegates, members of the various CSHP committees, and the CSHP Board for their support during his tenure.

Recognition of Outgoing Chair of the House of Delegates

The Chair of the Board Stacey Raff called the immediate Past Chair of the House of Delegates Brian Kawahara to the podium and thanked him for his service to the Society and the House of Delegates. She presented him with the plaque to commemorate his years as chair of the House of Delegates. Brian Kawahara thanked Stacey Raff and the Society for their support.

Installation of New Chair of the House of Delegates

The chair of the Board Stacey Raff announced Jeannette Hanni as the newly-elected chair of the CSHP House of the Delegates. Dr. Raff then installed Dr. Hanni as the new chair of the CSHP House of Delegates.

Recognition of Outgoing Chair of the Board of Directors

Immediate Past President Kethen So called outgoing chair of the Board Stacey Raff to the podium and thanked her for her leadership and service of seven years on the Board. Dr. So presented Dr. Raff with an inscribed plaque to commemorate her years as a board member and as the chair of the CSHP Board.

Installation of New Chair of the Board

The outgoing chair of the Board Stacey Raff called the new chair of the Board Kethen So to the podium and installed Dr. So as the new chair of the Board of Directors.

Recognition of the Outgoing Treasurer

Immediate Past President Kethen So called outgoing CSHP Treasurer Jason Bandy to the podium. Dr. Bandy was thanked for his service to the Society and the Board as the treasurer.

Recognition of CSHP Parliamentarian

Chairperson of the House of Delegates Jeannette Hanni recognized Dr. Kenneth Schell and thanked him for serving as parliamentarian during the proceedings of the 2016 House of Delegates.

Adjournment

The CSHP Chair of the House Jeannette Hanni reminded delegates that Seminar 2017 would be held in Las Vegas, Nevada. Dr. Hanni also informed delegates that the date for the 2017 Regional Delegates Conference will be decided by the CSHP Board of Directors at its January meeting and will be followed with a 'save the date' notification from the CSHP office. Dr. Kethen So joined to thank the CSHP staff for the tremendous work they put together towards the Seminar and making it a success.

Shirley Chen from the Golden Gate Chapter announced a total donation of \$2275 to PAC, which is a combination of member donations and \$1000 from the chapter. She informed the House that this is the eighth year in a row that the Golden Gate Chapter has had this donation tradition and challenged other chapters to do the same.

Chair Jeannette Hanni then pronounced the forty-first annual session of the CSHP House of Delegates adjourned at 12:20 p.m. ○

Delegates

2016 CSHP House of Delegates October 30, 2016

Officers and Directors

Stacey Raff
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Lyndsie Okumura
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Student Chapter**

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Bhumika Parekh
Tina Menedjian

Guests

Kathy Webster



2016 CSHP House of Delegates Report of the President

October 30, 2016

Kethen W. So, PharmD, FCSHP

It has been my honor and privilege to serve as your CSHP president for 2016. CSHP experienced many challenges this past year, yet we have been presented with opportunities to become a better and stronger organization. Many long and late hours were spent working with the Board of Directors to address important issues for CSHP. I am very fortunate to have worked with many dedicated and talented pharmacy leaders, volunteers, and CSHP staff. Their wisdom and constructive feedback have been amazing. This year we had over 170 volunteers serving on seventeen committees, councils, and taskforces of CSHP. I am incredibly proud of their commitment and contribution to the organization. CSHP exists because of **YOU!!** Let's review of some of the key accomplishments:

- **CEO Search Committee** (Alan Endo, Chair) – The Committee accepted the challenging task to identify a group of highly-talented CEO candidates for the Board's consideration. After extensive screening and interviews, the Board is thrilled that Loriann DeMartini, PharmD, has accepted the position as our new CSHP CEO. We all should be appreciative of their tremendous efforts.
- **Blue Ribbon Committee** (Jay Rho, Chair) – Established at the Special House of Delegates in July 2015, most committee members are past CSHP presidents who are passionate about the current and future state of the organization. Their joint efforts in working with the Board Bylaws Review Workgroup have further confirmed the need to revamp our governance documents. I am pleased to report that the revision of the bylaws has been completed pending the House of Delegates review and general membership approval.
- **Sterile Compounding Taskforce** (Lynn Paulsen, Chair) – After over two years of diligent work with the California Hospital Association (CHA), the comprehensive CHA CSHP Compounding Grids were finally published and shared during the well-attended CHA Sterile Compounding Webinar.
- **Residency Barrier Taskforce** (Daniel Burger, Chair) – This new taskforce consists of members who have experience with residency program training. They have created a thoughtful survey to capture issues related to establishing new residency programs. The results of the survey will be shared with the membership.
- **Government Affairs Advisory Committee** (Keith Yoshizuka, Chair) – This committee's ongoing efforts have kept our members informed of the current legislative issues. This year, CSHP has successfully collaborated with the author to modify AB 1114 (Eggman) to expand access to preventative health care services provided by health-system pharmacists to Medi-Cal recipients. The bill was signed by Governor Brown.

- **Seminar Planning** (Dan Kudo, Chair) and **Continuing Pharmacy Education Committees** (Christina Madison, Chair) – I hope you will join me to experience the great work by these two committees to present Seminar 2016, *Transitions in Pharmacy*, with more than 70 hours of continuing education and many more exciting and entertaining events. The program is going to be fantastic.

CSHP's efforts in regulatory and legislative affairs continue to be the strength of our organization. We collaborate with key healthcare, regulatory, and advocacy organizations. Our lobbying firm, the Weideman Group, has been very effective and has ensured our financial contributions to the Pharmacy Professionals of California Political Action Committee (PPC-PAC) are spent effectively. Past President Steve Gray has also been instrumental in advising the CSHP leadership on multiple emerging legislative issues. His efforts and expertise are greatly appreciated. Major efforts by CSHP leadership include:

- **California Board of Pharmacy**
CSHP collaborated with the CA BOP to ensure successful implementation of SB 493. We also addressed concerns from members regarding proposals by the BOP Licensing Committee regarding changes to the technician licensing and training requirements and the CPJE exam.
- **California Department of Public Health**
CSHP continues to share health-system practice-related issues with representatives of CDPH.
- **California Hospital Association**
CSHP participates actively in the Medication Safety Committee, along with other California healthcare providers and regulatory agencies, to address important issues such as the Proposed FDA Sterile Compounding Requirements.
- **California Pharmacist Association**
CSHP and CPhA held another successful joint Pharmacy Legislative Day and are continuing to collaborate on legislative issues.
- **Other Advocacy Groups**
We collaborated with many advocacy groups including the California Chronic Care Coalition and Scripts for Future California to support the passage of SB 586 (Hernandez) to redesign the California Children's Services program. This bill was signed by the Governor.

CSHP Affiliate Chapters play an important role in our success. One of my main goals at the beginning of the year was to strengthen the relationship with our members. I was honored to visit all fifteen Affiliate Chapters and ten Student Chapters for their special events including chapter officer installation, membership drive, and their local legislative events. It was a privilege to witness the energy and commitment to both CSHP and the profession. I am also excited to share that Chapman University School of Pharmacy was approved as a new CSHP Student Chapter. We are currently actively working with the faculty at the West Coast University School of Pharmacy to introduce CSHP to be part of their professional experience as well. CSHP membership continues to grow!

With the dissolution of the **California Pharmacy Technician Association**, all pharmacy technician members are now members of CSHP. The newly-created **Pharmacy Technician Executive Committee** was appointed earlier this year to reenergize our efforts to promote the involvement of pharmacy technicians in the organization. Both Mark Banzon and Paul Sabatini, co-chairs, are doing a superb job with the support of Board members Jeanne Li and Annet Arakelian.

The **New Practitioner Executive Committee** and the **Student Section Executive Committee** continue to foster the involvement and leadership amongst these member groups. Their voices on the Board of Directors are essential for CSHP to meet their needs and become a stronger organization.

While CSHP has done a lot of great work to support our members and profession this year, we continue to look to the future of our organization and develop new programs.

- **Sterile Compounding Competency Review**

This popular and successful review course, in its third year, is possible through a partnership between Touro University and CSHP. With many updated regulations and practice requirements in sterile compounding, both pharmacists and pharmacy technicians have benefitted from this course.

- **Advanced Pharmacy Practice Certificate Program**

In preparation of the implementation of SB 493, CSHP leadership has worked closely with Touro University in developing a practical training program to support pharmacists in advanced pharmacy practice.

- **IPPE and APPE Rotations at CSHP**

To support educational efforts of pharmacy practice, CSHP has agreed to develop clerkships with the California Northstate University School of Pharmacy. CSHP continues to look for opportunities to support the student practical education and opportunities to partner with the schools of pharmacy.

It has been an incredible journey this past year. I have grown both personally and professionally. This once-in-a-lifetime experience has been so valuable for my future. I'd like to acknowledge and thank MaryAnne Bobrow who served as our interim EVP/CEO providing leadership, knowledge, and guidance to the CSHP Board of Directors. I hope you had a chance to meet our new CEO Loriann DeMartini, PharmD, this weekend. In the past six weeks, she has already proven that she is ready to guide the membership, Board of Directors and staff to continue our Mission and Vision to serve our members and the public.

I have full confidence that incoming CSHP President Vicky Ferraresi will work closely with our new CEO, the Board of Directors and staff to take CSHP to the next horizon as the *Sky's The Limit*. Hope to see all of you in Las Vegas for CSHP Seminar 2017!

Thank you again for the opportunity and privilege to serve in this highly prestigious position as your CSHP President! ○



2016 CSHP House of Delegates Report of the CSHP Chief Executive Officer

October 30, 2016

Loriann DeMartini, PharmD

Just as the theme of Seminar 2016 is “Transitions in Pharmacy,” CSHP is also in transition. Over the course of the last 18 months, CSHP has experienced many changes. With change comes challenges, struggles and also opportunities for creativity and growth.

On a number of fronts CSHP, under the guidance of its leadership, has demonstrated a forward-thinking agenda to prepare itself to embrace the emerging redesign of our public health and healthcare systems. One such example is the decision to hire a pharmacist as your CEO. I, like you, understand what it means to be a pharmacy professional. We fundamentally embrace the power and passion of being a health care provider knowing that what we do better the lives our fellow brothers and sisters.

Several changes are being made to position ourselves for the future. During a two-day Board of Directors’ strategic planning meeting, we asked ourselves a number of questions: what do we need to do to prepare ourselves to fully capitalize on emerging opportunities and how do we create value for current and future members, appreciating the changing dynamics of the healthcare workforce? What emerged from those conversations was a realization that just as healthcare is positioning its future on team-based collaborative health care models so should CSHP. Collaboration is a core principle to the revised strategic priorities. The Board of Directors proposes three strategic priorities and one cross-cutting strategic priority. The three priorities are: optimal medication use in all settings, develop and maintain professional growth opportunities and resources for pharmacy practice and management, and collaborate to enhance patient care related laws and regulations, and standards. The cross-cutting strategic priority which will be embedded in all of CSHP’s activities to establish strategic healthcare collaboration and partnerships. There is more work to be done to finalize these strategic priorities and development of measurable objectives to achieve the priorities.

Recently, CSHP demonstrated its commitment to a collaborative approach to actualizing “optimal use of medication in all settings” and “establishing strategic healthcare collaboration and partnerships.” On October 21, 2016, CSHP hosted, at our office, an all-day comprehensive medication management (CMM) retreat under the leadership of Dr. Jessica Nunez de Ybarra from the California Department of Public Health’s (CDPH) Center for Chronic Disease Prevention and Health Promotion. Several years ago CDPH, established a CMM stakeholder work group to support CDPH’s efforts to realize Goal 2 of the California Wellness Plan. The California Wellness Plan (CWP), developed in 2014, was the result of a statewide process led by CDPH to develop a roadmap with partners to create communities in which people can be healthy and

improve the quality of clinical and community care. The aim of the plan is to find common approaches to reduce the burden and impact of chronic disease in California. Goal 2 of the CWP is; “Optimal Health Systems Linked with Community Prevention.”

CDPH’s CMM stakeholder workgroup includes representatives from; Indian Health Service, community pharmacists, academia (UCSF, UCD, USC, and Touro), CPhA, Chronic Care Coalition, Right Care Initiative, and Health Services Advisory Group (CMS’s Quality Improvement Organization). Now, the newest organization to join the diverse CMM stakeholder work group is CSHP.

A significant opportunity to actualize our newly developed strategic priorities is the expansion in the number of pharmacy schools. Since joining CSHP, I have had the pleasure of attending several pharmacy student events with both Dr. Kethen So and Dr. Vicky Ferraresi. During those events, a common question arose from the students: Will I have a job when I graduate? These concerns are clearly valid given five new schools will be graduating their first class of pharmacists in the next two to four years. This future could be viewed as an impending glut of pharmacists resulting in a depressed job market. On the flip side, it’s an opportunity to advance pharmacist’s newly expanded scope of practice. Simply put, more pharmacists equate to more health care providers to step into developing models of care such as whole patient care, accountable care organizations, medical homes, and CMM.

It also became evident in my conversations with pharmacy students that they want to advocate for their future as pharmacists. Our membership numbers demonstrate that commitment. From 2015 to 2016, our student membership has increased by more than 10%, and we expect that to increase as several of the newer schools start student chapters.

It is imperative these future pharmacists are present and engaged as we position our organization to advance our mission.

To fully prepare ourselves to leverage opportunities for advancement requires we have a solid foundation as an organization. This requires us to look inward at our operations, systems, processes, and resources, both personnel and financial. Since joining CSHP, I have made it a priority to address the most time sensitive and pressing issues facing CSHP. One of those issues is our financial status, both current and going back two fiscal years to July 1, 2014. It has been difficult and has required a substantial investment of time and resources to rebuild our financial records. However, I am pleased to state that on October 21, 2016, we received an “unqualified audit opinion” for the fiscal year ending 2015 (July 1, 2014 – June 30, 2015) by the CPA firm hired to audit our financial records. An “unqualified audit opinion” is an independent auditor judgment that a company’s financial records and statements are fairly and appropriately presented and in accordance with Generally Accepted Accounting Principles. I anticipate, relatively soon, that we will receive the same unqualified audit opinion for the fiscal year ending 2016 (July 1, 2015 – June 30, 2016). From there we will build our budget for the fiscal year 2017. We will be releasing the financial information noted above, as soon as possible, keeping with our strong commitment to transparency.

Another pressing issue facing CSHP is membership. During the 2015 fiscal year (July 1, 2014 – June 30, 2015), our pharmacist membership dropped 30% compared to the three prior fiscal years (2012, 2013, and 2014). During the 2016 fiscal year (July 1, 2015 – June 30, 2016) membership increased and cut the 30% reduction noted for 2015 down to 14%. However, our pharmacist membership today is still lower than noted for fiscal years; 2012, 2013, and 2014.

To build CSHP’s membership, we need to strengthen and communicate our value. One of the first things we plan to do is reinstate a dual membership cycle. We heard you. When we attempted to go from a dual to single membership cycle, you let us know that it didn’t work for you. The Board is also planning to revisit the monthly payment option of the membership fee soon. Also, we will be working closely with the Blue Ribbon Committee to act upon their recommendations to rebuild CSHP’s reputation and value to the members. To understand how “value” is defined, we need to ask, listen, and act upon your input. To that end, I plan on reaching out to as many members as possible to learn what value is to you and what you expect from your investment.

Our healthcare system is changing quickly and models of care rooted in our culture for decades are no longer sustainable. This, like no other time in our health care history, presents opportunities to think and act differently. This is a time to be bold, to step up, lean in, and be the architect of our future. To do nothing or to be timid in imagining the future, would mean being left behind. I am committed to embracing the power of change and to further our vision through empowerment of all pharmacy professionals to promote wellness, patient safety and the optimal use of medications.

I am honored to join the California Society of Health-System Pharmacists. Together we will move forward to embrace the full potential of pharmacy professionals and meet the healthcare needs of all Californians. ○



2016 CSHP House of Delegates Report of the Treasurer

October 30, 2016

Jason Bandy, PharmD, FCSHP

This marks the end of my third year as treasurer of California Society of Health-System Pharmacists (CSHP) and this is the treasurer's report. This report covers both fiscal years ending (FYE) 2015 and 2016. Financial highlights over the past two years are below:

1. CSHP assets are reported at \$2,743,531 at the end of the 2016 fiscal year.
2. CSHP's FYE 16 was a mere 1.5% over budget (-\$36,477).
 - During FYE 16, CSHP experienced a 16% reduction in membership compared to FYE 15 resulting in an approximate \$100,000 difference between FYE 15 and FYE 16. Reasons for this drop is most likely due to the membership database change, elimination of automatic monthly dues, and the transition in leadership.
 - The Covered California Grant ended FYE 15 which provided approximately \$180,000 per year for FYE 14 and FYE 15.
 - CSHP, through several costs cutting measures, reduced cost of providing services to members by 22% from FYE 15 and FYE 16. These costs cutting measures (e.g., reduced travel, personnel vacancies) offset the reduction in membership and end of the grant funding.
3. CSHP contingency reserve funds at year-end total \$317,984.
4. CSHP financial statements have been audited for the 2014-2015 fiscal year- and we received the highest marks possible. The audit for the 2015-2016 fiscal year is in progress and will likely be completed by December 1st.
5. The numbers at the end of the 2016 fiscal year are believed to be accurate, but since the audit has not yet been completed, it is possible there could be minor changes.

Independent Auditor's Report

CSHP's financial audit report was received by our contracted independent accountants Fechter & Company, CPAs. In their opinion, our financial statements represent fairly, in all material respects, the financial position of CSHP for fiscal year ending June 30, 2015. The audit for the 2016 fiscal year is still in progress, but they are also expected to issue an unqualified (clean) opinion for the 2015-2016 fiscal year.

CSHP management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Based on their review, Fechter & Company, CPAs is not aware of any material modifications that should be made to the financial statements.

Table 1. CSHP Assets by Fiscal Year

| Assets | 2014 | 2015 | 2016 |
|------------------------------|---------------------|---------------------|---------------------|
| Cash and Cash Equivalents | \$ 67,052 | \$ 60,810 | \$ 177,969 |
| Accounts Receivable | 208,076 | 141,458 | 75,771 |
| Prepaid Expenses | 48,860 | 1,173 | 10,865 |
| Investments | 97,443 | 47,050 | 5,008 |
| Property and Equipment (Net) | 2,554,076 | 2,546,369 | 2,473,918 |
| TOTAL ASSETS | \$ 2,975,507 | \$ 2,796,860 | \$ 2,743,531 |

Table 2. CSHP Revenue by Fiscal Year

| Revenues / Income | 2014 | 2015 | 2016 |
|---------------------------------------|---------------------|---------------------|---------------------|
| Membership dues | \$ 440,014 | \$ 493,371 | \$ 390,307 |
| Advertising and publication sales | 51,460 | 50,635 | 56,693 |
| Education programs | 1,380,738 | 1,419,707 | 1,150,478 |
| Grant income | 190,936* | 171,453* | - |
| Rental, investments, and other income | 138,953 | 162,371 | 164,482 |
| TOTAL REVENUES | \$ 2,202,101 | \$ 2,297,537 | \$ 1,761,960 |

* The Covered California Grant ended in 2015 and was a one-time grant.

Table 3. CSHP Net Assets by Fiscal Year

| | 2014 | 2015 | 2016 |
|------------|------------|------------|------------|
| Net Assets | \$ 593,588 | \$ 355,281 | \$ 317,984 |

Statement of Financial Position for Fiscal Year Ending June 30, 2016

Our Statement of Financial Position as of June 30, 2016, showed that CSHP's total assets were \$2,743,531. Our cash and cash equivalents were \$182,977. Our total liabilities including accounts payable, accrued expenses, long-term debt and deferred revenue were \$2,425,547.

A schedule of our assets as reported in the prior three fiscal years is provided in Table 1.

Statement of Activities for Fiscal Year Ending June 30, 2016

Our Statement of Activities showed our revenue and other support and Expenses for the organization. CSHP reported \$1,761,960 in total revenue and \$1,798,437 in total expenses. The net assets for the year decreased to \$317,984.

Revenue and other support for this fiscal year totaled \$1,761,960. We received income of \$390,307 from total membership dues, \$1,150,478 from educational programs, and \$164,235 from building rent. The balance of our revenue was from advertising, investment income and contracted services.

Expenses for this fiscal year totaled \$1,798,437. Classification of the expenses by function is pending completion of the 2015-2016 fiscal year audit.

Statement of Cash Flows for Fiscal Year Ending June 30, 2016

Our Statement of cash flows from operating activities and investing activities was \$122,987. Net cash provided by financing activities was \$138,941. Cash and cash equivalents at the beginning of the year were \$60,810 and at the end of the year was \$183,797.

Reserve Funds

Reserve funds for FYE 2016 (also known as Total Net Assets or Equity), are \$317,984. This compares to 2015 reserves of \$354,461. Our reserves are equivalent to about 18% of our current annual expenses. A schedule of our net assets compared to the prior two fiscal years is included in Table 3.

Cost of Services per Member

As required per CSHP Administrative Policy, the cost of providing services per member in the 2015 year was \$546.13. The cost per member in FYE 2016 was \$425.56. This represents a 22% decrease from the year prior.

Controls and Fiscal Accountability

Our certified, independent accountant, Craig Fechter, CPA, determined that the financial statements represent fairly, in all material respects, the financial position of the CSHP as of June 30, 2016, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Conclusion

This year's crowning moment for CSHP was the installation of Loriann DeMartini as its new CEO. With the leadership of Dr. DeMartini, the Board of Directors and the CSHP staff, we completed the FYE 2015 financial audit and we have good results. CSHP saw a financial increase in both membership and education programs. We also were able to decrease our cost per member by 22%. There is an upward trend of membership in the last few months due to early Seminar registration and a significant increase in student membership. Seminar 2016 continues to be financially sound with strong number of pre-registrants, residency showcase, and corporate sponsorship. As Seminar is one of the major source of revenue for the Society, the net gain will help CSHP provide consistent membership service in the coming year. We've also been given an unqualified audit report for FYE 2015, which is the best quality of an audit report. We are expecting an unqualified audit report for FYE 2016 upon its completion as well. With its great group of leaders and strong financial health, I believe CSHP is poised for greatness in the near future.

I'd like to thank all the members of CSHP for allowing me to serve as treasurer over the past three years. The time spent with CSHP members has been rewarding and very meaningful. It's been an honor and a privilege to be part of an elite group of pharmacist and technicians. ○



Report of the CSHP Blue Ribbon Committee on Governance

October 30, 2016

**Jay P. Rho, PharmD, FCSHP,
FASHP, FCCP**

At the recommendation of the CSHP Special House of Delegates, CSHP President Kethen So appointed this Blue Ribbon Committee (BRC) on August 12, 2015 to review the CSHP governing documents and to provide the CSHP Board of Directors with recommendations on any issues and inconsistencies that this BRC identifies with these documents along with suggestions to ensure checks and balances with governance structure. We thank you for appointing us to conduct this important work. This is our initial progress report for presentation to the CSHP House of Delegates.

Charter

1. Appointment of a Blue Ribbon Committee (BRC) by the 2015-2016 CSHP Presidential Officer immediately:

Jay Rho, *Chair*
 Kenn Horowitz, *Member*
 Nancy Korman, *Member*
 Stephanie Liang,
New Practitioner Member
 Patricia New, *Member*
 An Nguyen, *Student Member*
 Frank Saya, *Member*
 Maria Serpa, *Member*
 Jeffrey Suda, *Technician Member*
 Scott Takahashi, *Member*
 William Yee, *Member*
 Ken Schell, *Board Liaison*
 MaryAnne Brobrow, *Staff*

2. To have an understanding of the hierarchy of CSHP governing documents:
 - a. Articles of Incorporation (all documents ii through iv may not conflict with these articles)
 - b. Bylaws (may not conflict with articles; items c & d may not conflict with bylaws)
 - c. House of Delegates (HOD) Regulations
 - d. Administrative Policies
3. To review the following governing documents and identify issues or inconsistencies:
 - a. Articles of Incorporation
 - b. Bylaws
 - c. House of Delegate (HOD) Regulations
 - d. Administrative Policies
4. To revise, as necessary, CSHP governing documents:
 - a. Align or crosswalk the HOD Regulations and policies to the Bylaws
 - b. Suggest revisions/additions of the HOD Regulations, policies or Bylaws
 - c. To ensure consistency and due process in Society business

- d. To ensure checks and balances for professional and operational business and accountability
5. Identify steps required to restore the reputation and level of trust at CSHP among stakeholders, i.e. CSHP members and affiliated organizations (CSHP Foundation, et cetera), legislators, and outside organizations. Identify short-term (1 year) and long-term goals (5 year).
6. The BRC will provide a progress report to the CSHP House of Delegates at Seminar in October 2015.
- This is a progress report only
 - Any changes in Bylaws are subject to review & revisions by CSHP Corporate Counsel
7. Final Report by Seminar 2016
- with the BRC to jointly review the CSHP Bylaws given a desire to avoid duplication of work efforts.
4. The BRC and BWG jointly reviewed the entire CSHP Bylaws document and CSHP House of Delegates Rules and Regulations and agreed to submit to the CSHP Board of Directors our key recommendations that suggested changes to the Bylaws to better reflect current California corporate law, clarify ambiguous language, and to remove non-essential language throughout the Bylaws.
5. Based on the BRC and BWG recommendations, the CSHP Board of Directors have approved the following proposals which have been submitted to the CSHP House of Delegates for approval.
- Proposal S: To Revise CSHP Bylaws Article VI, Directors
- Proposal T: To Revise CSHP Bylaws Article VII, Officers
- Proposal U: To Amend CSHP Bylaws Article IV. California Technician Association
- Proposal V: To Amend the CSHP Regulations for the House of Delegates
6. Given the complexity and effort needed to conduct the CSHP Bylaws review, the BRC was unfortunately unable to complete charge number 3 to review CSHP Administrative Policies and charge number 5 to identify steps required to restore the reputation and level of trust at CSHP among stakeholders.
7. I want to personally thank each of the dedicated members of the Blue Ribbon Committee and the Board Working Group for their expertise and through review of the CSHP governing documents. It is my belief the recommended proposals described above will provide a much clearer guidance reference for the governance structure of CSHP. ○

Progress Report

- The Committee held its first meeting on September 10, 2015 at the CSHP Office in Sacramento and conducted a series of meetings throughout 2015 and 2016.
 - Materials provided to the BRC members for review included:
 - Articles of Incorporation
 - CSHP Bylaws
 - House of Delegates Regulations
 - CSHP Administrative Policies
 - Sections of the California Corporation Codes
 - ASHP governing documents
 - CPhA Bylaws
 - In 2015, the CSHP Board of Directors established a Board Working Group (BWG) – including Kethen So, Elizabeth Chang, Brian Kawahara, Jason Brandy – to independently review the CSHP Bylaws. In March of 2016, the CSHP BWG aligned
- Proposal K: To Amend CSHP Bylaws Article II, Principle Office
- Proposal L: To Delete CSHP Bylaws Article III, Purposes and Mission Statement
- Proposal M: To Amend CSHP Bylaws Article IV, Section 1. Classification and Voting Members
- Proposal N: To Amend CSHP Bylaws Article IV, Section 2. Fees, Dues and Assessments
- Proposal O: To Amend CSHP Bylaws Article IV, Section 3, Termination of Membership
- Proposal P: To Amend CSHP Bylaws Article IV, Section 4. Transfer of Memberships and Section 5. Good Standing
- Proposal Q: To Amend the CSHP Bylaws Article VIII. House of Delegates
- Proposal R: To Amend CSHP Bylaws Article V. Meetings of the Society

Make Your Gift Today!



The CSHP Foundation

The CSHP Foundation promotes public health through education and research in health-system pharmacy. The Foundation supports grants, research, publications, speakers, and scholarships.

Foundation projects include:

- Research and publication of the *Pharmacist's Role in the Interdisciplinary Care of the Aging Population*
- John J. Carbone Memorial Scholarship
- Joseph H. Beckerman Memorial Scholarship
- Speaker sponsorship at Seminar 2017

Your tax-deductible donation¹ to the CSHP Research and Education Foundation helps us to accomplish these goals.

Please visit <http://www.cshp.org/FoundationDonation> for more information about the Foundation or to make your gift online today!

Thank you for your support!



¹ Please consult a tax professional to obtain the maximum deduction for your gift.