

THE CONSTITUTION OF THE CARIBBEAN ASSOCIATION OF PHARMACISTS

The original Constitution was amended at the 16th Caribbean Association of Pharmacists/19th Commonwealth Pharmacy Association – Americas Region Joint Conference in Antigua on August 17th, 1996.

The Constitution was amended and the Bylaws approved at the Special Annual General Meeting in Nassau, Bahamas on May 1st, 2010.

PREAMBLE

Recognizing the increasingly important role which Pharmacists and the Pharmaceutical industry are playing in promoting health, welfare and social development in the territories of the Caribbean, and considering that there is an urgent need to stabilize the Profession of Pharmacy at both the regional and national levels;

And realizing that this co-operation and collaboration can best be accomplished through the regular exchange of information and experiences and the development of strong and viable Pharmacy bodies;

The representatives of Pharmacists in the Caribbean region meeting in Conference in Kingston, Jamaica from 5th – 11th September, 1976 have hereto subscribed to the establishment of an Association to be named the Caribbean Association of Pharmacists as provided for hereinafter appearing.

CONSTITUTION OF THE CARIBBEAN ASSOCIATION OF PHARMACISTS

Article 1 TITLE

1. The name of the Association shall be the Caribbean Association of Pharmacists hereinafter call the “Association”.

Article 2 AIMS AND OBJECTIVES

1. The objectives of the Association shall be:

- (a) To promote the Pharmaceutical Sciences and the profession of Pharmacy and all sectors of the Pharmaceutical industry in the Caribbean.
- (b) To institute and maintain the high standards and traditions of the profession and to promote ethical and professional conduct.
- (c) To effect and encourage close links between members of the health care team and the profession of Pharmacy in particular.
- (d) To foster personal contacts between pharmacists and pharmacy students in the Caribbean area.

- (e) To encourage the establishment of national Pharmaceutical bodies in countries of the Caribbean where none exist. The Caribbean Association of Pharmacists should encourage all pharmacists to become members of their national organizations.
- (f) To encourage, stimulate and maintain a high standard of Pharmaceutical education within the region.
- (g) To promote a uniform system of education for pharmacists practicing within the region such that reciprocity and professional practice can be guaranteed.
- (h) To hold conferences to discuss areas of interest to Pharmacists in the delivery of health care to the population.
- (i) To stimulate interest in the area of continuing education and to establish and maintain competence within the profession.
- (j) To facilitate the dissemination of knowledge and information it pertains to pharmaceuticals, devices and services.
- (k) To develop high standards of practice in Drug Supply Management.
- (l) To encourage the implementation and harmonization of appropriate legislation for the proper maintenance of standards and controls of pharmaceutical products.
- (m) To stimulate the pharmacist's interest the performance of drug utilization and drug use evaluation activities.
- (n) To establish a base for providing information of Pharmaceutical interest to other health care personnel within the Caribbean region.
- (o) To affiliate with or seek membership in any other organization in any part of the world with objectives of a similar nature.
- (p) To promote and encourage the exchange of information between pharmacists, other health care professionals and the community at large.
- (q) Generally to do all such other things as are incidental or conducive to the attainment of all or any of the above objectives.

Article 3 MEMBERSHIP

1. There shall be six kinds of membership, namely:
 - (a) National
 - (b) Individual
 - (c) Corporate
 - (d) Student
 - (e) Honorary Life
 - (f) Associate member
2. National membership shall be open to National Pharmaceutical Organizations in each country within the Caribbean area. A National Pharmaceutical Organization shall be the duly established and recognized representative body of the profession of pharmacy in that country. Such organizations shall be permitted one vote at any meeting of the association.
3. Individual membership shall be open to all registered pharmacists within the Caribbean area. Such members shall be permitted to vote at any meeting of the Association.
4. Corporate membership shall be open to all pharmaceutical manufacturers and local distributors who conduct business in the region and all pharmacies located in the various Caribbean territories. Such members shall not be entitled to vote at meetings of the Association

or be eligible for election to the Executive Council. They will be entitled to participate in the Association in a mutually acceptable manner.

5. Student membership shall be open to all pharmacy students enrolled in a recognized pharmacy program. They shall not be entitled to vote at any meetings of the Association.

6. Associate membership shall be open to all persons who have an interest in making a positive contribution to the development of pharmacy in the Caribbean. Such persons shall not be entitled to vote or seek election to the Executive Council.

7. Honourary Life Membership may be bestowed at the Annual General Meeting to a worthy individual who is a pharmacist and has contributed in an exemplary manner to the Caribbean Association of Pharmacists and Caribbean Pharmacy.

8. The first members of the Association shall be elected by resolution passed at the meeting of representatives of the Association of persons or bodies at the meeting held in Kingston, Jamaica in September 1976. Other members of the Association shall be approved by the Executive Council of the Association (hereinafter referred to as the Executive Council) after consideration of an application in writing giving particulars as the Executive Council may require.

Article 4

ADMISSION FEES AND ANNUAL SUBSCRIPTIONS

1. The Annual General Meeting shall, on the recommendations of the Executive Council, fix the scale of annual subscriptions of members which shall be subject to revision by the members at any Annual General Meeting.

Article 5

WITHDRAWAL OR TERMINATION

1. Any member not being in arrears for any contribution or subscription may by notice to the Secretary resign his or her membership and unless it is previously withdrawn such resignation shall take effect on the expiration of three calendar months from the date of receipt of such notice. The notice shall be submitted to the next meeting of the Executive Council and a minute thereof and the decision shall be duly recorded.

2. If subscriptions for the current financial year remain unpaid by April 1st of the following year, the defaulting member shall not be entitled to be represented at any meeting, and shall be deprived of the right to vote until such a member becomes financial.

Article 6

THE GENERAL MEETING

1. A General Meeting of the members shall be held once each year at such time and place as may be fixed by the Executive Council. This meeting shall be the supreme authority of the Association. It shall be composed of members in accordance with Article 3 of the Constitution.

2. The Annual General Meeting shall be competent to:-

(a) Elect the members of the Executive Council at its biennial meeting.

(b) Approve the annual report of the President, Secretary, Treasurer and Executive Director.

(c) Enact by-laws and their regulation to govern all aspects of the operation of the Association.

(d) Determine the general policy and programme of work of the Association.

- (e) Approve the budget and accounts.
 - (f) Examine any other matter submitted by the Executive Council or by one or more members which has been placed on its agenda.
 - (g) Approve the Standing Orders.
 - (h) Elect an external auditor.
 - (i) Perform all other duties and functions that do not fall within the jurisdiction of the Executive Council.
3. The Annual General Meeting shall elect from amongst the members of the Association a President, a First Vice President, a Second Vice President and a Third vice President, who shall hold office for two (2) years. The President shall be Chairman of the Executive Council and in his absence the First Vice President shall preside.

Article 7

1. At least twenty-one days notice of the Annual General Meeting shall be given to each member, but the accidental omission to give any notice of any Annual General Meeting to any member shall not invalidate the proceedings at such a meeting.

Article 8 **THE EXECUTIVE COUNCIL**

1. There shall be an Executive Council of the Association which shall comprise the President, Immediate Past-President, three Vice-Presidents, Secretary, Treasurer, and four Council Members. The Executive Director shall be an ex-officio member of the Executive Council.
2. The members of the Executive Council shall be elected at the biennial meeting and shall be eligible for re-election.
3. The decision of the Executive Council shall be arrived at by a simple majority vote and the Council shall be at liberty to arrive at its decisions by communication through the post, by telegrams, facsimile or any other relevant medium. Whenever there is no simple majority, the President shall have a casting vote.
4. Any member of the Executive Council who fails to attend two consecutive meetings of the Executive without reasonable cause shall be deemed to have vacated office. Should one of the members of Executive Council be deemed unfit to serve in office, the Council shall make such recommendation to the next Annual General Meeting for its decision.
5. If a vacancy shall occur in the office of President, it shall be filled by the First Vice-President, and the Second Vice-President and the Third Vice-President shall automatically assume the office of the First Vice President and Second Vice President respectively.
6. Within thirty days of an occurrence as envisaged in Section (5) of the Article, the Executive Council shall elect a Third Vice-President from one of its members to hold office until the next Annual General Meeting of the Association.
7. The Executive Council may invite observers to its meeting as it deems necessary.
8. A quorum of the Executive council shall compromise five (5) members.

Article 9
COMMITTEES OF THE EXECUTIVE COUNCIL

1. The Executive Council may, if it thinks fit, appoint or dissolve Committees which may consist of persons nominated by members of the Association, and delegate to such Committees any of its powers, and may define the duties and procedures of such Committees.

Article 10
RESIGNATION

1. The President or any Vice-President or any other member of the Executive Council may resign by giving notice in writing to the Secretary and unless the notice be withdrawn, such resignation shall take effect at the expiration of thirty (30) days from the date of receipt of such notice.

Article 11
POWERS AND FUNCTIONS OF THE EXECUTIVE COUNCIL

1. The Executive Council shall exercise all the powers of the General Meeting save when the latter is in session, and in addition shall perform the following functions:-

- (a) Consider all matters included in the agenda of the General Meeting.
- (b) Prepare and recommend the budget and rates of subscription for adoption by the General Meeting.
- (c) Take any such steps as may be necessary to further the aims of the association and implement the decisions of the General Meeting.
- (d) Consider and approve, reject or otherwise dispense of application for membership of the Association.

2. The Executive Council may invite to the General Meeting of the Association, representatives of national or international organizations and representatives of Ministries of Health of the countries represented or their representatives to attend as observers.

Article 12
THE CENTRAL OFFICE AND THE SECRETARY

1. The Caribbean Association of Pharmacists Office, hereafter referred to as “the Office” shall be the executive organ of the Association and shall consist of the Executive Director and ancillary staff and shall be situated in such territory within the Caribbean area as may be decided upon by the Association at a General Meeting.

2. The Executive Council shall appoint an Executive Director of the Association from within the membership of the Association. The Executive Director may appoint an Administrative Officer and shall have the power to fix the remuneration and other terms of employment, and to remove him or her from office.

3. The Executive Director shall report to the President.

4. The Executive Council shall also have the power to appoint other ancillary staff, and to obtain professional assistance and services on such terms as shall from time to time be deemed expedient to the Council.

5. Subject to the general direction and supervision of the Executive Council, the duties and functions of the Office as delegated to the Executive Director shall include the day to day administration of the affairs of the Association, and the implementation of the decisions of the Executive Council and the General Meeting. The Executive Director shall be delegated such powers as may be necessary to enable him or her to discharge his or her functions and responsibilities.

Article 13

SPECIAL GENERAL MEETINGS

1. All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
2. Special General Meetings may be held at such times as the Executive Council may request and determine, or at the request of any three members of the Association, provided that a written requisition signed by one-third of members with voting rights is submitted to the Secretary, stating the matters to be discussed at such a Special General meeting.
3. It shall be the duty of the Secretary to notify members of such Meetings.

Article 14

NOTICE OF SPECIAL GENERAL MEETINGS

1. The notice for a Special General Meeting shall be issued within seven days from the date of receipt of a requisition as stipulated in the preceding article by the Secretary.
2. Not less than seven days notice of each Special General Meeting shall be given, provided that in the case of a Special General Meeting at which any alterations of or additions to the Constitution of the Association are to be proposed not less than twenty-one days notice shall be given. Provided nevertheless that the President or, in his absence, the Vice-President jointly shall have power to summon a Special General Meeting at shorter notice for the purpose of considering and dealing with any urgent matter.
3. The accidental omission to give any notice any member of any special General Meeting shall not invalidate the proceedings at such Meeting.

Article 15

PROCEEDINGS AT GENERAL MEETINGS

1. The President, or in absence, the First Vice-President shall take the chair at all meetings of the Association, and if at any meeting neither the President nor one of the Vice-Presidents shall be present within thirty minutes of the time appointed for holding the same, no business can be transacted.
2. No business shall be transacted at any General meeting unless a quorum comprising one-third of the financial embers shall be present when the Meetings proceeds to business.
3. If within half-an-hour from the time appointed for the holding of a General Meeting a quorum is not present, the Meeting, if convened on requisition of members, shall be dissolved. In any case it shall stand adjourned for twenty-four hours at the same time and place, and if at such an adjourned meeting a quorum is not present with half-an-hour from the time appointed for holding

the Meeting, the members present shall be a quorum provided however, that if a quorum shall be present within such period of twenty-four hours, the members present may hold the meeting as soon as possible after a quorum is present.

4. The President may, with the consent of any General meeting at which a quorum is present and shall, if so directed by the Meeting, adjourn any Meeting from time to time and from place to place as the Meeting shall determine. Whenever a Meeting is adjourned for two days or more, notice of the adjourned Meeting shall be given in the same manner as in the case of the original Meeting. Save as aforesaid no member shall be entitled to any notice of an adjournment or of the business to be transacted at the adjourned Meeting. Except, as provided by the Constitution no business shall be transacted at any adjourned Meeting other than the business which might properly have been transacted at the Meeting from which the adjournment took place.

5. At all General Meeting a Resolution put to the vote of the Meeting shall be decided on by a show of hands unless, before or upon the declaration of the result of the show of hands, a poll be demanded by the Chairman or by at least six members, and unless a poll be so demanded, a declaration by the Chairman of the Meeting that a Resolution has been carried, or has been carried unanimously or by a particular majority, or not, or not carried by a particular majority, shall be conclusive, and an entry to that effect in the Minute Book of the Association shall be conclusive evidence thereof without proof of the number or proportion of the votes recorded in favour of or against such Resolution.

6. If a poll be demanded in the manner aforesaid it shall be taken at such time and place and in such manner as the Chairman shall direct, and the result of the poll shall be deemed to be the Resolution of the Meeting at which the poll was demanded.

7. No poll shall be demanded on the election of a Chairman of a Meeting or on any question of adjournments.

8. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

Article 16 RIGHT TO VOTE

1. At General Meetings of the Association, every financial individual and national member shall have one vote.

2. All references to the votes of members in any article of this Constitution shall be subject to the provisions of this article. Every individual or national member shall have one vote whether on a show of hands or by a poll provided always that where there is a tie the Chairman shall have in addition a second or casting vote.

3. Where a member is not able to attend the General Meeting he or she shall be at liberty to appoint a proxy to vote on his or her behalf in accordance with the requirements that are stipulated from time to time.

Article 17 ALTERATIONS

1. The Association in General Meeting shall have power to make such alterations or additions to its Constitution as may from time to time appear expedient, provided that notice of the proposed

alterations or additions be given to the members at least twenty-one days before such a General Meeting, and that any resolution for such alterations be passed by a majority of not less than two-thirds of the members present and voting at such a General Meeting.

Article 18 NOTICES

1. A notice may be served on a member by sending it through the post to the address of the member as appearing in the records of the Association, or by an official email from the Association to the email of record for that member. Any notice to the Association may be served by sending it through the post in a letter addressed to the Secretary of the Association, or by an email to the official email address of the Association.

Article 19 INTERPRETATION

1. If any question shall rise as to the construction or interpretation of the Constitution or any Bylaws made thereafter, or as to any matter arising thereof, such question may be determined by the Executive Council and any such determination whether expressed or implied from the proceedings of the Executive Council, shall be conclusively binding for all purposes.
2. The President may appoint from the membership a member in good standing to act as a Parliamentarian to oversee all constitutional enquiries at any Meeting of the Association.