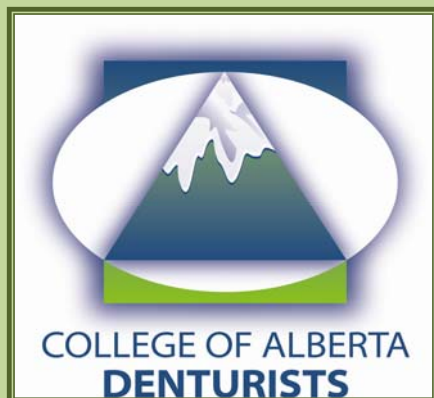


COLLEGE OF ALBERTA DENTURISTS

# Bylaws

2008



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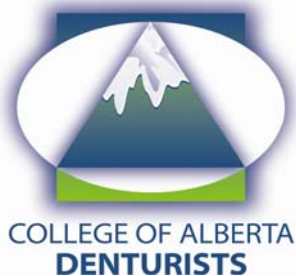
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# College of Alberta Denturists

## Bylaws

### 1. DEFINITIONS AND INTERPRETATIONS

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#### 1.1 Bylaws in Force

These Bylaws have been made by the Council pursuant to Section 132 of the Act.

#### 1.2 Definitions

In these Bylaws:

- (a) "Act" means the Health Professions Act of Alberta;
- (b) "Annual General Meeting" means the annual general meeting of the College;
- (c) "Bylaws" means these Bylaws;
- (d) "College" means the College of Alberta Denturists;
- (e) Courtesy Regulated Member means a person whose name is entered in the courtesy Regulated Member register under Section 2 of the Denturists Profession Regulation;
- (f) "Council" means the Council of the College;
- (g) "Internship" means an internship as described in Article 3.5.1(b);
- (h) "Member" means a person who is a Regulated Member, a Provisional Regulated Member, Courtesy Regulated Member or an Other Member of the College;
- (i) "Minister" means the Minister defined in Section 1(1)(v) of the Act;
- (j) "Other Member" means an Intern Member, Student Member, Honorary Member, or Associate Member of the College;
- (k) "Practice of Denturism" means the practice of Denturism defined in Section 3 in Schedule 8 of the Act;
- (l) "Practice Permit" means a Practice Permit issued to a Regulated Member under Section 9 of the Denturists Profession Regulation;
- (m) "Provisional Regulated Member" means a person whose name is entered in the Provisional Regulated Member register under Section 2 of the Denturists Profession Regulation;
- (n) "Register" means a register established in accordance with the Health Professions Act, the Denturists Profession Regulation, or the College's Bylaws;
- (o) "Registrar" means the registrar of the College;
- (p) "Registration Committee" means the Registration Committee established by Council;
- (q) "Regulation" means the Denturists Profession Regulation made pursuant to the Act;
- (r) "Regulated Member" means a person whose name is entered in the Regulated Member register under Section 2 of the Regulation and who provides the professional service of a Denturist described in Section 3 of Schedule 8 of the Act;
- (s) "Special Meeting" means any meeting of the College called pursuant to Section 6.3; and
- (t) Student Member means a person whose name is entered in the student Member register under Article 3.2.1.

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### **1.3 Severable**

The provisions of these Bylaws are independent and severable and the invalidity of any part of the Bylaws does not affect the validity of the remainder of the Bylaws, which shall continue in full force and effect.

### **1.4 Number and Gender**

All words referencing the singular in these Bylaws shall also include the plural where the context requires and vice versa. All words referencing the feminine gender in these Bylaws shall also include the masculine gender where the context requires and vice versa.

### **1.5 Headings**

The headings in the Bylaws are for ease of reference only and shall not affect in any way the meaning or interpretation of the Bylaws.

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## **2. PURPOSE OF THE COLLEGE**

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### **2.1 Purpose of the College**

The College is established under the Health Professions Act and, pursuant to that Act, is required to regulate the profession of Denturism in Alberta and, is obligated to serve and protect the public.

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### **3. MEMBERSHIP**

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#### **3.1 Membership Year**

The Membership year for Regulated Members and other Members is the first day of January to the last day of December.

#### **3.2 Categories of Members**

3.2.1 The categories of Members in the College are:

- (a) Regulated Members;
- (b) Provisional Regulated Members;
- (c) Courtesy Regulated Members
- (d) Other Members:
  - (i) Intern Members;
  - (ii) Student Members;
  - (iii) Honorary Members; or
  - (iv) Associate Members

3.2.2 The Registrar shall maintain a register of each of the categories of Membership in the College.

3.2.3 The Registrar shall establish and maintain a Courtesy Register as per Section 6 of the Regulation.

3.2.4 If a person's Registration as an Other Member is cancelled, the Registrar must advise the person of the cancellation by mail at that person's last known address.

#### **3.3 Regulated Members' Rights**

3.3.1 A Regulated Member who is in good standing with the College:

- (a) Is entitled to all privileges and rights of Membership in the College generally;
- (b) May be a Member of Council;
- (c) May be appointed as a Member of a Committee of the College;
- (d) May vote at meetings of the College, subject to Article 6.11; and
- (e) May enter into a Denturism Internship Agreement with an Intern Member, as described in Article 3.6.1(b) provided that a Regulated Member may only be in a Denturist Internship Agreement with only one Intern Member at any given time.

3.3.2 Notwithstanding Article 3.3.1(e), in the case where there are two Regulated Members in one or more clinic locations and both Regulated Members wish to enter into an Internship Agreement with a separate Intern Member, application can be made for Co-preceptorship agreement by both Regulated Members for both Intern Members, which will allow for the Two Regulated Members to then be in a joint Internship Agreement with Two Intern Members at a given time. If approved by the Registrar, the Regulated Members and the Intern Members must abide by the requirements indicated in policies set by the Council regarding joint Internships as described in this article.

#### **3.4 Provisional Regulated Members' & Courtesy Regulated Members' Rights**

3.4.1 A Provisional Regulated Member or a Courtesy Regulated Member, who is in good standing with the College, shall be entitled to all privileges and rights of Membership in the College generally excepting the right to:

- (a) Be a Member of Council;
- (b) Be appointed as a Member of a Committee of the College; and
- (c) Vote at meetings of the College.

### **3.5 Other Members' Rights**

Other Members shall be entitled to all privileges and rights of Membership in the College generally excepting the right to:

- (a) Be a Member of Council;
- (b) Be appointed as a Member of a Committee of the College; and
- (c) Vote at meetings of the College.

### **3.6 Intern Member**

3.6.1 The category of Membership in the College designated as Intern Member, shall be granted to an individual who:

- (a) Has successfully completed a program of studies in denturism:
  - (i) that has been approved by the Council of the College, or
  - (ii) that is in the opinion of the Registration Committee of the College to be substantially equivalent to a program of studies referred to in Article 3.6.1(a)(i);
- (b) Is in the process of completing a Denturism Internship approved by the College;
- (c) Will be eligible to take Denturism examinations approved by the Council upon completing the Internship described in 3.6.1(b);
- (d) Notwithstanding Article 3.6.1(c), the Examination Committee may allow for some sections of examinations described in Article 3.6.1(c) to be taken prior to completing the Internship described in 3.6.1(b).
- (e) Provides evidence of being a Canadian Citizen or being lawfully permitted to work in Canada;
- (f) Provides evidence of having professional liability insurance of the type and with the policy coverage amounts prescribed by Council from time to time;
- (g) At the request of the Registrar, provides evidence of good character and reputation; and
- (h) Pays the fee(s) for an Intern Member established pursuant to Article 9.1(d).

3.6.2 Registration as an Intern Member under Article 3.6.1 shall be granted for a period of two (2) years, unless extended pursuant to Article 3.13.

### **3.7 Student Member**

3.7.1 The category of Membership in the College designated as Student Member may be granted to an individual, who:

- (a) Is currently enrolled in the Denturist Technology Program at NAIT; and
- (b) Pays the fees established pursuant to Article 9.1(d).

3.7.2 Individuals designated as a Student Member, are not issued a Practice Permit and are not permitted to independently provide restricted activities and/or Denturist services in Alberta and further, are only allowed to provide restricted activities and/or Denturist services under the direct supervision of a Regulated Member NAIT instructor at the NAIT facility and/or in a NAIT administered clinical placement with a Regulated Member who is eligible to and provides direct supervision of a student.

3.7.3 Registration as a Student Member under Article 3.7.1 shall be granted for the period of time that the individual is actively enrolled in the NAIT denturist program and during the transition period between graduation and challenging of College of Alberta Denturist examinations for Registration as a Regulated Member, provided that a Student Member Registration shall automatically terminate upon expiration of one year after the date of graduation, or the completion of the examinations, whichever occurs first.

### **3.8 Honorary Member**

- 3.8.1 The category of Membership in the College designated as Honorary Member may be granted to an individual by the Council, in its sole discretion.
- 3.8.2 Individuals designated as an Honorary Member, are not issued a Practice Permit and are not permitted to provide Denturist services in Alberta.
- 3.8.3 If the Council grants approval for an Honorary Member, the Council must advise the Registrar and the Registrar must give notice to the individual, and the name of the individual shall be entered in the Honorary Member Register.
- 3.8.4 The Council at its discretion may cancel an individual's Honorary Membership, and instruct the Registrar to remove a name from the Honorary Member Register

### **3.9 Associate Member**

- 3.9.1 The category of Membership in the College designated as Associate Member may be granted to an individual, who
  - a) was previously a Regulated Member in good standing with the College, but is no longer registered with the College; and/or
  - b) is a Regulated Member in good standing with another Denturist Regulatory College in an equivalent jurisdiction in Canada; and
  - c) Pays the fee(s) established pursuant to Article 9.1(d).
- 3.9.2 Individuals designated as an Associate Member, are not issued a Practice Permit and are not permitted to provide Denturist services in Alberta.

### **3.10 Application for Regulated Member, Provisional Regulated Member & Courtesy Regulated Member Registration**

Subject to the requirements set out in the Act and the Regulation, an individual may apply for Registration as a Regulated Member, Provisional Regulated Member, or Courtesy Regulated Member, by submitting the form(s) prescribed by Council, and by paying the Registration fee(s) determined by Council, pursuant to Article 9.1, to the Registrar.

### **3.11 Application for Intern Member Registration**

- 3.11.1 An individual may apply for Registration as an Intern Member by submitting the form(s) prescribed by Council and paying the Registration fee(s) pursuant to Article 9.1(d) determined by Council to the Registrar.
- 3.11.2 As soon as reasonably possible, the Registrar must approve or refuse the Registration application.
- 3.11.3 If an application is refused, the Registrar shall provide reasons for the refusal to the applicant, by mail, at the address given on the application form.
- 3.11.4 If the Registrar approves the application, it must give notice to the applicant and the name of the applicant shall be entered in the Intern Member Register.

### **3.12 Application for Student Member Registration**

- 3.12.1 An individual may apply for Registration as a Student Member by submitting the form(s) prescribed by Council and paying the Registration fee(s) pursuant to Article 9.1(d) determined by Council, to the Registrar.

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- 3.12.2 As soon as reasonably possible, the Registrar must approve or refuse the Registration application.
- 3.12.3 If an application is refused, the Registrar shall provide reasons for the refusal to the applicant, by mail, at the address given on the application form.
- 3.12.4 If the Registrar approves the application, it must give notice to the applicant and the name of the applicant shall be entered in the Student Member Register.

### **3.13 Application for Extension of An Intern Member Registration**

- 3.13.1 An individual may apply to extend his Registration as an Intern Member, by providing written reasons supporting the extension request, to the Registrar, and paying any Intern Membership extension fee(s) established pursuant to Article 9.1(d). The extension if granted shall be for a period of (2) two years provided however, that Registration as an Intern Member may only be extended once.
- 3.13.2 As soon as reasonably possible, the Registrar must approve or refuse the Intern Member's extension application.
- 3.13.3 If an application is refused, the Registrar shall provide reasons for the refusal to the Applicant, by mail, at the address given on the application form.
- 3.13.4 If the Registrar approves the Intern Member application, the College must give notice to the applicant and the extension shall be entered in the Intern Register.

### **3.14 Cancellation of An Intern Member Registration**

- 3.14.1 Membership as an Intern Member of the College shall be automatically cancelled if:
  - (a) An Intern Member submits the appropriate resignation form to the College; or
  - (b) Where an Intern Member fails to meet the requirements for Internships established by the College.
  - (c) The Intern Member has not successfully completed the examinations described in Article 3.6.1(c).
- 3.14.2 If a person's Registration as an Intern Member is cancelled, the Registrar must advise the person of the cancellation by mail at that person's last known address.

### **3.15 Cancellation of A Student Member Registration**

- 3.15.1 Membership as an Student Member of the College shall be automatically cancelled if:
  - (a) A Student Member submits the appropriate resignation form to the College; or
  - (b) Where a Student Member challenges the College's Registration examinations and is subsequently is eligible for Registration as a Regulated Member or a Provisional Regulated Member; or
  - (c) A Student Member ceases to be enrolled in the NAIT denturist program.
- 3.15.2 If a person's Registration as a Student Member is cancelled, the Registrar must advise the person of the cancellation by mail at that person's last known address.

### **3.16 Application for Associate Member Registration**

- 3.16.1 An individual may apply for Registration as an Associate Member by submitting the form(s) prescribed by Council and by paying the fee(s) determined by Council, pursuant to Article 9.1(d), to the Registrar.

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3.16.2 As soon as reasonably possible, the Registrar must approve or refuse the Registration application.

3.16.3 If the Registrar approves the application, the Registrar must give notice to the applicant and the name of the applicant shall be entered in the Associate Member Register.

### **3.17 Members in Good Standing**

A Member of the College shall be in good standing only if:

- (a) No fines, fees, costs, assessments, penalties, or levies are owing by the Member to the College; and
- (b) In the case of Regulated Members, the Regulated Member;
  - (i) has a valid and subsisting Practice Permit; and
  - (ii) his Registration has not been cancelled or suspended pursuant to Part 4 of the Act.

### **3.18 Change of Member Information**

3.18.1 A Member shall notify the Registrar of any change in the information contained in any register, which relates to that Member, as soon as reasonably possible and the Member is required to submit the appropriate change of register information form, to the College.

3.18.2 An Intern Member shall immediately notify the Registrar of any change regarding the name of his Regulated Member employer, his Internship employment address, or his Internship employment phone number, and the Intern Member is required to submit the appropriate change of register information form(s) and any applicable forms regarding an Internship Agreement, to the Registrar.

3.18.3 For the purposes of Section 33(5) of the Act, the Registrar may enter and remove information concerning Other Members, from the registers established for the categories of Other Members.

### **3.19 Payment of Fees and Costs**

Each Member shall pay to the College as and when prescribed, all costs, fees, levies, and assessment, together with any penalties or interest for late payment, established pursuant to Article 9.1 of the Bylaws.

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## **4. PRACTICE PERMITS**

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### **4.1 Term of Practice Permit**

A Practice Permit shall be effective on January 01 and shall expire on December 31 of each year unless otherwise indicated on the Practice Permit.

### **4.2 Practice Permit Renewal Application**

A completed application form for a Practice Permit renewal as prescribed by Council, along with the required Practice Permit Fee(s), pursuant to Article 3.13, must be sent to the College by November 01 each year.

### **4.3 Reinstatement**

A Regulated Member whose Registration and Practice Permit are cancelled under the Act, except if cancelled under Part 4 of the Act, may apply for reinstatement of the Registration and Practice Permit, to the Registration Committee, by:

- (a) Completing the form(s) required by Council;
- (b) Submitting the form(s) and the reinstatement fee(s), subject to Article 3.13, as determined by Council;
- (c) Submitting appropriate verification of required continuing competency; and
- (d) Submitting information or any other requirements determined by the Registration Committee.

#### **4.3.1 Reinstatement Decision**

As soon as reasonably possible, the Registration Committee shall consider a reinstatement application and must:

- (a) Approve the application;
- (b) Defer approval of the application until the applicant has successfully completed any requirements prescribed by the Registration Committee; or
- (c) Refuse the application.

#### **4.3.2 Approval, Refusal or Deferral**

If the Registration Committee approves, refuses, or defers an application for reinstatement of a Regulated Member's Registration, Practice Permit, or both, the Registration Committee must provide written reasons for its decision to the Registrar, who in turn must advise the applicant of the decision by delivery method(s) as indicated in College policies, to the applicant's last known address.

#### **4.3.3 Review Application**

- (1) If an applicant whose application for reinstatement as a Regulated Member pursuant to Article 4.3, has been accepted subject to conditions or is deferred or refused by the Registration Committee, may, within 30 days of the date of being given a copy of the decision, request a review by the Council in accordance with Article 4.3.3(2).
- (2) A request for a review by the Council must:
  - (a) be in writing
  - (b) set out the reasons why the application for reinstatement should be approved with or without conditions; and
  - (c) be given to the Registrar, who must then provide a copy of the request to the Council.

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- (3) On being given a letter of request, the Registrar must notify the applicant within 30 days, of the time and place at which the Council will conduct the review.
- (4) A review must be commenced no later than 60 days after the Registrar is given the letter of request.
- (5) The College may charge a fee for the review, pursuant to Article Nine of these Bylaws.

#### 4.3.4 **Review of Reinstatement Decision**

- (1) An applicant and the Registrar and/or the Registration Committee, may appear with or without Counsel and make representations to the Council at a review.
  - (2) On reviewing a decision pursuant to a request for a review under Article 4.3.3, the Council may:
    - (a) confirm, reverse or vary the decision of the Registration Committee and make any decision that the Registration Committee could have made;
    - (b) refer the matter back to the Registration Committee and direct the Registration Committee to make a further assessment of the application and make a decision under Article 4.3.1 on the application; and
    - (c) make any further requirements the Council considers necessary, for the purpose of carrying out its decision.
  - (3) The Council must on making a decision, give the applicant and the Registrar a copy of its decision with reasons for the decision.
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## **5. COLLEGE ADMINISTRATION**

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### **5.1 College Office**

The office of the College of Alberta Denturists shall be located in the greater Edmonton, Alberta.

### **5.2 Fiscal Year**

The fiscal year of the College begins on January 01 and ends on December 31.

### **5.3 Audit**

In each fiscal year of the College, there must be an audit of the College's financial books, records, and accounts by a Chartered Accountant, Certified Management Accountant or Certified General Accountant, who is registered under the Regulated Accounting Professions Act, which has been appointed by Council. The aforesaid audit shall be submitted and presented at the Annual General Meeting of the College.

### **5.4 Seal of the College**

The College shall have a seal, which shall have inscribed thereon, "College of Alberta Denturists", and the seal shall be kept at the main office of the College, or at the College's Legal Counsel Office.

### **5.5 Signing Authority**

5.5.1 There shall be designated two persons other than the College Office Manager, one of who shall be the President of the Council, one of who shall be the Registrar, or a designate of the President and/or the Registrar, in their absence, to sign all cheques, contracts, or documents, on behalf of the College.

5.5.2 Notwithstanding Article 5.5.1, the Council shall appoint two Members of the Member Services Committee to having signing authority on behalf of the Member Services Committee.

### **5.6 Deposit and Investments of Funds**

Monies of the College shall only be deposited in one or more of the following:

- (a) Canadian Chartered Banks;
- (b) Canadian Trust Companies; or
- (c) Alberta Treasury Branches;

and provided that both principal and interest of such deposits are fully guaranteed.

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## **6. MEETINGS OF THE COLLEGE AND MAIL VOTES**

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### **6.1 Annual General Meeting**

6.1.1 The College shall hold an Annual General Meeting of its Regulated Members once during each fiscal year at such time and place as Council may determine to:

- (a) Receive the audited financial statements of the College;
- (b) Receive the verbal and written reports of the College's Committees;
- (c) Receive the verbal and written report by the Council concerning the activities of the College, since the last Annual General Meeting;
- (d) Conduct elections for Membership in the Council; and
- (e) Conduct elections for Membership in the Fee Guide Development and Negotiation Committee; and
- (f) Transact other business as may be properly conducted.

6.1.2 Any resolution, motion or matter carried or passed at an Annual General Meeting shall be considered at the next meeting of Council.

### **6.2 Notice of Annual General Meeting**

Notice of the Annual General Meeting together with an agenda for the Annual General Meeting and a copy of the minutes from the previous Annual General Meeting, shall be sent to Regulated Members at their last known address not less than thirty (30) days prior to the date of the Annual General Meeting, and shall state the date, time, and location of the Annual General Meeting.

### **6.3 Special Meetings**

6.3.1 The Council may whenever it deems appropriate and shall upon a request in writing made by Regulated Members who are in good standing and who represent twenty-five (25%) percent of the total Regulated Members, convene a Special Meeting of the Regulated Members of the College for the purpose of considering a specific and urgent matter which cannot be delayed until the next Annual General Meeting.

6.3.2 Any resolution or matter carried at a Special Meeting shall be considered at the next meeting of Council.

### **6.4 Notice of Special Meetings**

Notice of a Special Meeting together with the purpose for holding the meeting shall be sent to the Regulated Members of the College at their last known address not less than ten (10) days prior to the date of the Special Meeting. The date, time, and location for a Special Meeting shall be determined by the Council in their sole discretion, acting reasonably.

### **6.5 Agenda for Special Meetings**

Only the matter or matters set out in the notice of a Special Meeting shall be dealt with at a Special Meeting.

### **6.6 Chairperson of Meetings**

6.6.1 The President of the College or, in his absence, the Vice-President of the College, shall be the Chairman of any meeting of the College. In the absence of both the President and the Vice-President, a Member of Council elected by the Regulated Members at the meeting shall be the Chairman of the meeting.

6.6.2 Notwithstanding Article 6.6.1, the Council may retain a parliamentarian to assist in chairing a meeting of the College.

**6.7 Quorum for Meetings**

The presence of twenty-five (25%) of the Regulated Members of the College in good standing at the commencement of a meeting of the College shall constitute a quorum for any meetings of the College.

**6.8 Failure to Reach a Quorum**

If a quorum is not present within one-half (1/2) hour after the time set for a meeting of the College, the meeting shall be rescheduled for a date, time, and location, selected by the Council, in their sole discretion, acting reasonably.

**6.9 Procedure at Meetings**

Subject to these Bylaws, all meetings of the College shall be conducted in accordance with Call to Order, Meeting Rules and Procedures for Non-Profit Organizations, by Herb Perry, ISBN 0-9691683-0-6.

**6.10 Voting Rights**

Each Regulated Member in good standing excepting the Chairman shall have one vote per matter at a meeting of the College. In the event of a tie vote at any meeting of the College, the Chairman of the meeting shall have a deciding vote.

**6.11 Forfeiture of Voting Rights**

A Regulated Member, who is not in good standing with the College, is ineligible to cast a vote, either in person or by proxy, at a meeting of the College, or to participate in a mail vote described in Article 6.15.

**6.12 Votes**

Subject to Article 6.7, a majority vote of the Regulated Members in attendance, or voting by proxy's at any meeting of the College, shall be sufficient to determine any resolution or matter at a meeting of the College, except as otherwise specified in the Bylaws.

**6.13 Voting Process**

At a meeting of the College, and subject to Article 7.4, a resolution or matter shall be decided by a show of hands unless, in the opinion of the Chairman, a secret ballot is necessary and, unless a secret ballot is conducted, a declaration by the Chairman of a meeting that a resolution or matter on a show of hands has been dealt with, is conclusive proof that the resolution or matter has been dealt with.

**6.14 Proxy Voting**

6.14.1 Votes at any meeting of the College may be given either personally or by proxy and, if by proxy, in the form and manner prescribed in Articles 6.14.2 to 6.14.5.

6.14.2 An instrument appointing a proxy, shall be in the following form:

<p><b>“PROXY”</b>: To: College of Alberta Denturists</p> <p>I, _____ of _____, being a Regulated Member in good standing of the College of Alberta Denturists, hereby appoint _____ of _____ as my Proxy to vote on my behalf at the <i>(Insert Date)</i> meeting of the College of Alberta Denturists and any adjournments thereof.</p> <p>Signed this ____ day of _____, 20__.</p> <p>_____</p> <p>Regulated Members Signature</p>
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*Continued on Next Page*

- 6.14.3 Instruments appointing a proxy shall be delivered to the office of the College, not less than seven (7) days prior to the date specified for the meeting of the College to which the proxy applies.
- 6.14.4 A person appointed as a proxy shall not be entitled to vote for the Regulated Member appointing such proxy, if the Regulated Member appointing the proxy is not in good standing with the College at the time of the meeting to which the proxy applies.
- 6.14.5 Only a Regulated Member in good standing may grant a proxy or act as a proxy.

## **6.15 Mail Vote**

- 6.15.1 A matter or resolution may be voted upon by mail if Council, in their sole discretion, determines that any matter or resolution shall be the subject of a mail vote.
  - 6.15.2 When Council determines that a matter or resolution shall be the subject of a mail vote, it shall be sent by ordinary mail to each Regulated Member at his last known address the following:
    - (a) The matter or resolution which is to be the subject of a mail vote;
    - (b) Such background information as Council deems appropriate;
    - (c) A ballot;
    - (d) Directions as to voting, which the Council deems appropriate; and
    - (e) A date and time specified by Council for the closing and receipt of the mail vote.
  - 6.15.3 Regulated Member's mail votes which are not received at the office of the College on or before the stated closing date will be deemed spoiled and shall not be counted.
  - 6.15.4 Immediately following the date specified for the closing of a mail vote, a scrutinizer appointed by the College shall count the mail votes and provide the results of the vote to the President who shall notify the Regulated Members in writing of those results, within thirty (30) days of the results being provided to the President.
  - 6.15.5 In the event of a tie vote, the Chairman of the Council shall cast a deciding vote.
  - 6.15.6 All mail votes shall be retained for sixty (60) days following the date specified for the closing of a mail vote, and then subsequently the mail votes shall be destroyed.
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## **7. COUNCIL**

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### **7.1 Composition of the Council**

The council shall consist of:

- (a) Not less than five (5) and not more than seven (7) Regulated Members, including a President and a Vice-President;
- (b) The number of Public Members appointed by the Lieutenant Governor in Council pursuant to the Act; and
- (c) Non-voting Members, if any, appointed by the Council at their sole discretion, from time to time.

### **7.2 Term of Office**

7.2.1 As may be necessary from time to time in order to ensure that one-half of the Council's Members' terms will expire every two years, the Council Members may in their sole and independent discretion, call a meeting of the Council to conduct the following business:

- (a) to select certain Council Members to hold office for a one (1) year term which is deemed to have begun on the date of the last Annual General Meeting, and
- (b) to select the remaining Council Members to hold office for a two (2) year term which is deemed to have begun on the date of the last Annual General Meeting.

7.2.2 The term of office for a Member of Council shall be two (2) years.

7.2.3 Subject to Article 7.2.4 any Council Member whose term of office as a Council Member is expiring shall be eligible for re-election.

7.2.4 Any Council Member may only sit three (3) consecutive terms of office.

### **7.3 Nominations**

Nominations for Members of Council may only be made for Regulated Members in good standing by Regulated Members in good standing and must be received before the commencement of the vote for Council Members at an Annual General Meeting and must have the consent of the nominated Regulated Member to stand for election.

### **7.4 Elections**

All elections for Council shall be by secret ballot and shall be by simple majority vote, provided that in the event of a tie vote such vote shall be re-taken.

### **7.5 Deemed Election**

If the number of Regulated Member nominees for election to Council is equal to or more than the minimum number of vacant Regulated Member positions on Council, and is less than or equal to the maximum number of vacant Regulated Member positions on Council, then all such nominees are deemed to be elected by acclamation, and without the necessity of conducting a vote.

### **7.6 Vacancy**

Where a vacancy or shortage of Regulated Members occurs on the Council at any time, the Council may appoint Regulated Members to fill any vacant positions.

## **7.7 Deemed Vacancy**

A Council Member shall be deemed to have vacated the office of Council Member if:

- (a) The Council Member is insolvent or declares bankruptcy;
- (b) The Council Member becomes incapacitated or dies;
- (c) The Council Member's conduct is found to constitute unprofessional conduct under Part 4 of the Act; or
- (d) The Council Member resigns in writing.

## **7.8 Removal of Council or Committee Member**

7.8.1 A Council Member may be removed from the Council where a motion to that effect is passed by two thirds of the other Members of the Council.

7.8.2 A Member of a College Committee may be removed from a College Committee where a motion to that effect is passed by two thirds of the Council.

## **7.9 Duties of the President**

The President shall:

- (a) Perform all duties, which may be prescribed by the Council from time to time.

## **7.10 Duties of the Vice-President**

The Vice-President shall:

- (a) Perform the duties of the President if the President is absent, unable, or unwilling to perform his duties; and
- (b) Perform all duties, which may be prescribed by the Council from time to time.

## **7.11 Meetings of the Council**

7.11.1 Meetings of the Council shall be held at least three (3) times per year, on such dates and at such times and places as may be determined by the President, acting reasonably.

7.11.2 Notice of the time, date, and place of each meeting of the Council, shall be given to each Council Member not less than ten (10) days before the date when the meeting is to be held.

## **7.12 Special Meeting of Council**

Notwithstanding Article 7.11, a special meeting of the Council shall occur upon the request of a majority of the Members of Council.

## **7.13 Parliamentary Procedure**

Subject to any provisions in the Bylaws, all meetings of the Council shall be conducted in accordance with Call to Order, Meeting Rules and Procedures for Non-Profit Organizations, by Herb Perry, ISBN 0-9691683-0-6.

## **7.14 Chairman**

The President or, in the absence of the President, the Vice-President, shall chair meetings of the Council.

**7.15 Quorum**

The quorum for meetings of the Council shall be a simple majority of the Regulated Members of Council.

**7.16 Voting Privileges**

With the exception of the Chairman of the Council and any non-voting Members of Council appointed pursuant to Article 7.1(c), each Member of Council shall have one (1) vote. In the event of a tie vote, the Chairman of the Council shall then cast a deciding vote.

**7.17 Majority Vote**

Matters considered at any meeting of the Council shall be decided by a simple majority of votes cast upon each matter provided that in the event of a tie the President or the Chairman of the meeting in the President's absence shall have a tie-breaking vote.

**7.18 Remuneration and Reimbursement**

7.18.1 The Members of Council and Members of any Committees of the College shall receive compensation for their services as a Council or Committee Member, pursuant to the Remuneration Policy determined by Council from time to time.

7.18.2 Members of Council and Members of the College's Committees shall be reimbursed pursuant to the College's Expense Policy for their reasonable travel, accommodation, and miscellaneous expenses incurred while carrying out Council or Committee duties.

## **8. COMMITTEES**

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### **8.1 Committees**

8.1.1 There shall be the following Standing Committees of the College:

- (a) Registration Committee;
- (b) Examination Committee, which is responsible for the administration, control, and development of the examination(s) for Denturists in the Province of Alberta;
- (c) Fee Guide Development and Negotiation Committee which is responsible for the negotiation of fees and the provision of a recommended fee schedule for professional services;
- (d) Conference Planning Committee, which is responsible for matters related to the holding of the Annual General Meeting of Members and the associated continuing education symposium ; and
- (e) Other Committees as designated by Council.

8.1.2 There shall be not less than two (2), and not more than three (3), Regulated Members elected to serve on the Fee Guide Development and Negotiation Committee.

8.1.3 Subject to Articles 8.1.2, 8.1.5, Council shall appoint Regulated Members in good standing to the standing Committees.

8.1.4 If a vacancy exists on a Committee, the Council may appoint Regulated Members to fill any vacant positions.

8.1.5 All elections for the Fee Guide Development and Negotiation Committee shall be by secret ballot and shall be by simple majority vote provided that in the event of a tie vote the Chairman of the Council shall cast a deciding vote.

### **8.2 Registration Committee**

The Registration Committee pursuant to Section 9 of the Act, has the powers and duties of the Registration Committee and Competence Committee under the Act.

### **8.3 Application and Referrals to the Registration Committee**

8.3.1 The Registration Committee must consider and decide on applications for Registration, for Registration Renewal, and for Practice Permits, referred by the Registrar to the Registration Committee.

8.3.2 Pursuant to Section 43(4) of the Act, the Registration Committee shall consider a referral from the Registrar concerning a Regulated Member, who has not complied with conditions respecting that person's Practice Permit, and may direct the Registrar to cancel the Member's Practice Permit and Registration.

### **8.4 Special and Ad Hoc Committees**

Notwithstanding Article 8.3, the Council may from time to time, appoint Special and Ad Hoc Committees, as it considers necessary to assist in the management and administration of the College.

### **8.5 Term**

Members of Committees of the College shall serve for a term of two (2) years or until a successor has been appointed, but in any case, shall not serve more than three consecutive terms.

### **8.6 Chairman of Committees**

The Council shall annually appoint a chairman for each Committee of the College from among the Regulated Members of each Committee.

**8.7 Committee Meetings**

All meetings of Committees of the College shall occur at the dates, times, and places which the Committee considers appropriate and shall be conducted in accordance with Call to Order, Meeting Rules and Procedures for Non-Profit Organizations, by Herb Perry, ISBN 0-9691683-0-6.

**8.8 Quorum**

The quorum for meetings of the Committees shall be a simple majority of the Regulated Members of the Committee.

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## 9. FEES, DUES, AND LEVIES

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- 9.1** The Council shall, within a reasonable time before the beginning of the College's fiscal year, establish:
- (a) The Registration fee payable by Regulated Members, Provisional Regulated Members, and Courtesy Regulated Members;
  - (b) The Annual Practice Permit fee payable by Regulated Members, Provisional Regulated Members,
  - (c) The Practice Permit fee payable by Courtesy Regulated Members;
  - (d) Reinstatement fees payable by Members;
  - (e) Any Membership or other fees payable by Regulated Members, Provisional Regulated Members, Courtesy Regulated Members or Other Members; and
  - (f) Other fees payable by any other third-party or non-Member as deemed necessary by the Council.
- 9.2** Notwithstanding Article 9.1, a person who obtains Registration as a Regulated Member or as a Provisional Regulated Member, and a Practice Permit at any time other than January 01 of any year, shall be refunded the proportionate amount of the annual Practice Permit fee established under Article 9.1(a) and (b), for the days of the year during which the Regulated Member or Provisional Regulated Member, were not registered and were not issued with a Practice Permit.
- 9.3** A Regulated Member or a Provisional Regulated Member may cancel his Practice Permit and Registration as a Regulated Member or a Provisional Regulated Member, by submitting the appropriate form(s) to the College office. The College shall refund the proportionate amount of that person's annual Practice Permit Fee for the days of the year during which the person will no longer be a Regulated Member or a Provisional Regulated Member, less any Administration Fee for this service established by the Council.
- 9.4** A Courtesy Regulated Member may cancel his Practice Permit and Registration as a Courtesy Regulated Member, by submitting the appropriate form(s) to the College office. The College shall refund the proportionate amount of that person's Practice Permit Fee for the days of the defined time period, during which the person will no longer be a Courtesy Regulated Member, less any Administration Fee for this service established by the Council.
- 9.5** Notwithstanding Article 9.1, a person who obtains Registration as an Other Member at any time other than the first day of January of any year, shall be refunded the proportionate amount of the applicable fee(s) established under Article 9.1(d), not including any application fee(s), for the days of the year during which the Other Member was not registered.
- 9.6** An Intern Member or a Student Member may cancel his Registration as an Intern Member or a Student Member, by submitting the appropriate form(s) to the College office. The College shall refund the proportionate amount of that person's annual Intern Fee or Student Fee, for the days of the year during which the person will no longer be an Intern Member or a Student Member, less any Administration Fee for this service established by the Council.
- 9.7** The Council may from time to time issue guidelines directing the College to charge a further fee to Regulated Members, Provisional Regulated Member, Courtesy Regulated Member, or Other Members, in the circumstances where a fee described in Article 9.1 is not paid on or before the required date for payment.
- 9.8** Subject to the Bylaws, at an Annual General Meeting or a Special Meeting of the College or pursuant to a mail vote, a Regulated Member, including a Member of the Council, may propose a resolution assessing or levying an additional cost, fee, levy, or assessment from Members.

## **10. CODE OF ETHICS AND STANDARDS OF PRACTICE**

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### **10.1 Procedure for Development and Adoption**

The Council pursuant to Section 133 of the Act has developed and approved a Code of Ethics and a Standards of Practice for the Practice of Denturism.

### **10.2 Changes to the Code of Ethics and Standards of Practice**

10.2.1 The Council may add to, amend, or repeal in whole or in part, the College's Code of Ethics and or Standards of Practice after Council:

- (a) Sends the proposed changes to the Code of Ethics and/or the proposed changes to the Standards of Practice to all Regulated Members and provides Regulated Members thirty (30) days from the date of distribution to submit comments to the Council;
- (b) Provides a copy of the proposed changes to the Code of Ethics and/or the proposed changes to the Standards of Practice, to the Minister and to any persons determined by the Council, for review and comment; and
- (c) Reviews and considers comments received from Regulated Members, the Minister, and from other persons who are provided with a copy of the proposed changes, which the Council receives.

10.2.2 Upon completing the review set out in Article 10.2.1, the proposed changes to the Code of Ethics and/or the proposed changes to the Standards of Practice are deemed to be implemented.

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## **11. AMENDMENT OF BYLAWS**

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11.1 Proposed changes to Bylaws must be mailed to all Regulated Members to their last known primary clinic address at least thirty (30) days prior to the Annual General Meeting or a Special Meeting called for the purpose of amending the Bylaws.

11.2 The Bylaws may only be amended by a vote of fifty (50%) percent of the Regulated Members present at an Annual General Meeting or at a Special Meeting called for the purpose of amending the Bylaws.

11.3 Within sixty (60) days of ratification of the amendments to the Bylaws, Council shall send a copy of the amended Bylaws to Regulated Members by regular mail, to their primary clinic address.

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## 12. PUBLICATION

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- 12.1** For the purposes of section 60(6)(a) of the Act, the Registrar may in his sole discretion, but acting reasonably, publish in any manner he considers appropriate, any information respecting a complaint and a ratified settlement which has been achieved by the Alternative Complaints Resolution process.
- 12.2** The College will publish all Hearing Tribunal Decisions and Orders, with full disclosure of the Regulated Member's name or generically without disclosure of the Regulated Member's name as stipulated in a Hearing Tribunal Decision and Order, in the College's newsletter, the College's Annual Report to Government, at the College's Annual General Meeting of Members, and on the College's website as posted in any of the aforementioned publications.

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*These Bylaws were approved by Council on September 03, 2002.*

*These Bylaws were amended and approved by the Membership on June 03, 2006.*

*These Bylaws were amended and approved by the Membership on June 14, 2008.*

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# COLLEGE OF ALBERTA DENTURISTS

