

## **BYLAWS OF THE VIRGINIA BOARD OF PHARMACY**

### **ARTICLE I: GENERAL**

The organizational year for the Board shall be from January 1<sup>st</sup> through December 31<sup>st</sup>. At the last scheduled Board meeting before January 1, the Board shall elect from its members a chairman and two vice chairmen. The term of office shall be one year and shall begin on January 1. Upon adoption of these bylaws, the terms of the current chairmen and vice chairman shall be extended, and they shall continue to serve in those roles until the next election. A person shall not serve as chairman or vice chairman for more than two full consecutive terms.

For purposes of these bylaws, the Board schedules full Board meetings four times a year, with the right to change the dates, schedule additional meetings as needed, or cancel any Board meeting, with the exception that one meeting shall take place annually. Board members shall attend all Board meetings in person, unless prevented by illness or similar unavoidable cause, or unless permitted to attend remotely pursuant to Virginia Code § 2.2-3708.3. A majority of the members of the Board shall constitute a quorum for the transaction of business. The current edition of *Robert's Rules of Order*, revised, shall apply unless overruled by law, regulation, or these bylaws, or when otherwise agreed.

### **ARTICLE II: OFFICERS OF THE BOARD**

- A. The officers of the Board shall be the chairman and the two vice chairmen.
- B. The chairman shall approve the agenda and preside at all meetings and formal administrative hearings in accordance with parliamentary rules and the Administrative Process Act and require adherence of same on the part of the Board members. The chairman shall appoint all committees unless otherwise ordered by the Board. The chairman shall perform all functions pertaining to the position of chairman. The chairman may call for additional meetings of the Board pursuant to Article I of these bylaws subject to availability of resources.
- C. There shall be two vice chairmen elected from the membership of the Board: (1) The first vice chairman shall act as chairman in the absence of the chairman. Additionally, the first vice chairman will serve on the Regulation and Pilot Committees. (2) The second vice chairman shall chair a Special Conference Committee and shall work with the chairman to organize and appoint members and chairs of Special Conference Committees. In the event of the absence of a Board member from a Special Conference, the second vice chairman shall be responsible for filling the vacancy if an alternative is not available. The second vice chairman shall be responsible for monitoring the operations of the Special Conference Committee process and shall report to the chairman on the efficiency and effectiveness of the Special Conference process.
- D. In the absence or inability to serve of both the chairman and the first vice chairman, the second vice chairman shall preside at the meeting and/or formal administrative hearing. In the absence of both the first and second vice chairmen, the chairman shall appoint another Board member to preside at the meeting and/or formal administrative hearing.

- E. Pursuant to Virginia Code § 54.1-3305, there shall be an executive director for the Board of Pharmacy who shall be licensed or eligible for licensure in the Commonwealth as a pharmacist. The executive director shall be the custodian of all Board records and all papers of value. She/he shall preserve a correct list of all applicants and licensees. Coordinating with the chairman, she/he shall manage the correspondence of the Board and shall perform all such other duties as assigned or delegated by the Board or that may reasonably pertain to this position. No less than annually, the chairman shall solicit verbal, confidential feedback from the members of the Board on the performance of the executive director. Board feedback on the performance of the executive director shall be shared verbally and confidentially by the chairman of the Board with the Director of the Department of Health Professions and the Executive Director of the Board.

### **ARTICLE III: ORDER OF BUSINESS MEETINGS**

The order of business shall be as follows:

1. Call to order with statement made for the record of how many Board members are present and that it constitutes a quorum.
2. Approval of Agenda
3. Public comment received
4. Approval of Minutes
5. The remainder of the agenda may be established by the executive director after consultation and approval by the chairman.

### **ARTICLE IV: COMMITTEES**

- A. There shall be the following standing committees:

Special Conference Committees  
Regulation Committee  
Pilot Committees  
Delegation and Bylaws Committee

1. Special Conference Committees. These committees shall consist of two Board members who shall review information regarding alleged violations of the pharmacy laws and regulations and determine if probable cause exists to proceed with possible disciplinary action. A special conference committee may also review information regarding a non-routine applicant for whom there may be cause to deny or restrict and may issue a final Order to grant or deny the application or to issue a license, registration or permit with terms and conditions. The special conference committees shall meet as necessary to adjudicate cases in a timely manner in accordance with agency standards for case resolution. The chairman may designate Board members as alternates on these committees in the event one of the standing committee members is unable to attend for all or part of a scheduled conference date. The chairman shall appoint committees as needed to expedite the adjudication of cases.

2. Regulation Committee. This committee shall consist of five Board members. The Board delegates to the Regulation Committee the authority to consider and respond to petitions for rulemaking. This committee is responsible for the development of proposals for new regulations or amendments to existing regulations with all required accompanying documentation; the development of proposals for legislative initiatives of the Board; the drafting of Board responses to public comment as required in conjunction with rulemaking; conducting the required review of all existing regulations as required by the Board's Public Participation Guidelines and any Executive Order of the Governor, and any other required tasks related to regulations. In accordance with the Administrative Process Act, any proposed draft regulation and response to public comment shall be reviewed and approved by the full Board prior to publication.
  3. Pilot Committees. These committees shall consist of not less than two but not greater than three board members who review applications for approval of innovative programs and any matters related to such programs.
  4. Delegation and Bylaws Committee. This committee shall consist of the chairman, first vice chairman, and two (2) other members of the Board appointed by the chairman who shall prepare and present to the Board the annual resolution for the annual general delegation of its authority ("Annual General Delegation of Authority"). The committee shall meet and complete its work no less than three (3) weeks prior to the last Board meeting of the year. Additionally, the committee shall consider and report to the Board on any proposed amendments to the bylaws that may be recommended to the Board for consideration at the last Board meeting for the organizational year.
- B. Ad Hoc Committees.  
The chairman shall also name such other committees as may be deemed necessary.
- C. A majority of a committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall constitute the act of the committee.

#### **ARTICLE V: ANNUAL GENERAL DELEGATION OF AUTHORITY**

At the last meeting of the Board prior to the start of the organizational year that begins on January 1, the Board shall consider and pass by a majority vote of a quorum of the Board a resolution for the Annual General Delegation of its Authority. The resolution for the Annual General Delegation of Authority shall be prepared and presented to the Board by the Delegation and Bylaws Committee. Upon passage of a motion of approval by the Board, the Annual General Delegation of Authority shall be effective for the next organizational year (January 1 – December 31). The Annual General Delegation of Authority shall be effective for one year and must be renewed annually by the Board in accordance with these bylaws. In the event of an emergency or natural disaster that prevents the Board from meeting to consider and pass the Annual General Delegation of Authority for the new organizational year, or for other good cause, the chairman is authorized by the Board to extend the Annual General Delegation of Authority of the previous year until the Board can meet to consider and pass the Annual General Delegation of Authority for the new organizational year. No authority, responsibility, or privilege of the Board may be delegated unless it is expressly authorized by the Board in its Annual General Delegation of Authority.

The General Delegation of Authority included in Article V of the bylaws, effective November 12, 2020, shall remain in full force and effect until December 31, 2026.

#### **ARTICLE VI: AMENDMENTS**

Amendments to these bylaws may be proposed by a Board member by presenting the amendment in writing to the Delegation and Bylaws Committee or to all Board members prior to any scheduled meeting of the Board. Upon favorable vote of at least two-thirds of the Board members present at said meeting, such proposed amendment shall be adopted. If notice is given to the Board members at the previously held board meeting, a favorable vote of a majority of the Board members present at the current board meeting is required to adopt the amendment.