

**ADOPTED BYLAWS
TEXAS PHARMACY ASSOCIATION
ACADEMY OF INDEPENDENT PHARMACISTS – TEXAS
Revised by July 2010**

Article I – Name

This organization shall be known as the Academy of Independent Pharmacists – Texas (AIP-Texas).

Article II – Mission Statement – Purpose

The Academy of Independent Pharmacists – Texas (AIP-Texas) is an Academy of the Texas Pharmacy Association whose purpose is to protect, preserve, and promote the economic viability and security of independent pharmacy in Texas. By providing a forum for those practicing in independent pharmacies to exchange information, develop strategies, goals, and objectives that promote the practice of independent pharmacy, AIP-Texas will positively influence legislative and regulatory issues regarding independent pharmacy within Texas and the United States.

Article III – Membership

Texas Pharmacy Association (TPA) membership shall be required to be a member of the Academy and the Academy membership shall consist of two types: 1) Investor Members, defined as Academy members who are contributing to the Academy according to a funding model adopted by the Executive Committee of AIP-Texas 2) General Academy Members, defined as Academy members who have selected the Academy of Independent Pharmacy on their TPA Application, who may be employed by an independent pharmacy or have an interest in independent pharmacy.

Article IV – Executive Committee and Election of Officers

4.1 Members of the AIP-Texas Executive Committee shall include a Chair, Chair Elect, Past Chair, and up to five directors nominated from the Investor member category. Only one member from a business entity with common ownership may serve on the Executive Committee at a time.

4.2 Election of officers and directors of the Executive Committee shall be in accordance with the bylaws of the Texas Pharmacy Association.

Article V – Academy Committees

5.1 When necessary to conduct the business of the organization, the chair of AIP-Texas Executive Committee shall appoint all Academy committees. The Executive Committee of AIP-Texas shall approve actions of all AIP-Texas committees before the actions become final.

- 5.2 **Standing committees of AIP-Texas shall include the Legislative and Policy Committee, and the Nominating Committee and shall meet when necessary to conduct business. Special committees may be established at the discretion of the Chair with the approval of the Academy Executive Committee.**
- 5.3 **The chair of the Academy Executive Committee shall be an ex-officio member of all Academy committees.**
- 5.4 **The Academy Nominating Committee shall be composed of the immediate past chair of AIP-Texas, serving as the chair of the Academy Nominating Committee, and two other members of AIP-Texas as appointed by the Chair of the Academy Executive Committee.**

Article VI – Investor Member Funding Model

- 6.1 **Each Investor member shall remit dues on a monthly basis through a billing system approved by two thirds of the members of the Academy Executive Committee. Monthly dues shall be an amount equal to 0.1 percent of total monthly wholesale purchases, and not less than \$100, of the remitting pharmacy and shall be remitted by wholesale partners. Monthly dues on behalf of a business entity that includes multiple pharmacies under common ownership shall be an amount equal to 0.1 percent of total monthly purchases for the entity and shall be capped at \$1000/month for entities up to 5 stores and \$2500/month for entities with greater than 5 stores and these dues shall be remitted by wholesale or corporate partners. Each business entity under common ownership shall have one person who is the designated Investor member. Dues established prior to this bylaws edition shall be grandfathered and allowed to be maintained as investor members at the previously established rate. The Academy Executive Committee maintains the right to establish dues on an individual basis as needed.**

Article VII Miscellaneous

- 7.1 **All committee and business meetings of the Academy shall be governed these bylaws and Robert’s Rules of Order, latest version.**
- 7.2 **Nothing in these bylaws, or any amendment to them shall conflict with the bylaws of the Texas Pharmacy Association. If any portion of this document is invalid, unconstitutional or for any reason unenforceable, such invalidity shall not affect the remaining valid portions of this document.**
- 7.3 **Amendments to these bylaws must be adopted by a two-thirds majority of the Executive Committee of AIP-Texas and ratified by a two thirds majority of all AIP members present at the Academy wide meeting during Texas Pharmacy Association’s annual meeting. These bylaws can only be ratified when there is a minimum of fifty AIP members voting in person or by proxy. All proposed**

amendments must be submitted in writing to the Academy Executive Committee sixty days prior to the TPA Annual Meeting to be considered.