

#### 4.10 Membership Fees

4.10.1 After consultation with the Members, at either an Annual General Meeting, Special Meeting or at the Fall Members meeting through electronic communication, 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 and Non-Regulated Members;
- b) The Annual Practice Permit fee payable by Regulated Members and the annual fee payable Non-Regulated Members;
- c) The Practice Permit fee payable by Courtesy Regulated Members;
- d) Reinstatement fees payable by Members;
- e) Any Membership or other fees including late fees payable by Regulated Members, or Non-Regulated Members; and
- f) Any fees for appeals to the Council;
- g) Any other fees payable as deemed necessary by the Council.

4.10.2 All Membership fees, including late fees will be posted on the College website as soon as they are determined and available.

#### 8.2 Finance and Auditing

8.2.1. The fiscal year of the College ends on December 31 of each year.

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

8.2.3 The most recent financial statements will be posted on the College website as soon as it is available.

8.2.4 The College's annual budget shall be prepared by the Finance Committee and will be presented to Council for approval. An annual budget for the coming year must be presented at a fall members meeting.

8.2.4 The approved budget, as well as the audited financial statements will be made available to the Members,

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### ARTICLE 5 – GOVERNANCE

#### 5.1 Council

##### 5.1.1 Composition of Council

Membership of Council is comprised of:

- (a) 6 Councillors elected in accordance with section 5.2 of these By-Laws, of whom:
  - (i) 3 are Non-Employer RDTs or DTs
  - (ii) 3 are Employer RDTs or DTs.
- (b) Two Councillors will be public members appointed by the Lieutenant Governor in Council in accordance with the Act; and
- (c) ~~Any ex-officio members appointed by Council~~The immediate past President as an ex officio member.

#### 5.1.2 Authority of Council

The governing body of the College is the Council. Council is empowered to:

- (a) set policies, directives or guidelines for the guidance of members, officers and officials of the College that conform to the Act, the Regulation and the Bylaws;
- (b) appoint officials as set out in Article 5.1.4;
- (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 including those with other institutions and societies;
- (a) oversee all financial transactions and ensuring a written financial statement is submitted at each regular meeting of Council;
- (f) oversee all financial transactions and ensure a written financial statement and projected budget for the upcoming year are submitted annually at a Regulated Members meeting or by electronic communication to their last known contact information.
- (g) deposit or invest operating monies in any of the following: a Canadian chartered bank, trust company, treasury branch, credit union, securities of the government of Canada or the government of any province of Canada;

- (h) invest the funds of the College in such investments and securities as the Council may see fit subject to Article 9;
- (i) grant awards, bursaries, grants, per diems or other allowances as determined by Council; ~~and~~
- (j) delegate authority and responsibility in writing for implementation of College policies, directives or guidelines to the Executive Director or Registrar; and
- (k) take any other action that is required by relevant legislation.

### 5.1.3 Decisions of Council

- (a) Decisions of Council shall be made as follows:
  - (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 to those members participating in the telephone conference and who vote; or
  - (iii) at a vote held by mail, facsimile, or electronic means, by a vote of a majority of those participating in the vote;
- (b) an ex-officio member of Council shall not vote;
- (c) all Councillors, including the President, present at the Council meeting shall each be entitled to one vote;
- (d) any 3 Councillors may by resolution in writing require the President to convene a special meeting of Council. The requisition shall state the object of the meeting so required; and
- (e) if the President does not cause a meeting to be held within fourteen days of the requisition being received by the President, the requisitionists may themselves convene a meeting, by providing not less than seven days notice in writing to all Councillors.

#### 5.1.4 Executive Committee of Council

The Executive Committee of Council of the College shall consist of:

- (a) the President, who shall preside over all meetings of the College and the Council;
- (b) the Vice-President; and
- (c) the Treasurer

All Executive Committee members must be Regulated Members in good standing and be elected by the Council.

The Executive Committee of Council shall carry out, along with the Executive Director, the day to day business of the College as delegated by the Council subject to:

- (a) ~~The~~ Bylaws and policies of the College; and
- (b) ~~Any~~ specific directive given to it by the Council

The Executive Committee of Council may authorize expenditures set forth in the annual budget, and it shall report its activity regularly to Council.

#### 5.2 Election to Council

- (a) The election of Councillors shall be held at such time and place as decided by Council.
- (b) All Regulated Members in good standing are deemed to be qualified electors.
- (c) Elections will take place every 3 years ~~at the Spring AGM or in the case of electronic voting then within 30 business days prior to the Spring AGM on or before May 1st.~~
- (d) ~~The incumbent Council will retain any and all power and authority during the time between the date set for election and the Spring AGM. Any and all power and authority of the incumbent Council will pass to the newly elected Council at the Spring AGM.~~

5.2.1 The Registrar, under the direction of the Nomination and Election Committee, no later than 6090 days before the date set for the election of the Councillors, shall forward, by electronic communication to their last known contact information, to each Regulated Member in good standing;

- (a) a notice of the time and dateplacee fixed for the election of Councillors; and

(d) (b) a call for nominations, including a blank nomination form and the closing time and date for nominations.

5.2.2 In order for a nomination to be valid it shall be returned to the Nomination and Election Committee in the care of the College office so as to reach the College office no later than the date and time set out in the call for nominations.

~~5.2.2 For the purposes of the election of Councillors under these Bylaws, the province shall be divided into the following two Districts:~~

- ~~(a) Northern District that area falling within the corporate boundaries of the City of Red Deer and north in the particular year of that election;~~
- ~~(b) Southern District that area falling outside the corporate boundaries of the City of Red Deer and south in the particular year of that election.~~

~~5.2.3 The number of Councillors from each District shall be as follows:~~

- ~~(a) North District: Three (3)~~
- ~~(b) South District: Three (3)~~

5.2.3 In total, three (3) Councillors will be Non-Employer RDTs or DTs and three (3) Councillors will be Employer RDTs or DTs. The Nomination and Election Committee shall determine the ~~three (3) Councillors for each district~~ based on the number of votes received by each candidate. In the event of a tie vote, the Chief Electoral Officer shall cast the deciding vote.

All Regulated Members of the College who are in good standing as set out in Article 4.2 and are residents of Alberta, are eligible for nomination as a Councillor by three qualified electors: ~~who practice in that District.~~

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~~(i) — Each qualified elector may nominate only one Regulated Member to each vacancy, and~~

~~(ii) — an Employer may not be nominated if one of their employees has already been nominated or is already serving on Council.~~

#### 5.2.4 Appointment of Nomination and Election Committee

(a) The Council shall appoint a Regulated Member in good standing as Chief Electoral Officer to oversee votes by the membership. The Chief Electoral Officer shall follow the policies established by Council, as necessary for governing any member vote.

(b) The Chief Electoral Officer shall appoint at least two (2) Regulated Members in good standing and may appoint one (1) Public Member to serve as Electoral Officers for any vote. This shall constitute the Nomination and Election Committee.

~~(c) — A candidate may appoint their own Scrutineer who must be a Regulated Member in good standing to observe but not interfere with the voting process herein, including and without restricting the generality of the foregoing, observing, the mail out of the ballots, the return, separation and counting of the ballots.~~

~~5.2.5 — A nomination to be valid shall be returned to the Nomination and Election Committee in care of the College office so as to reach the College office no later than the close of business the date set out in the notice.~~

### 5.3 Voting

~~5.2.6 — The Nomination and Election Committee, no later than (60) days before the date fixed for the election shall forward to every Regulated Member in good standing:~~

~~(a) — A ballot containing the names of all persons duly nominated for the District of said Regulated Member;~~

~~(b) — A return envelope; and~~

~~(c) — Such security envelopes as may be reasonably necessary to safeguard the secret ballot of the member.~~

~~5.2.73.1 — Notwithstanding section 5.2.6, the Nomination and Election Committee in its sole discretion, may utilize electronic voting as follows:~~

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a) The Registrar, under the direction of the Nomination and Election Committee, not later than ten (10) days before the date fixed for the election, shall forward by email a link to a designated web site to every qualified elector on the General Register ~~(other than electors practicing in a District where the ballot is by acclamation)~~ which will contain a statement of the number of vacancies to be filed ~~in such qualified elector's District, and~~ a ballot containing the names of all persons duly nominated ~~for election for the District.~~

b) Ballots shall be received through a secure web site hosted by an external provider designated by the Registrar that ensures anonymity and which is both certified and secure.

c) Upon holding of the election, all ballots shall be checked against the list of eligible voters and electronically counted through a secure web site hosted by an external provider designated by the Registrar before the hour fixed for the holding of the election.

d) Regulated Members will be notified of the electronic results as soon as possible following the close of voting.

~~ed)~~ The Registrar shall ensure that the ballots are retained for a period of sixty (60) days and at the expiration of such time, if no proceedings are in the meantime taken to set aside the elections, shall have the ballot data deleted.

~~5.2.8 — For purposes of sections 5.2.6 or 5.2.7 any notice, ballot or voting document sent to a Regulated Member in good standing shall be deemed to have been received on the third day following the date on which it was sent.~~

~~5.2.9~~5.3.2 In the electronic voting process any ~~An~~ accidental or technical oversight, or omission in the giving of a notice or any other document ~~voting document~~ required under these Bylaws does not invalidate any election result as determined by the Nomination and Election Committee.

#### 5.4 Councillor Vacancy

5.4.1 A Councillor may at any time resign by letter directed to the Council and in the event of resignation or in the event of any vacancy by death, incompetency or otherwise, the remaining Councillors or a majority of the remaining Councillors may elect ~~appoint a Regulated~~ any Regulated Member in good standing of the College, who is a resident of Alberta, to fill the vacancy. The replacement Councillor will only fill the vacancy for the remainder of the

term of the replaced Councillor. However, the replacement Councillor will be eligible to run for re-election, subject to Article 5.7.1.2.

5.4.2 A Council member's position on the Council is vacated if for any reason the Council member's Practice Permit as a Regulated Member is suspended or cancelled or the Council member is convicted of an indictable offence.

5.4.3 If the required number of members of the Council is not nominated or elected, the newly elected Council may appoint any Regulated Member in good standing who is a resident of Alberta to fill the vacancy for the duration of the term.

## **5.5 Removal From Council**

5.5.1 Pursuant to a resolution made by a Councillor, a Councillor may be removed from the Council by a two-thirds majority vote of the other members of the Council after the affected Councillor is provided with not less than thirty (30) days written notice of the removal resolution. The said resolution may be voted on by the other members of Council in person, by telephone conference call or by email or any other electronic method as set out in the removal resolution.

5.5.2 A Councillor will be automatically removed as a Councillor:

a) If the Councillor falls into arrears greater than thirty (30) days in payment of any costs, fees, levies, dues and assessments required by the College or becomes insolvent;

b) If the conduct of the Councillor is found to constitute unprofessional conduct under the Act, that Councillor may be removed from the Council by a simple majority vote of the other members of the Council;

c) If a Councillor is absent from three (3) consecutive meetings of the Council without prior written notice and without proper justification, that Councillor may be removed from the Council by a simple majority vote of the other members of the Council.

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## **5.63 Meetings of Council**

Council shall meet on a regular basis for the dispatch of business, adjourn and otherwise regulate their meeting and proceedings as required pursuant to the provisions of the Act, Regulation and these Bylaws.



5.6.1 The President or three (3) members of Council may call meetings of the Council ~~or the Executive Council~~ at any time deemed necessary or advisable.

5.6.2 Any meeting of the Council may be held at such times and places and in such manner as the Council shall determine, including by means of telephone, electronic or other communication facilities that will permit all persons participating in the meeting to communicate with each other.

5.6.3 The President shall Chair and preside over all meetings of the Council. In ~~the President's~~ ~~his~~ absence the Vice-President shall assume the Chair. In the event that neither the President nor Vice-President are in attendance the Councillors present shall choose one of their members to act as Chair.

5.6.4 A quorum for meeting of the Council is four (4) Councillors of which 3 are elected and one (1) is a Public Member.

5.6.5 Each Councillor shall have one vote regardless of the number of titles or positions held.

5.6.6 The Chair, with the approval of the majority of those Councillors at the meeting, may invite other individuals to take part in the discussions on pertinent business at any meeting of the Council.

5.6.7 .In the event of a tie vote, the vote of the Chair shall decide the vote.

## 5.7 Term of Office

5.7.1 The term of office for Councillors shall be three (3) years, with all duties and responsibilities commencing at the first meeting of Council following the election.

5.7.2 A Councillor shall be eligible for re-election to a maximum of two (2) terms or 6 years in total. A Councillor, having served the maximum allowable period of 2 terms, shall not be eligible for re-election for a minimum of one year.

5.7.3 At the first meeting following an election of Councillors the Council shall elect a President, Vice President, and Treasurer, who shall remain so until their term of office shall be complete and act as an Executive Committee of Council. Once elected as a member of the Executive Committee of Council that person shall remain as a member of

the Executive Committee of Council until their term as a Councillor is complete. At each subsequent election of Councillors if there are any vacancies on the Executive Committee of Council the appropriate elections shall be held.

5.7.4 The immediate Past-President may continue to be an ex-officio Councillor for a one-year period after completion of the term of President.

~~5.4.1 A Councillor may at any time resign by letter directed to the Council and in the event of resignation or in the event of any vacancy by death, incompetency or otherwise, the remaining Councillors or a majority of the remaining Councillors may elect a Regulated Member in good standing of the College to fill the vacancy. The replacement Councillor will only fill the vacancy for the remainder of the term of the replaced Councillor. However, the replacement Councillor will be eligible to run for re election, subject to Article 5.4.2.~~

~~5.4.25.4.1 A Council member's position on the Council is vacated if for any reason the Council member's Practice Permit as a Regulated Member is suspended or cancelled or the Council member is convicted of an indictable offence.~~

~~5.4.35.4.1 If the required number of members of the Council is not nominated or elected, the newly elected Council may appoint any Regulated Member resident in Alberta to fill the vacancy for the duration of its term.~~