AMERICAN COLLEGE OF CLINICAL PHARMACOLOGY
Constitution
(As ratified November, 2015)

Article I - Name

In conformity with its Charter, the name of this institution is the American College of Clinical Pharmacology, herein after referred to as the "College".

Article II - Purpose

The College seeks to promote and advance the science of clinical pharmacology in all its phases, to establish high standards of clinical investigation in this field of endeavor, to issue publications for these purposes and to engage in other appropriate continuing educational efforts in the public interest.

Article III – Organization and Powers

The American College of Clinical Pharmacology is a non-profit organization incorporated September 11, 1969, pursuant to and in conformity with Title 29, Chapter 10 of the 1962 Code of the District of Columbia. The administration of the affairs and funds of the College shall be vested in a board of trustees to be known as the Board of Regents. The Board of Regents may do all acts which are not forbidden by the certificate of incorporation, or its ByLaws, or by the laws of the District of Columbia; may purchase, lease, hold, sell, mortgage, perform or carry out contracts of every kind with any person, firm, corporation or association: to promote and carry on all its objectives within or without the District of Columbia, the states and territories of the United States and foreign countries. The College shall have no capital stock.

Article IV - Membership

Section 1: The membership of the College shall be of the following classes: Fellow, Member, Retired Member, Emeritus Fellow or Member and Student Member. Only a Fellow in good standing, an Emeritus Fellow, or a Retired Member who was previously a Fellow, shall be privileged to use the letters "FCP" after his/her name. Only Active Members and Fellows are entitled to vote, and only a Fellow can hold office.

Section 2: A roll of the membership of the College shall be kept up to date by the Executive Director and/or the Secretary of the College.

Section 3: Each applicant for membership shall meet the following requirements:

FELLOW:
Individuals who (i) have earned the doctoral degree in any of the healthcare professions or in any one of the biomedical/pharmaceutical sciences and in addition, (ii) have at least five years of experience beyond postdoctoral training in basic or clinical pharmacology and (iii) show evidence of meritorious work, which is acceptable to the Credentials Committee and the Board of Regents. All applicants for Fellowship must be supported by two (2) letters of recommendation from Fellows of the College.

MEMBER:
Individuals who have earned a Bachelors, Masters or Doctoral degree in any of the healthcare professions, or in any one of the biomedical/pharmaceutical sciences, or its equivalent. The candidate must submit evidence of substantial activity in teaching, research or patient care with continuing interest in clinical pharmacology to ACCP for review of the application documents and acceptance or rejection of the application.
EMERITUS FELLOW OR EMERITUS MEMBER:
Any Member or Fellow in good standing who has maintained that membership category for no less than 15 years and who has reached the age of 70 or who has retired may, upon request, be relieved from the annual assessment while retaining the privileges of membership.

STUDENT MEMBER: (Pre-doctoral and Post-doctoral):
This class of membership is designed for persons pursuing a bachelors, pre-doctoral or post-doctoral degree in the sciences and who have an interest in clinical pharmacology and therapeutics. Student Members shall have no voting privileges, but will receive all other benefits of College membership. Eligibility for this membership category shall end the year that the desired degree is obtained. Candidates for this class of membership will provide to ACCP documentation of their status as a Student or Trainee as part of the application process for this class of membership.

RETIRED MEMBER: (Member or Fellow):
This class of membership is designed for persons who have reached the age of 70 or who have permanently retired. Retired Members shall have no voting privileges, but will receive all other benefits of College membership. Candidates for this class of membership will notify ACCP of their retirement and be eligible for said category in the following dues renewal cycle.

INTERNATIONAL MEMBERS FROM DEVELOPING COUNTRIES
Persons who reside in and are citizens of a category C or D developing country, as defined by the World Bank, and are otherwise eligible for one of the categories of membership, may receive Member Benefits at a reduced membership rate.

Section 4: The qualifications for membership may be waived by the Credentials Committee in individual cases, for good cause.

Section 5: Applications for Members, Student Members and Retired Members shall be reviewed and approved by ACCP Staff on a regular basis and questions referred to the Credentials Committee or Executive Director. Applications for Fellows and Emeritus Members or Fellows shall be reviewed by the Credentials Committee three times per year prior to meetings of the Board of Regents. The recommendation of the ACCP Staff and Credentials Committee must be validated and approved by the Board of Regents.

Section 6: Certificates of Fellowship or Membership in the College shall be conferred following approval.

Article V - Officers

Section 1: The Officers of the College shall consist of a President, President Elect, Immediate Past President, Secretary and Treasurer.

Section 2: The President Elect, Secretary and Treasurer shall be elected biannually by the Board of Regents. A Councilor may be appointed by the President but shall not have voting privileges on the Executive Committee or Board of Regents. The Officers shall begin their duties at the end of the Annual Business Meeting at the first Annual Meeting following their election.

If any of these offices become vacant due to death, resignation, disability or absence of the incumbent during the first year of the two-year term, a replacement shall be elected by the Board of Regents.

Section 3: The Board of Regents shall be empowered to contract the services of the Executive Director, who shall be responsible for overseeing the administrative functions of the College, including the receipt and disbursement of funds under the direction of the Board of Regents. The Executive Director reports directly to the President.
Article VI - Board of Regents

Section 1: The Board of Regents shall be responsible for the affairs of the College. It shall consist of the Officers of the College and such Fellows as may be elected as Regents by mail or secure electronic ballots by the voting membership of the College. The term of office of an elected Regent shall be five (5) years. After an interim of one (1) year, a Regent may stand for reelection.

Section 2: The Board of Regents shall consist of no less than eight (8) and no more than twenty (20) members. Meetings of the Board of Regents shall be conducted in accordance with standard business procedures.

Section 3: After ten years of service on the Board of Regents, a Fellow of the American College of Clinical Pharmacology may, upon request and approval of the Board of Regents, become an Honorary Regent for life. Upon completion of his/her term as Regent, each past Officer may, upon request and approval of the Board of Regents, become an Honorary Regent for life. Upon completion of his/her term as Immediate Past President, any Past President may be presented by the Executive Committee for endorsement by the Board of Regents to become an Honorary Regent for life.

Section 4: Honorary Regents shall be privileged to attend all meetings of the Board of Regents and to take part in its deliberations, but may not vote and will receive no reimbursement for their participation. As Fellows of the College, they shall be eligible to hold an elective office.

Section 5: Nominees for Officers and for new members of the Board of Regents shall be proposed by the Nominations Committee consisting of the President Elect acting as the Chairperson and at least five Fellows of the College, at least one of whom shall be a member of the Board of Regents. The members of the Board of Regents shall be elected by postal or secure electronic ballots from all voting Members and Fellows of the College.

Article VII - Funds

The funds of the College shall be derived from dues collected from the membership as fixed by the Board of Regents, as well as from endowments, gifts, grants and bequests to the College, and from income from the various meetings, publications and such sources as may be agreed upon by the Board of Regents in accordance with the laws governing a non-profit organization.

Article VIII - Standing Committees

Section 1: The following shall be standing Committees of the College:

a. The Executive Committee of the Board of Regents shall consist of the President, President Elect, Immediate Past President, Secretary, Treasurer and Executive Director (ex officio and non-voting). In the event that the President appoints a Councilor, the Councilor shall be a Fellow in good standing and shall serve as a non-voting member of the Executive Committee.

The Chairperson of each of the following committees shall be appointed by and may be removed by the President upon approval by the Board of Regents. The functions of each Committee are described in the ByLaws. Each Committee Chairperson shall appoint the requisite committee members. No person shall serve on more than one standing committee at the same time, nor for more than 6 years consecutively on the same committee (excluding the Executive Committee and Board of Regents, see Article V, Section 2), unless approved by the President.

b. The Credentials Committee shall consist of the Chairperson and at least two other Fellows of the College.
c. The Finance Committee shall consist of five members: the Chairperson and at least four other Fellows of the College (one of the Fellows shall be a Regent). The Treasurer of the College will also serve as an ex officio, non-voting member of the Finance Committee.

d. The Nominating Committee shall consist of: the President Elect acting as Chairperson and at least five Fellows of the College (one of the Fellows shall be a Regent).

e. The Publications Committee shall consist of at least seven members: the Chairperson (a Regent), two Fellows and at least three representatives from the membership at large. The Editor of each of the Journals shall be an ex-officio, non-voting member of the Publications Committee.

f. ACCP offers educational activities ranging from topics on drug discovery to application, and some activities do not offer continuing education credit. In order to ensure that the educational needs of ACCP’s diverse membership are met, the Education Committee shall include representation from the various constituencies that make up ACCP's membership, including the Chairperson (a Regent) and at least two Fellows and additional representatives from the membership at large. The majority of the Education Committee members shall also serve as members of the Compliance Subcommittee, which shall be responsible for the review and approval of all educational content to ensure that content meets the requirements on ACCP’s accrediting entities. Subcommittee members cannot be employees of a commercial interest, as defined by the accrediting entities, nor may they have any disclosures related to the content they are reviewing.

g. The Program Committee shall consist of: the Chairperson and at least four other Members of the College, one of whom must be a Regent. The President Elect shall be an ad hoc member of the Committee.

**Section 2:** All non-standing Committees shall consist of a Chairperson and two or more representatives of the College membership. The President or his/her designee shall be an ex officio member of all Committees and must be apprised of all Committee Meetings and their deliberations in writing.

**Article IX - Meetings**

**Section 1:** Except as provided in the ByLaws, the Annual Business Meeting of the College shall be held at times and places determined by the Board of Regents. Notice of the time and place of the Annual Business Meeting shall be made available to all Members of the College no less than one year in advance.

**Section 2:** A majority of the voting Members in good standing shall be necessary for the transaction of any business at any meeting of the College.

**Article X - Amendments**

**Section 1:** Amendments to the Constitution may be proposed in writing at any business meeting or by mail, provided that each proposal is endorsed by at least twenty-five Fellows of the College in good standing. The proposed amendment shall be delivered to the President of the College at least three months prior to the Annual Meeting of the College and shall be immediately referred to the Board of Regents for consultation with the proposers. A report of such consultations shall be sent to the President of the College. At least four weeks before the meeting at which amendments are to be considered, the proposed amendments, notice of the time and place of the Annual Business Meeting and, as required, a list of supporting and opposing views shall be distributed to each Member of the College in good standing. Amendments may also be proposed by a majority vote of the Board of Regents at least sixty days before the Annual Meeting. In such cases, notice of the proposed amendment shall be distributed to the Members of the College in good standing at least forty-five days prior to the Annual Business Meeting. The proposed
amendment shall be presented to the membership for discussion at the Annual Business Meeting. The proposed amendment shall then be distributed to the entire membership via electronic mail. Voting shall be by electronic or postal ballot. Affirmative vote of 4/5 of the voting Members in good standing that cast a ballot shall be required to adopt an amendment.

Section 2: The Board of Regents shall have the power to establish ByLaws for governance of the College and to alter, change or amend such ByLaws. Amendment of the ByLaws requires a 2/3 vote of the Board of Regents present and voting at a regular or special meeting of the Board of Regents.

Article XI - Chapters

Chapters of the College may be established in the US or in foreign countries, or in any local region or city thereof, to promote the vision and mission of the College and to provide a forum in a specific geographic area where all those interested in the advancement of clinical pharmacology may meet in professional and personal fellowship. Student Chapters may also be established at accredited universities by qualified faculty who are Members of the College in good standing and who are willing to serve as Chapter Advisor.

All Chapters must be approved by the Board of Regents to become formally affiliated with the College. Each Chapter shall have officers consisting of a President, Secretary and Treasurer. All of the Chapter’s Officers must be Members of ACCP. Each Chapter must have a minimum membership of five (5) College Members at its inception. Thereafter, each Chapter must be comprised of at least ten (10) College Members. In order to receive funding, Student Chapters must have a minimum of ten Student Members.

Each Chapter must maintain Operating Procedures. Such Operating Procedures of a Chapter may not be in conflict with the College’s Constitution or ByLaws. Each Chapter’s Operating Procedures must be approved in writing by the College’s Board of Regents and such Board must also approve any changes to a Chapter’s Operating Procedures before such changes can be effective.

A Chapter shall not be a separate legal entity or association. Chapters shall exist as a division of and pursuant to the Constitution and Bylaws of the College. A Chapter’s Operating Procedures are intended solely to provide for the appropriate operation and control of the Chapter. Each Chapter of the College shall be organized, and at all times operated, exclusively for the benefit of, and to carry out the purposes of the College. No Chapter shall engage in any activity proscribed to the College or engage in any activity that would violate the tax-exempt status of the College.

A Chapter shall have no authority to obligate the College or in any way act as its agent without the specific written approval of the College’s Board of Regents. A Chapter may expend funds only in furtherance of the exempt purposes of the College.

Each Chapter shall submit an Annual Report to the College at the end of each calendar year. At a minimum, the Annual Report shall include: (i) an itemized listing of all revenue and expenses of the Chapter for the period beginning January 1 and ending December 31 of any given year and (ii) a cash reconciliation for that period. The income, expenses, assets and liabilities of all Chapters shall be included in the College’s financial statements and all other records of the College that require inclusion of such information.

Article XII - Dissolution

Section 1: Any proposal for dissolution, merger, or change of name shall only be considered at a duly constituted meeting of the membership and four weeks after written notice has been provided to each Member in good standing. Such proposals shall be acted upon by mail vote. No change in the name, merger, or dissolution of the College shall be considered so long as twenty percent of Members in good standing dissent.

Section 2: In case of dissolution, the Board of Regents shall, after either paying or providing for the payment of all liabilities of the Corporation, dispose of all remaining assets of the corporation to either an organization
or organizations whose missions are exclusively for charitable, educational or scientific purposes and which at the time qualify under §501 of the Internal Revenue Code of 1954, or any subsequent provision or substitution in the United States Internal Revenue Code.