

College of Hearing Aid Practitioners of Alberta

FINAL DRAFT **By-Laws**

**Under the Authority of the
Health Professions Act
Section 132**

Dated April 11, 2008

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ARTICLE 1 – PREAMBLE

1.1 WHEREAS the College of Hearing Aid Practitioners of Alberta is duly incorporated under the *Health Professions Act*, of the Province of Alberta

AND WHEREAS power is given to the Council of the College of Hearing Aid Practitioners of Alberta by section 132 of the *Health Professions Act* to make By-laws as may be necessary.

NOW THEREFORE the Council of the College of Hearing Aid Practitioners of Alberta enacts as follows.

ARTICLE 2 – DEFINING AND INTERPRETING THE BY-LAWS

2.1 Definitions

In these By-laws, the following words have these meanings:

- 2.1.1 “**Act**” means the *Health Professions Act* of the Province of Alberta, or its successor legislation;
- 2.1.2 “**By-laws**” means the By-laws of the College, as amended;
- 2.1.3 “**Code of Ethics**” means the professional Code of Ethics adopted by the College for its members, as amended;
- 2.1.4 “**College**” means the College of Hearing Aid Practitioners of Alberta;
- 2.1.5 “**Council**” means the Council of the College as described in Section 5 of the Act;
- 2.1.6 “**Councilor**” means any person elected or appointed to the Council;
- 2.1.7 “**Regulated Member**” means a person who is a registered member of the College under section 33(1)(a) of the Act;
- 2.1.8 “**Executive Director**” means the title and position of Executive Director for the College;
- 2.1.9 “**Practice Permit**” means a Practice Permit, as defined under the Act, for practice as a hearing aid practitioner;
- 2.1.10 “**Registrar**” means the title and position of Registrar for the College as appointed by the Council pursuant to section 8 of the Act.

2.1.11 “**Registered Office**” means the Registered Office for the College as described in Article 7.1.;

2.1.12 “**Regulations**” means the *Hearing Aid Practitioners Profession Regulation*; and

2.1.13 “**Standards of Practice**” means the professional Standards of Practice adopted by the College for its members, as amended.

2.2 Interpretation

The following rules of interpretation must be applied in interpreting these By-laws.

2.2.1 Words indicating the singular also include the plural, and vice-versa

2.2.2 Words indicating the feminine gender also include the masculine gender, and vice-versa.

2.2.3 Reference in the By-laws to Council, an officer, person or a committee includes any delegate of the Council, officer, person or committee.

2.2.4 The By-laws must be interpreted broadly and generally, to allow for the reasonable operation of the College.

ARTICLE 3 – OBJECTIVES OF THE COLLEGE

3.1 The objectives of the College are to regulate the profession of Hearing Aid Practitioners in Alberta pursuant to the Act and Regulations; and to administer the affairs of the College consistent with its By-laws, Standards of Practice, Codes of Ethics, and Policies.

ARTICLE 4 – MEMBERSHIP

4.1 Categories of Members

Membership is composed of Regulated Members and Non-Regulated Members, and the term “Member” shall refer to both.

4.2 Regulated Members

A Regulated Member is a person who has:

- (a) met the registration requirements set out in the Act and Regulations;
- (b) paid the applicable fees; and

- (c) registered with the College as a Hearing Aid Practitioner

4.3 Non-Regulated Members

A Non-Regulated Member shall be one who has:

- (a) met the requirements set out in these By-laws;
- (b) paid the applicable fees; and
- (c) registered with the College as a:
 - i. Educational Student
 - ii. Interim member
 - iii. In-Active Hearing Aid Practitioner;
 - iv. Honorary Member; or
 - v. Associate Member.

The Council may determine other categories as it determines appropriate.

4.4 Titles, Abbreviations, or Initials

- 4.4.1 Only Regulated Members may use the following designator titles, abbreviations or initials:

Hearing Aid Practitioner - “HAP”

Should a person cease for any reason to be a Regulated Member, the right to use such titles, abbreviations or initials shall cease.

- 4.4.2 The Council may, as it deems appropriate, determine designator titles, abbreviations, or initials to be used by Non-Regulated Members. Should a person cease to be a Non-Regulated Member of the College, the right to use the designator titles, abbreviations, or initials shall cease.

4.5 Initial Application

- 4.5.1 The Council must appoint a Registrar pursuant to section 8 the Act. The Registrar will consider applications for initial registration.
- 4.5.2 The Registrar may, at his sole discretion, decide to refer any application for registration to the Registration Committee for their determination if a Registration Committee has been established pursuant to s. 9(1) of the Act.
- 4.5.3 The Registrar shall consider applications for Practice Permits.
- 4.5.4 Any application for a Practice Permit by a person who is not already a Regulated Member should be made at least one month prior to the date the person wishes to

become a Regulated Member.

4.6 Applications for Practice Permit Renewal

- 4.6.1. A completed application form for a Practice Permit renewal must be sent to the College by February 28th of each year for a Practice Permit that will become effective April 1st of that year.
- 4.6.2. Should the College not receive a renewal application by February 28th of each year, the Regulated Member is subject to such fines, fees, levies or assessments as are set out in the Act, the By-laws or as may be determined by Council.
- 4.6.3. Upon receiving the application, the Registrar may request such additional information as is relevant to the application, the Member's continuing competence, or the Member's compliance with any conditions imposed on the Practice Permit.

4.7 Reinstatement

4.7.1 Reinstatement Application

A Regulated Member whose registration or Practice Permit is cancelled under the Act, except if cancelled under Part 4 of the Act, may apply for their registration, Practice Permit, or both, to be reinstated by submitting to the Registrar:

- (a) such forms required by Council;
- (b) the reinstatement and administrative fee determined by Council;
- (c) appropriate verification of competency requirements as may be determined by Council; and
- (d) any other information or documents as determined by Council.

4.7.2 Reinstatement Decision

The Registrar shall consider any application for reinstatement and must:

- (a) approve the application;
- (b) defer approval of the application until the applicant has successfully completed any requirements prescribed by the Registrar;
- (c) refer the application to the Registration Committee or Competence Committee pursuant to s. 43(4) of the Act; or
- (d) refuse the application.

4.7.3 Approval, Refusal or Deferral

Once the Registrar approves, refuses or defers an application for reinstatement under Article 4.7.2, the Registrar must advise the applicant of the decision by post

at the applicant's last known address and provide reasons for the decision.

4.8 Membership Year

4.8.1 Expiry Date

An annual permit for a Regulated Member expires on April 1st of each year.

4.8.2 Term of Practice Permit

A Practice Permit shall expire on April 1st of each year, unless otherwise indicated on the Practice Permit

4.9 Membership Fees

The Council shall, establish:

- (a) The registration fee payable by persons applying to be regulated members;
- (b) the annual Practice Permit fee payable by regulated members; and
- (c) any other fees payable by members.

4.10 Member Addresses and Changes Thereto

Every Regulated Member must maintain current in Alberta and notify the Registrar in writing of that address and of any change in that address forthwith after the change occurs. Should the Regulated Member fail to notify the Registrar of any address change, any notice sent to the address last given to the Registrar shall be deemed sufficient.

4.11 Rights and Privileges of Members

4.11.1 Privileges of Regulated Members

Regulated Members in good standing, shall be entitled to all privileges and services of the College, including the right to:

- (a) titles, abbreviations and initials;
- (b) vote at meetings of the College; and
- (c) hold office

4.11.2 Privileges of Non-Regulated Members

Non-regulated Members in good standing shall be entitled to all privileges and services of the College as defined by the Council, excluding the right to:

- (a) those title, abbreviations and initials held by Regulated Members;
- (b) vote at meetings of the College; and
- (c) hold office

4.11.3 Obligations of Non-Regulated Members

Non-Regulated members shall follow the rules of the College as if they were a Regulated Member, except as provided otherwise.

4.12 Members in Good Standing

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

- (a) all registration, Practice Permit, and membership fees payable by the Member have been received in full;
- (b) no fines, fees, costs or levies are owing to the College;
- (c) proof of current Professional Liability Insurance has been provided to the College; and
- (d) in the case of Regulated Members, the Regulated Member has a valid Practice Permit and whose registration has not been suspended or cancelled pursuant to Part 4 of the Act.

4.13 Revoking Membership

4.13.1 The College may demand that a Member pay arrears. The demand must give at least 30 days to pay the arrears.

4.13.2 If all dues in arrears have not been paid by the specified date, the Council may have the Member's name removed from the College's membership register and their membership and Practice Permit may be cancelled.

4.13.3 Any Registered Member whose Practice Permit has been cancelled must return their Practice Permit to the College.

4.13.4 If a Member ceases to be a Member of the College, any rights and privileges of membership shall cease.

4.14 Cessation of Membership

4.14.1 If, for any reason (including death), a person ceases to be a Member of the College, the rights and privileges of the Member shall cease.

4.14.2 Ceasing to be a Member does not extinguish any debts of any kind owing to the College, and any such debts remain enforceable by the College.

4.14.3 A Regulated Member of the College may resign their membership as provided for in the Act. A Member may resign from the College by submitting:

- (a) a request for resignation in writing; and

(b) return of the Member's Practice Permit.

4.14.4 A membership may be cancelled in accordance with the Act or By-Laws.

4.15 Responsibilities of Members

Every Member of the College shall abide by the Act, Regulations, By-laws, Standards of Practice, and Code of Ethics.

ARTICLE 5 – MEETINGS OF THE COLLEGE

5.1 Meetings of College

Council may call a meeting at any time Council considers advisable. Council may fix the time and place and designate the notice to be given to the Regulated Members.

- 5.1.1 Only Councilors and Regulated Members may participate in and vote at meetings of the College, unless otherwise permitted by Council.
- 5.1.2 A quorum at all meetings of College shall consist of 10 Regulated Members personally present. If there is not a quorum within 30 minutes of the time specified in the notice, the meeting shall not proceed.
- 5.1.3 The President shall chair any meetings of the College, or if the President is not present within 15 minutes after the time appointed for holding such meeting, the Vice President will chair the meeting. If neither the President nor the Vice President is present within that time, the Councilors present shall choose one of their number to act as chair for the meeting.
- 5.1.4 If a Regulated Member wishes to raise an issue at a meeting of the College the Regulated Member may bring the matter forward for discussion purposes only. However, the discussion at the meeting does not affect the ability of the Council from making the decisions they see fit.
- 5.1.5 Any votes may be conducted by a show of hands or by ballot, as determined by the Chair of the meeting.
- 5.1.6 The College is required to hold an Annual General Meeting once every calendar year, at a date at least 6 months from the previous Annual General Meeting.

5.2 Parliamentary Authority

The Council, except as provided in the By-laws, shall set the rules and procedures for all College meetings. However, should 1/3 of the members present and voting require so, the meeting shall there on proceed in accordance with the latest edition of Roberts Rules of

Order.

ARTICLE 6 – GOVERNANCE

6.1 Council

6.1.1 Composition of Council

Membership of Council shall be comprised of:

- (a) A President, Vice-President, Secretary, Treasurer, and 2 Councilors-at-large, all elected in accordance to Article 6.2 of the By-Laws;
- (b) 2 Public Members appointed by the Lieutenant Governor in Council as Councilors in accordance with the Act; and
- (c) Any ex-officio members appointed by Council

6.1.2 Responsibility of Council

Decisions of Council shall be made as follows:

- (a) Votes are decided:
 - (i) at a Council meeting, by a vote of a majority of those present and voting at a meeting.
 - (ii) during a telephone conference, by a vote of a majority of those members participating in the conference and who vote;
 - (iii) for a vote held by mail, facsimile, or electronic means, by a vote of a majority of who vote;
- (b) no ex-officio Member of Council shall vote;
- (c) all Councilors except the President, shall each be entitled to one vote, regardless the number of positions and titles held; and
- (d) the President shall only vote in the event of a tie vote, in which case his vote is the deciding vote.

6.1.3 Authority of Council

Council is the governing body of the College, and is empowered to:

- (a) set policies, procedures, and directives for the guidance of Members, officers and officials of the College that conform to the Act, Regulations and By-laws;
- (b) appoint officials as set out in Article 9;
- (c) create standing, ad hoc and other special committees as may be necessary to

- assist the Council in carrying out its duties;
- (d) enter into agreements with other institutions and societies;
- (e) oversee all financial transactions and ensuring a written financial statement is submitted at each regular meeting;
- (f) deposit or invest operating monies in any of the following: a Canadian chartered bank, trust company, securities of government of Canada or the government of any province of Canada;
- (g) invest the funds of the College in such investments and securities as the Council may see fit subject to Article 10;
- (h) award bursaries and grants as determined by Council;
- (i) delegate authority and responsibility for implementation of College policy to the Executive Director and/or Registrar; and
- (k) such other and further powers as are necessary for the proper working of the College.

6.2 Election to Council

- 6.2.1 The election of Councilors shall be held at the Annual General Meeting when one or more Councilors' terms of office expire that year, or when one or more positions are vacant as of the date of the Annual General Meeting.
- 6.2.2 The Executive Director, no later than 90 days before the Annual General Meeting, shall forward to each Regulated Member in good standing a call for nominations listing the positions that are up for election, the rules listed for nominations under Article 6.2.4 and 6.2.5 and the address to which nominations are to be returned.
- 6.2.3 The Council shall establish an Elections Committee of at least 3 persons, which is responsible for handling the nominations and elections process. 1 member of the committee shall be one of the Public Members of the Council, while the others shall be Regulated Members in good standing.
- 6.2.4 Only Regulated Members in good standing are eligible for nomination. Members of Council whose position is not up for election may not be nominated.
- 6.2.5 Only Regulated Members in good standing may make a nomination. A Regulated Member may not nominate more than one person for a vacancy. Any nomination must specify what position the person is being nominated to fill.
- 6.2.6 Nomination papers to be valid must:
 - a) state the name of the person being nominated;
 - b) the position to which they are being nominated;
 - c) include the name and signature of the nominator; and

- d) be returned to the address set out in the notice by the date set out in the notice.
- 6.2.7 Nominations may also be made from the floor during the nominations portion of the Annual General Meeting. Regardless, the Elections Committee may print ballots based on those nominations received prior to the Annual General Meeting, and either write in those nominations received from the floor or have each Member do so on their own ballot.
- 6.2.8 Should only one Regulated Members be nominated for a position, or only 1 or 2 for Councilors-at-large, such candidates shall be declared elected by acclamation.
- 6.2.9 A person may only run for one position. Should a person be nominated to more than one position, the person must choose which position they run for. A person may also decline to run for any of the positions to which they have been nominated.
- 6.2.10 Once it has been determined who is running for which position, elections shall be held.
- 6.2.11 An accidental or technical oversight, error or omission in the performance of any of the election provisions does not render an election void.

6.3 Meetings of Council

- 6.3.1 Council may meet for the dispatch of business, adjourn and otherwise regulate their meeting and proceedings as required, subject always to the provisions of the Act, Regulations, and By-laws. In most circumstances, Council will meet four times a year.
- 6.3.2 The President, the Executive Director or Registrar may call meetings of Council at any time deemed necessary or advisable.
- 6.3.3 3 Councilors may, by resolution in writing signed by them, require the President to convene a meeting of Council. The requisition shall state the object of the meeting so required. Should the President not cause a meeting to be held within 14 days of the requisition, the petitioners may themselves convene a meeting, by providing not less than 7 days notice in writing sent to all Councilors.
- 6.3.4 The President shall chair any meetings of Council, or if the President is not present within 15 minutes after the time appointed for holding such meeting the Vice President will chair the meeting. If neither the President nor the Vice President is present within that time, the Councilors present shall choose one of their number to act as Chair for the meeting.
- 6.3.5 The Council or any committee may hold a meeting by means of telephone or other communication that permits all persons participating in the meeting to hear each

other.

- 6.3.6 A quorum for a meeting of the Council exists when 4 Councilors are present.
- 6.3.7 Only members of Council have the right to attend Council meetings; however Council may invite other individuals to take part in the discussions on pertinent business at any meeting of the Council. The same applies to committee meetings.

6.4 Terms of Office

- 6.4.1 The term of office for Councilors shall be until the Annual General Meeting in the 3rd year following their election, with all duties and responsibilities commencing at the first meeting of Council following the election.
- 6.4.2 A Councilor shall be eligible for re-election to a maximum of 2 consecutive terms. Councilors, having served the maximum allowable period of 2 consecutive terms, shall not be eligible for re-election until after a 1 year rest period. A period served as Past-President under Article 6.4.3 or as a replacement Councilor under Article 6.4.6 does not count as a term for this purpose.
- 6.4.3 The Past-President may continue to be an ex-officio member of Council for a one-year period after completion of the term of President. Should this position become vacant, it is not filled according to Article 6.4.6
- 6.4.5 A Councilor may at any time resign by letter delivered to the Executive Director or the Registrar.
- 6.4.6 In the event of any vacancy on Council, the remaining Councilors may either choose to leave the position open or select a Regulated Member in good standing to fill the vacancy until the next Annual General Meeting. If the vacancy is not that of Councilor-at-large, the replacement does not automatically fill that position but instead Council chooses which Councilor should fill the position, which they do until the next Annual General Meeting.
- 6.4.7 With the permission of the majority of the rest of the Council, a Councilor may resign from a position other than that of Councilor-at-large without resigning from Council all together. In such a case, the Council shall choose a different Councilor to fill the now vacant position.
- 6.4.8 A Councilor may resign from a committee without resigning from the Council, unless the Councilor is required to sit on the committee by virtue of holding a specific position on Council.
- 6.4.9 With the permission of Council, a Councilor may hold more than one position until the next Annual General Meeting. Regardless of how many positions a Councilor may fill, they only have one vote. If one of the positions held is that of President,

Article 6.1.2(d) applies to that vote.

ARTICLE 7 – FINANCE AND OTHER MANAGEMENT MATTERS

7.1 Registered Office

The College will maintain a Registered Office within the province of Alberta.

7.2 Finance and Auditing

7.2.1. The fiscal year of the College ends on March 1st of each year.

7.2.2 There must be an audit of the books, accounts, and records of the College at least once each year.

7.3 Seal of the College

The Seal of College shall be a circle surrounded by the words “College of Hearing Aid Practitioners of Alberta”.

7.4 Cheques and Contracts of the College

7.4.1 The Council shall appoint 3 signing officers.

7.4.2 Every cheque to be drawn from the monies of the College, or any contract to be signed by the College, must bear the signatures of 2 signing officers.

7.5 Preparation, maintenance and inspection of the books and records of the College

7.5.1 Preparation and custody of minutes of the College, Council, committees and all other relevant records shall be the responsibility of the Secretary.

7.5.2 All documents are subject to the policy for retention of records of the College.

7.6 Re-imbusement

Councillors, committee members, employees or members shall be reimbursed pursuant to College policies, established from time to time, for their reasonable expenses incurred while carrying out College duties.

7.7 Protection and Indemnity

7.7.1 Every Councillor, committee member or employee of the College shall be indemnified and saved harmless by the College from and against all costs, charges and expenses which such individual sustains or incurs in any action, suit, claim or

proceeding which is brought, commenced or prosecuted against them for, or in respect of any act, manner or thing done by her in the performance of the duties of their office, except where such action, matter or thing has been done or permitted to be done by them as the result of their own fraud, dishonest, gross negligence or bad faith.

- 7.7.2 No Councillor, committee member or employee of the College shall be liable:
- (a) for the acts, negligence or defaults of any other Council Member, committee Member or Employee of the College;
 - (b) for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation dealing with the College; or
 - (c) for any other loss, damage or claim that may occur in the execution of the duties of their office unless same shall happen or occur by or through her own wilful act, bad faith or gross negligence.

7.8 Filing and Submission of Reports

The reports presented at the Annual General Meeting shall be filed with Records of the College and be noted in the Minutes of the proceedings of the Annual General Meeting at which the report is presented. The Council shall, within 30 days after each Annual General Meeting, submit to the Minister a report of its activities in accordance with Section 4 of the Act for Ministerial Approval.

ARTICLE 8 – AMENDING THE BY-LAWS

- 8.1** Subject to article 8.2, the Council may only make or amend Bylaws which have first been approved by the membership by a vote at a meeting of the members of the College.
- 8.2** The Council may approve bylaws without the approval of the membership which will be in effect until the first meeting of the membership.

ARTICLE 9 –DELEGATION AND OFFICERS

- 9.1** Subject to sections 19 and 20 of the Act:
- (a) Council may, by resolution, delegate any powers and duties under the Act and these By-laws to one or more persons or committees.
 - (b) A person or committee to whom a power or duty is given under the Act or these By-laws may in writing delegate the power or duty to one or more persons or committees.
- 9.2** The Council may employ or appoint an Executive Director, who shall have charge and care of the day to day affairs of the College.

9.3 As soon as practical, a vacancy of any of these positions, the Council shall appoint:

- (a) a Registrar;
- (b) a Complaints Director;
- (c) a Hearings Director; and
- (d) a Privacy Officer.

The same person may more than one of these positions.

9.4 Council may, by resolution, grant permission to persons appointed to the positions Article 9.2 to delegate those powers, to the extent, and to those persons detailed in the resolution.

9.5 Notwithstanding Articles 9.3 and 9.4, the Complaints Director and Hearings Director may never be the same person, nor may any person be delegated any of the powers of both.

ARTICLE 10 – INVESTMENTS, DISTRIBUTING ASSETS AND DISSOLVING THE COLLEGE

10.1 The Council shall apply and cause to be applied the funds of College in any manner Council may decide in carrying out or promoting the objects of College.

10.2 Except in accordance with Article 7.6, no part of the income or assets of the College shall be payable to, or otherwise available for the personal benefit of any Councillor or Member.

10.3 In the event of dissolution or winding up of College, all its remaining assets after payment of its liabilities shall be used to promote health and education in the Province of Alberta or for such other charitable or educational purposes as Council shall deem appropriate

ARTICLE 11 – MISCELLANEOUS

11.1 If there is a conflict between the By-laws and the Act or the Regulations, the Act or Regulations shall prevail.

11.2 In the event that any portion of the By-laws shall be found to be illegal, contrary to any Statute, contrary to public policy, or otherwise inoperative, the remainder of the By-laws shall remain in full force and effect, in such event the Council shall forthwith enact an appropriate replacement.