

Bylaws



COLLEGE OF ALBERTA
DENTURISTS

As amended and approved by the Regulated Members on 06-15-13

Table of Contents

ARTICLE 1. DEFINITIONS AND INTERPRETATIONS	1
1.1 BYLAWS IN FORCE	1
1.2 DEFINITIONS	1
1.3 SEVERABLE	1
1.4 NUMBER AND GENDER	1
1.5 HEADINGS	2
ARTICLE 2. PURPOSE OF THE COLLEGE	2
2.1 PURPOSE OF THE COLLEGE	2
ARTICLE 3. MEMBERSHIP	2-4
3.1 MEMBERSHIP YEAR	2
3.2 CATEGORIES OF MEMBERSHIP	2
3.3 REGULATED MEMBERS' RIGHTS	2
3.4 PROVISIONAL REGULATED MEMBERS' & COURTESY REGULATED MEMBERS; RIGHTS	2
3.5 OTHER MEMBERS' RIGHTS	3
3.6 STUDENT MEMBER	3
3.7 HONORARY MEMBER	3
3.8 ASSOCIATE MEMBER	3
3.9 APPLICATION FOR REGULATED MEMBER, PROVISIONAL REGULATED MEMBER & COURTESY REGULATED MEMBER REGISTRATION	3
3.10 APPLICATION FOR STUDENT MEMBER REGISTRATION	4
3.11 CANCELLATION OF A STUDENT MEMBER REGISTRATION	4
3.12 APPLICATION FOR ASSOCIATE MEMBER REGISTRATION	4
3.13 MEMBERS IN GOOD STANDING	4
3.14 CHANGE OF MEMBER INFORMATION	4
3.15 PAYMENT OF FEES AND COSTS	4
ARTICLE 4. PRACTICE PERMITS	5-6
4.1 TERM OF PRACTICE PERMIT	5
4.2 PRACTICE PERMIT RENEWAL APPLICATION	5
4.3 REINSTATEMENT	5
4.3.1 REINSTATEMENT DECISION	5
4.3.2 APPROVAL, REFUSAL OR DEFERRAL	5
4.3.3 REVIEW APPLICATION	5
4.3.4 REVIEW OF REINSTATEMENT DECISION	5-6
ARTICLE 5. COLLEGE ADMINISTRATION	6
5.1 COLLEGE OFFICE	6
5.2 FISCAL YEAR	6
5.3 AUDIT	6
5.4 SEAL OF THE COLLEGE	6
5.5 SIGNING AUTHORITY	6
5.6 DEPOSIT AND INVESTMENT OF FUNDS	6

ARTICLE 6. MEETINGS OF THE COLLEGE AND MAIL VOTES **6-8**

6.1	ANNUAL GENERAL MEETING	6-7
6.2	NOTICE OF ANNUAL GENERAL MEETING	7
6.3	SPECIAL MEETINGS	7
6.4	NOTICE OF SPECIAL MEETINGS	7
6.5	AGENDA FOR SPECIAL MEETINGS	7
6.6	CHAIRPERSON OF MEETINGS	7
6.7	QUORUM FOR MEETINGS	7
6.8	FAILURE TO REACH A QUORUM	7
6.9	PROCEDURE AT MEETINGS	7
6.10	VOTING RIGHTS	7
6.11	FORFEITURE OF VOTING RIGHTS	7
6.12	VOTES	8
6.13	VOTING PROCESS	8
6.14	PROXY VOTING	8
6.15	MAIL VOTE	8

ARTICLE 7. COUNCIL **9-10**

7.1	COMPOSITION OF THE COUNCIL	9
7.2	TERM OF OFFICE	9
7.3	NOMINATIONS	9
7.4	ELECTIONS	9
7.5	DEEMED ELECTION	9
7.6	VACANCY	9
7.7	DEEMED VACANCY	9
7.8	REMOVAL OF COUNCIL OR COMMITTEE MEMBER	9
7.9	DUTIES OF THE PRESIDENT	10
7.10	DUTIES OF THE VICE-PRESIDENT	10
7.11	MEETINGS OF THE COUNCIL	10
7.12	SPECIAL MEETING OF COUNCIL	10
7.13	PARLIAMENTARY PROCEDURE	10
7.14	CHAIRMAN	10
7.15	QUORUM	10
7.16	VOTING PRIVILEGES	10
7.17	MAJORITY VOTE	10
7.18	REMUNERATION AND REIMBURSEMENT	10

ARTICLE 8. COMMITTEES **11-12**

8.1	COMMITTEES	11
8.2	REGISTRATION COMMITTEE	11
8.3	APPLICATION AND REFERRALS TO THE REGISTRATION COMMITTEE	11
8.4	SPECIAL AND AD-HOC COMMITTEES	11
8.5	TERM	11
8.6	CHAIRMAN OF COMMITTEES	11
8.7	COMMITTEE MEMBERS	11
8.8	QUORUM	12

ARTICLE 9. FEES, DUES, AND LEVIES **12**

ARTICLE 10. CODE OF ETHICS AND STANDARDS OF PRACTICE **13**

10.1	PROCEDURE FOR DEVELOPMENT AND ADOPTION	13
10.2	CHANGES TO THE CODE OF ETHICS AND STANDARDS OF PRACTICE	13

ARTICLE 11. AMENDMENT OF BYLAWS **13**

ARTICLE 12. PUBLICATION **13**



College of Alberta Denturists

Bylaws

1. DEFINITIONS AND INTERPRETATIONS

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) "Denturist Internship Program" means an internship program as approved by Council pursuant to the Denturists Profession Regulation;
- (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 a, 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) "Supervised Employment Agreement" means a College approved agreement between a Provisional Regulated Member and one or more Regulated Members, as per College policy.

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.

2. PURPOSE OF THE COLLEGE

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.

3. MEMBERSHIP

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) Student Members;
 - (ii) Honorary Members; or
 - (iii) 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;
- (e) May enter into a Supervised Employment Agreement with a Provisional Regulated Member, provided that the Regulated Member may only be in a Supervised Employment Agreement with one Provisional Regulated Member at any given time; and
- (f) May enter into a Denturism Internship Agreement with a Provisional Regulated 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 Provisional Regulated Member at any given time.

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

3.6.1 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).

3.6.2 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.

3.6.3 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.

3.7 Honorary Member

3.7.1 The category of Membership in the College designated as Honorary Member may be granted to an individual by the Council, in their sole discretion.

3.7.2 Individuals designated as an Honorary Member, are not issued a Practice Permit and are not permitted to provide Denturist services in Alberta.

3.7.3 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.

3.7.4 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

3.8 Associate Member

3.8.1 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.

3.9 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 of the College.

3.10 Application for Student Member Registration

- 3.10.1 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 of the College.
- 3.10.2 As soon as reasonably possible, the Registrar must approve or refuse the Registration application.
- 3.10.3 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.
- 3.10.4 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.

3.11 Cancellation of A Student Member Registration

- 3.11.1 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) A Student Member ceases to be enrolled in the NAIT denturist program, whether by graduation or earlier departure from the 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.

3.12 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.
- 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.

3.13 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.

3.14 Change of Member Information

- 3.14.1 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.
- 3.14.2 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.

3.15 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.

4. PRACTICE PERMITS

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 Registrar, who will in due course refer such an application 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 3.15, as determined by Council;
- (c) Submitting appropriate verification of required continuing competency; and
- (d) Submitting information or any other requirements determined by the Registrar and/or the Registration Committee.

4.3.1 Reinstatement Decision

Upon referral from the Registrar and 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 4.3.2, 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.
- (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 4.3.2 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

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 next 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 three (3) persons to sign all cheques, contracts, or documents, on behalf of the College, as follows:

- (a) The College Registrar;
- (b) The Council President, or designate of Council; and
- (c) The Council appointed College Treasurer or Bookkeeper, or designate.

5.5.2 Notwithstanding Article 5.5.1, the Council shall appoint two Members of the Fee Guide Development & Negotiation Committee to having signing authority on behalf of the Fee Guide Development & Negotiation Committee.

5.6 Deposit and Investments of Funds

Monies of the College shall only be deposited in one or more Canadian financial institutions, chartered under the Canadian *Bank Act*, provided that both principal and interest of such deposits are fully guaranteed.

6. MEETINGS OF THE COLLEGE AND MAIL VOTES

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 reports of the College's Committees;
- (c) Receive the reports of the College Officers;
- (d) Receive the report by the Council concerning the activities of the College, since the last Annual General Meeting;
- (e) Conduct elections for Membership in the Council; and

- (f) Conduct elections for Membership in the Fee Guide Development and Negotiation Committee; and
- (g) 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, and/or by electronic delivery if consented to by the applicable regulated member, 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, and/or by electronic delivery if consented to by the applicable regulated member, 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 6.14.4.

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

<p>“PROXY”: 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>_____ Regulated Members Signature</p>
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6.14.2 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.

6.14.3 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.

6.14.4 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, two non-Council regulated member scrutineers appointed by the Council, shall count the mail votes and provide the results of the vote to the President, who shall notify the Regulated Members of those results, in writing to their last known address, and/or by electronic delivery if consented to, within thirty (30) days of the results being provided to the President.

6.15.5 In the event of a tie vote, the President or in his absence, the acting Chairman of the Council, if they have not previously voted, 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.

7. COUNCIL

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 Subject to interim appointment, 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 less than the number of vacant Regulated Member positions on Council, then all such nominees are deemed to be elected by acclamation, 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 in good standing, 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 or more 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 or more 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 and as assigned by these Bylaws;
- (b) If present, preside as Chair of the Council meetings;
- (c) Report to Council at each Council meeting, on any and all material actions taken since last report;
- (d) Be the primary contact for the Council; and
- (e) Be a signatory for the College.

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 Thirty (30) 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 Members of the 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 College's Remuneration Policy, as determined by Council from time to time.

7.18.2 Members of Council and Members of the College's Committees shall be reimbursed for expenses incurred during discharge of applicable duties, pursuant to the College's Expense Policy.

8. COMMITTEES

8.1 Committees

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

- (a) Registration Committee, which is responsible for the duties of the Registration Committee and allowable portions of the Competence Committee, pursuant to the Act, the Denturists Profession Regulation, and these Bylaws;
- (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;
- (e) Standards Committee, which is responsible for assisting in the development of Standards, Guidelines and Position Statements for the profession; and
- (f) 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 in good standing 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 President, or acting Chairman of the Council, shall cast a deciding vote.

8.2 Registration Committee

The Registration Committee, pursuant to the Act, shall have the powers and duties of the Registration Committee and Competence Committee.

8.3 Application and Referrals to the Registration Committee

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

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 8.1, 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

8.5.1 Subject to interim appointment, the term of appointment to a Committee is for Two (2) years;

8.5.2 Members of a Committee shall not serve more than three (3) consecutive terms.

8.5.3 Subject to Article 8.5.2, any Committee member whose term is set to expire, is eligible for reappointment to the Committee.

8.6 Chair of Committees

The Council shall annually appoint a Chair 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.

9. FEES, DUES, AND LEVIES

- 9.1** The Council shall, within a reasonable time before the beginning of the College's fiscal year and before the issuance of Renewal Application documents, 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 their 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 as established by the Council.
- 9.4** A Courtesy Regulated Member may cancel their 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 as established by the Council.
- 9.5** Notwithstanding Article 9.1, a person who obtains Registration as an Other Member, excepting for the category of Student 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** A Student Member may cancel his Registration as a Student Member, by submitting the appropriate form(s) to the College office. In those circumstances, the College will not refund any portion of that person's annual Student Fee.
- 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.
- 9.9** Council may in their sole discretion, but acting reasonably and upon deliberations with College management, assess or levy an emergency cost, fee, levy or assessment from the Members, to address a financial emergency that is before the College which emergency fundamentally affects the ability of the College to carry out its required duties.
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10. CODE OF ETHICS AND STANDARDS OF PRACTICE

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) Distributes a copy of the proposed changes to the Code of Ethics and/or the proposed changes to the Standards of Practice, to all Regulated Members, and provides the Regulated Members with not less than thirty (30) days from the date of distribution, to submit written comments on the proposed changes, 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 appropriate identified stakeholders determined by the Council, for their review and written comments on the proposed changes; and
- (c) Reviews and considers any and all written comments received from Regulated Members, the Minister, and from other stakeholders who were provided with a copy of the proposed changes.

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

10.2.3 Within Thirty (30) days of finalizing changes to the Code of Ethics and/or the Standards of Practice, the College shall send a copy of the final Code of Ethics and/or Standards of Practice, to the Regulated Member by regular mail to their primary clinic address, and/or by electronic delivery if consented to by applicable Regulated Member.

11. AMENDMENT OF BYLAWS

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 Thirty (30) days of ratification of the amendments to the Bylaws, Council shall send a copy of the mended Bylaws to Regulated Members by regular mail, to their primary clinic address, and/or by electronic delivery if consented to by the Regulated Member.

12. PUBLICATION

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.

*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.
These Bylaws were amended and approved by the Membership on June 15, 2013.*
