



Society of Professional Pharmaceutical Consultants BYLAWS

BYLAWS OF THE SOCIETY OF PROFESSIONAL PHARMACEUTICAL CONSULTANTS (SOPPhC)

Article I: Name and Purpose

1.1 Name The name of the organization shall be the Society of Professional Pharmaceutical Consultants ("SOPPhC").

1.2 Purpose SOPPhC is a nonprofit business league organized under Section 501(c)(6) of the Internal Revenue Code. Its mission is to promote the professional development, ethical standards, and business interests of pharmaceutical consultants.

Article II: Membership

2.1 Eligibility Membership shall be open to individuals engaged in pharmaceutical consulting or related fields, subject to application review and approval.

2.2 Categories The Board may establish membership categories with associated benefits and fees.

2.3 Dues Annual dues shall be established by the Board of Directors and must be paid in full for active membership.

Article III: Board of Directors

3.1 Authority and Responsibility The Board of Directors shall govern the organization, establish policy, and oversee strategy, operations, and finances.

3.2 Number and Composition The Board shall consist of no fewer than three (3) and no more than eleven (11) Directors, including Officers.

3.3 Officers The Officers shall include:

- President (also serves as Executive Director)
- Vice President
- Secretary
- Treasurer

3.4 Election and Term - Directors shall be elected by a majority vote of the membership during the Annual Meeting or through a secure digital voting process. - Directors shall serve two-year terms and may be re-elected for up to three consecutive terms. - Officer roles shall be determined by majority vote of the Board at its first meeting following election.

3.5 Vacancies and Removal - Vacancies may be filled by majority vote of the Board for the remainder of the term.

- A Director may be removed for cause by a two-thirds (2/3) vote of the Board.

3.6 Meetings - The Board shall meet at least quarterly. Special meetings may be called by the President or any three Directors. - A quorum shall consist of a simple majority of the current Board.

Article IV: Committees

4.1 Standing and Ad Hoc Committees The Board may establish standing or ad hoc committees to support operations, membership, events, and other needs.

4.2 Advisory Circle A non-voting Advisory Circle composed of senior pharmaceutical leaders shall provide mentorship, strategic insight, and thought leadership.

Article V: Executive Director

5.1 Role The Executive Director (President) is responsible for daily operations, executing strategy, managing staff, and reporting to the Board.

5.2 Compensation The Executive Director may receive compensation as determined by the Board in compliance with nonprofit compensation guidelines.

Article VI: Financial Management

6.1 Fiscal Year The fiscal year shall be January 1 to December 31.

6.2 Budget and Audit The Board shall approve an annual budget. Independent financial reviews may be conducted as needed.

6.3 Use of Funds No part of the net earnings shall benefit any individual. All revenue shall further the mission of SOPPhC.

Article VII: Amendments

7.1 Process These Bylaws may be amended by a two-thirds (2/3) vote of the Board, followed by majority approval of voting members.

Article VIII: Dissolution

8.1 Disposition of Assets Upon dissolution, remaining assets shall be distributed to a 501(c)(6) or 501(c)(3) organization with a similar mission, as determined by the Board.

Adopted: [DRAFT]

Society of Professional Pharmaceutical Consultants

Cultivating the Profession. Elevating the Practice

