**By-Laws**

**Consortium of Academic Programs in Clinical Research**

**Article I: Name**

1.1 The organization shall be the Consortium of Academic Programs in Clinical Research (CoAPCR).

**Article II: Purposes and Responsibilities**

2.1 Purposes. The organization is organized exclusively for charitable, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code of the United States of America (US). The purposes of CoAPCR shall include, but shall not be limited to the following:

2.1.1 To provide a medium for communication among educators of clinical research professionals.

2.1.2 To encourage and support the development, accreditation, and maintenance of academically based clinical research educational programs to meet the

clinical research community's and enterprise's needs.

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2.1.3 To foster inter-institutional articulation among educational institutions, clinical institutions, professional associations, government, regulatory agencies, and industry.

2.1.4 To initiate and/or support research and studies relating to the educational, workforce and service needs of clinical research professionals.

2.1.5 To develop organizational and policy positions to be communicated to various agencies and associations, including the lay public and media.

2.1.6 To monitor legislation and policy regarding clinical research issues and ensure professional representation and advocacy.

2.2 Responsibilities. As they relate to the interests of the clinical research professions, CoAPCR may recommend, review and/or comment upon policies, programs, and activities. These responsibilities may be applied to the following: institutions with formal educational programs for any clinical research related discipline, clinical research-related discipline, clinical research-related professional societies with the formal organization on a local, state, national, or worldwide level; groups expressing interest in the goals of CoAPCR; legislative bodies and governmental agencies.

2.2.1 Accreditation. CoAPCR became a member of the Commission on the Accreditation of Allied Health Education Programs (CAAHEP) on April 15, 2013. As of March 2017, CAAHEP approved the CoAPCR application for accreditation. CoAPCR is the primary sponsor and assists in supporting the Committee on Accreditation of Academic Programs in Clinical Research (CAAPCR).

2.3 General. The Executive Committee may at any meeting of the regular membership, upon a majority vote of those members present and voting, send recommendations or comments relative to its areas of interest to those concerned.

**Article III: Membership**

3.1 Categories of Membership. The membership of the CoAPCR shall consist of the following categories:

3.1.1 Institutional Membership: Post-secondary academically based educational institution or clinical facility offering certificate, diploma, or degree programs related to clinical research, clinical research professionals, or both that are accredited by a regional institutional such as the US Department of Education, the US Council for Higher Education, the Canadian Provincial Ministry, or the applicable regional agency. Institutional members are required to contribute at the annual Institutional Membership rate; complete and maintain their institution’s profile on the CoAPCR website; and, identify the name of their voting member representative pursuant to section 3.2.1.

3.1.2 Sustaining Membership: Any individual who contributes annually to the support of the mission, vision, and objectives of CoAPCR at the Sustaining Membership rate following an initial or renewal application

3.1.3 Supporting Membership: Organizations or institutions that contribute annually to the support of the mission, vision and objectives of CoAPCR at an established Supporting Membership rate following an initial or renewal application. In kind contributions are reviewed and subject to approval by CoAPCR Executive Committee. The Supporting members should abide by the Policy on Partnership Guidelines

that allow for the suggestion of individuals to be considered for representation on the CAAPCR.

3.2 Voting

3.2.1 Institutional members shall have one (1) vote but may send any number of representatives to meetings.

3.2.1.1 The member institution shall designate its voting member representative.

3.2.2 Sustaining and Supporting members will be invited to participate in all CoAPCR events but shall not vote.

3.3 Annual Dues and Other Fees. Annual dues and fees shall be established by action of the membership on the recommendation of the Executive Committee.

3.4 The membership year shall be from July 1 to June 30 and align with the fiscal year stated in section 7.1.

3.5 Meetings.

 3.5.1 Meeting invitations will be sent to the members identified on the institution’s website profile and they may send any number of representatives to the meetings.

**Article IV: Officers and Their Duties**

4.1 General. The officers of CoAPCR shall be a President, a Vice-President, a Secretary, a Treasurer, and the Immediate Past-President. A CoAPCR member located in the state of Ohio is to serve as the organization’s “registered agent” in accordance with Ohio Revised Code § 1702.06 (2024).

4.2 Eligibility for Office. Candidates for office shall be from member institutions in good standing.

 4.2.1 The President and Vice President candidates should be active members with experience serving on other committees.

4.3 Term of Office. Officers shall be elected to two-year terms by a majority vote. Newly elected officers shall assume their responsibilities on July 1.

4.4 Eligibility for Continuance in Office. Any officer of CoAPCR may serve multiple successive terms (a minimum of a two-year term is expected per Section 4.3) until such time when a newly elected officer is installed, an officer resigns or is removed per Section 4.5 of the By-Laws. No member may hold more than one of the aforesaid offices at any given time

4.5 Removal of Officers. Officers may be removed for cause by a three-fourths vote of voting members.

4.6 President. The President shall perform all duties normally incident to the office, preside over all meetings of CoAPCR and Executive Committee, and appoint all committees deemed necessary for the operation of CoAPCR, and serve as an ex officio member of all committees except the Nominations and Elections Committee. In case of being incapacitated the Executive Committee will appoint a successor(s), who may be the Vice President, Immediate Past President, or both for the remainder of the President’s term.

4.7 Vice President. The Vice President shall chair the Membership Committee and coordinate such membership activities with the Treasurer. In the absence of the Immediate Past President, the Vice President shall serve at the pleasure of the Executive Committee in the absence or disability of the President, in conducting meetings or duties assigned to the President.

4.8 Secretary. The Secretary shall keep an accurate record of the proceedings of CoAPCR, Executive Committee; and regular meetings of the CoAPCR; in the absence of the President, Immediate Past-President, or Vice-President, shall call the meeting to order and preside until the election of an interim President; works with the Treasurer and Membership Committee to maintain a listing of current members; notify all members of the time and place of meetings; be responsible for the publication and distribution of CoAPCR communications; and, be custodian of all records and correspondence of the CoAPCR. If the Secretary is incapacitated, the Executive Committee will appoint a successor(s) for the remainder of the term.

4.9 Treasurer. The Treasurer shall receive and deposit all funds belonging to the CoAPCR;

maintain proper accounting and file receipts, issue, and file receipts; track canceled checks and vouchers covering all disbursements; prepare such financial statements as shall be directed by the Executive Committee; and, prepare and present the annual budget to the Executive Committee for inclusion in the Annual Report. The Treasurer will also manage CoAPCR’ s 501(c)(3) status to sustain its nonprofit status. The Treasurer works with the Secretary and Membership Committee Chair to maintain CoAPCR’ s membership database. If the Treasurer is incapacitated, the Executive Committee will appoint a successor(s) for the remainder of the term.

4.10 Immediate Past President. The Immediate Past President serves at the pleasure of the Executive Committee in the absence or disability of the President, in conducting group meetings, or additional duties as assigned by the President. The Immediate Past President shall chair the Nominations and Elections Committee as described in section 6.2.

**Article V: Executive Committee**

5.1 General. The Executive Committee shall manage the activities and affairs of CoAPCR.

5.2 Composition. The Executive Committee shall consist of the CoAPCR’s elected officers. CoAPCR’ s President shall chair the committee.

5.3 Vacancies. Any vacancy shall be temporarily filled by the appointment of an individual by the Executive Committee. for the remainder of the term

5.4 Meetings. The Executive Committee shall meet on the President's call or upon two officers' written request to the Committee members. Notice, location, and meeting format shall be given to the officers at least seven (7) days in advance unless waived by all officers.

5.5 Quorum. The quorum for all meetings shall be three (3) elected officers.

5.6 Voting. Each elected officer shall have one vote, and action shall be taken at meetings by a majority vote of those participating.

**Article VI: Committees**

6.1 General. All committees of CoAPCR shall be designated as standing or special committees.

6.2 Standing Committees. The following shall be the standing committees of CoAPCR:

6.2.1 Nominations and Elections Committee - qualifies candidates and manages the election of officers for the next fiscal year. The Immediate Past President is the chairperson of the committee and will secure at least two additional active members, excluding current Executive Committee members to serve by mid-January.

 6.2.1.1 Timeline of tasks: During the month of February there is a Call for Nominees followed by preparation of a slate of nominees for each elective office of CoAPCR. This slate shall be distributed to the membership at least thirty (30) days prior to the Election. Election voting should occur during a two-week period in April. Election results will be shared with members by April 30th electronically. Elected Officers will take office on July 1st.

 6.2.1.2 Securing Nominations: The committee will conduct an electronic call for nominations. Nominees should be from members in good standing. The committee may accept eligible nominations for any elective office from the Institutional Members. Self-nominations will be accepted and given equal consideration. Nominees for the President and Vice President positions should be individuals with experience actively participating in CoAPCR, i.e. having served or are serving on CoAPCR committees. No write-ins are allowed on the ballot during the election vote.

 6.2.1.3 Preparing a Slate of Nominees. Members of the Nominations and Election Committee will review each nominee and select a slate of one or more qualified and willing nominees for each office. The slate of nominees will be presented to the Executive Committee. After the Executive Committee accepts a slate of nominees, the Nominations and Elections Committee will take steps to oversee the election.

 6.2.1.4 Election. The Nominations and Election Committee will oversee the election and provide a 30-day election notice to members. The ballot will be submitted to all members electronically allowing for no less than 7 days and no more than 14 for return of votes. Results will be determined by a simple majority of voting members. In the case of a tie for one or more offices, the contested office will be determined by a second electronic ballot listing only the tied nominees and voted on by the voting members.

6.2.2 By-Laws Committee. The By-Laws committee will consist of three (3) members of the Consortium and will review proposed changes to the by-laws and suggest changes to the by-laws as CoAPCR evolves.

6.2.3 Communications Committee. The Communications Committee will be responsible for updating the CoAPCR’s website and working directly with the webmaster on technical matters; promoting the organization through communications and social media activities; and, outreach activities including quarterly and annual meetings. Major changes to the website should receive approval by the President and Secretary.

6.2.4 Membership Committee. The Vice President will chair the Membership Committee, which will be responsible for updating a list of active academic programs in clinical research and providing updates of this list with links for the CoAPCR website. The committee will actively recruit organizations and individuals to join and support CoAPCR.

6.3 Special Committees. The President shall appoint all Chairpersons of the special committees.

**Article VII: Fiscal Year**

7.1 The fiscal year shall be from July 1 to June 30 and align with the membership year stated in section 3.4.

7.2 The budget for the fiscal year will be generated and submitted to the President annually for review and subsequent approval by the Executive Committee sixty (60) days before the beginning of each fiscal year.

7.3 Financial reimbursements or payments made against the CoAPCR account exceeding the current budget require approval by three Executive Committee members (inclusive of the Treasurer) and require final approval by the President.

7.4 The Treasurer will generate a financial report for CoAPCR and submit it to the President annually for review and subsequent acceptance by the Executive Committee.

**Article VIII: Meetings**

8.1 CoAPCR will have a minimum of four meetings held each fiscal year. All meetings will be conducted with the option of virtual attendance unless unforeseen circumstances arise. Minutes of all meetings will be maintained on the website.

8.1.1 Annual Meeting. The annual meeting may be held during a national or international clinical research professional organization or at another location as approved by the Executive Committee. Notice of the Annual meeting shall be given to all members at least ninety (90) days prior to the date of the meeting.

8.1.2 Quarterly and ad hoc meetings will be conducted virtually. Notice of a quarterly meeting shall be given to all members at least thirty (30) days prior to the date of the meeting.

8.1.3 Additional Meetings. Additional meetings will be held at the discretion of the Executive Committee.

**Article IX. Limited Liability**

9.1 Executive Committee and Committee Chairs and other participants of CoAPCR are uncompensated volunteers who, when acting on behalf of the organization, are indemnified and held harmless for their actions to the fullest extent allowable by law.

**Article X. Conduct**

10.1 All members will demonstrate honesty, integrity, and fairness to others; avoid actions posing unreasonable risk to CoAPCR; and maintain compliance with local, state, and federal laws of the US while participating in either CoAPCR activities, dealing with external parties on behalf of CoAPCR, or both.

10.2 Conduct unbecoming a CoAPCR member incompatible with the best interest of CoAPCR members, or detrimental to the standing of CoAPCR with its members will be subject to review.

10.3 Members may report any concerns of objectionable conduct to the Executive Committee for resolution.

10.4 Conduct deemed detrimental to CoAPCR and its members will result in expulsion of individuals or members. The Executive Committee will administer due process with a good faith evaluation of alleged conduct.

**Article XI. Non-Discrimination**

11.1 CoAPCR does not discriminate in accordance with all local, state, and federal laws of the US.

**Article XII: Parliamentary Authority**

12.1 Robert's Rules of Order Newly Revised shall be the parliamentary authority of CoAPCR.

**Article XIII: Amendments**

13.1 These By-Laws may be amended or repealed by an affirmation of two-thirds of the votes represented at any regular meeting of CoAPCR provided that the Secretary shall have given thirty (30) days written notice of proposed amendments to all members.

13.2 Amendments may originate at any time from the membership by written request to the President or from the floor at the annual meeting.

**Article XIV: Dissolution**

**14.1 The organization shall not be dissolved except by t**hree-fourths (3/4) vote of the voting members.

**14.2** Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the US Internal Revenue Code, or corresponding section of any future US federal tax code, or shall be distributed to the federal government, or to a state or local government of the US, for a public purpose.

**Article XV: Signatures**

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