

# BYLAWS

College of Dental Technologists of Alberta

Under the Authority  
Of the Health Professions Act  
Section 132

Approved: November 22, 2021

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## **ARTICLE 1 – PREAMBLE**

**1.1** **WHEREAS** the College of Dental Technologists 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 Dental Technologists of Alberta by the Health Professions Act to make By-Laws as may be necessary;

**NOW THEREFORE** the Council of the College of Dental Technologists of Alberta enacts as follows these Bylaws:

## **ARTICLE 2 – DEFINING AND INTERPRETING THE BY-LAWS**

### **2.1** **Definitions**

- (a) **“Act”** means the Health Professions Act of the Province of Alberta;
- (b) **“Bylaws”** means these Bylaws;
- (c) **“Chair”** means the President of Council as appointed by Council referenced in Section 4(3) of the Act.
- (d) **“College”** means the College of Dental Technologists of Alberta;
- (e) **“Council”** means the Council of the College as described in Section 5 of the Act;
- (f) **“Councilor”** means any person elected or appointed to the Council;
- (g) **“Executive Director”** means the title and position of Executive Director for the College;
- (h) **“Employer”** means:
  - (a) a person who is self-employed; or

- (b) who owns, co-owns, or is a shareholder of a facility that is engaged in the direct manufacture and fabrication of dental prosthetics;
- (i) **“Member”** means a person who is a Regulated Member or a Non-Regulated Member of the College;
- (j) **“Minister”** means the Minister defined in Section 1(1)(v) of the Act;
- (k) **“Non-Employer”** means a person who does not meet the definition of “employer” in Article 2.1(i);
- (l) **“Non-Regulated Member”** means a Member in a voluntary category of membership under section 33 of the Act;
- (m) **“Practice Permit”** means a Practice Permit issued to a Regulated Member in accordance with Section 19 of the Dental Technologists Profession Regulation;
- (n) **“Public Member”** means a person appointed as a Public Member under the Act;
- (o) **“Register”** means a register established in accordance with the Health Professions Act, the Dental Technologist Profession Regulation, or the College’s Bylaws;
- (p) **“Registrar”** means the title and position of Registrar for the College as appointed by the Council pursuant to Section 8 of the Act;
- (q) **“Registration, Education and Competence Committee”** means the Registration Committee established by Council in accordance with section 9 of the Act;
- (r) **“Registered Office”** means the Registered Office for the College as described in Article 8.1;
- (s) **“Regulated Member”** means a person who is a registered member under section 33 of the Act;

- (t) **“Regulation”** means the Dental Technologists Profession Regulation, AR243/2004;
- (u) **“Special Meeting”** means any meeting of the College called pursuant to Article 7;

## **2.2 Interpretation**

The following rules of interpretation must be applied in interpreting these Bylaws:

### **2.2.1 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.

### **2.2.2 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.

### **2.2.3 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.

### **2.2.4 Bylaws Subject to Act and Regulation**

All provisions of these Bylaws are subject to the provisions of the Act and Regulation whether or not the provisions of the Bylaws is expressly stated to be so subject.

## **ARTICLE 3 – OBJECTIVES OF THE COLLEGE**

- 3.1** The objectives of the College are to regulate the profession of Dental Technologists and Dental Technicians in Alberta pursuant to the Act and the Regulation and to administer and manage the affairs of the College consistent with the Bylaws, Standards of Practice, Code of Ethics, Council policies, directives and guidelines, as amended from time to time.

## **ARTICLE 4 – MEMBERSHIP**

**4.1 Categories of Membership** – Membership shall be composed of Regulated Members and Non-Regulated Members.

### **4.2 Good Standing**

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

- (a) all Practice Permit and membership fees payable by the Member have been received in full by the College; and
- (b) no fines, fees, costs, dues or levies are owing to the College; and
- (c) the Member is not under suspension or cancellation pursuant to the Act, the Regulation or the Bylaws; and
- (d) the Regulated Member is not in breach of any discipline orders issued pursuant to Part 4 of the Act; and
- (e) the Member has met all continuing competence requirements under the Regulation.

### **4.3 Regulated Members**

- (a) A Regulated Member shall be an individual who:
  - i. meets the registration requirements set out in the Act and Regulation and has completed any and all additional requirements set out by Council; and
  - ii. has paid the applicable registration fees.
- (b) The categories of Regulated Members are:
  - i. Dental Technologist;
  - ii. Dental Technician;
  - iii. Provisional Dental Technologist;
  - iv. Provisional Dental Technician;
  - v. Courtesy Dental Technologist; and
  - vi. Courtesy Dental Technician

#### **4.3.1 Provisional Registered Member**

Every individual on the provisional register is a regulated member of the College and is subject to all rights, duties and responsibilities related to registration under the Act, Regulations, Bylaws, Standards of Practice, Code of Ethics and applicable College policies.



### **4.3.2 Rights and 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
- (c) hold office; and
- (d) professional liability insurance provided by the College.

### **4.4 Non-Regulated Members**

4.4.1 A Non-Regulated Member shall be an individual who:

- i. meets the requirements set out in these Bylaws; and
- ii. has paid all applicable fees.

4.4.2 The categories of non-regulated members include:

(a) Practicum Student

Practicum student membership may be granted to an individual who meets the requirements for practicum student membership as determined by Council and:

- i. is not eligible to hold a Practice Permit;
- ii. has paid all applicable fees as determined by Council; and
- iii. meets any and all other application requirements as determined by Council.

(b) Educational Student

Educational student membership may be granted to an individual who:

- i. is a student of dental technology program in the Province of Alberta, which is approved by Council;
- ii. is not eligible to hold a Practice Permit;
- iii. has paid all applicable fees as determined by Council; and
- iv. meets any and all other application requirements as determined by Council.

(c) Dental Laboratory Technician Assistant

Dental laboratory technician assistant membership may be granted to an individual who meets the requirements for dental laboratory assistant membership as determined by Council and:

- i. is not eligible to hold a Practice Permit;
- ii. has paid all applicable fees as determined by Council; and
- iii. meets any and all other application requirements as determined by Council.

(d) other categories as Council may deem appropriate.

4.4.3 Non-Regulated Members are not entitled to:

- (a) not authorized to practice use titles, abbreviations or words protected under the Regulation.
- (b) stand for election or vote at any meetings of the CDTA.
- (c) professional liability insurance provided by the College.

#### **4.5 Title, Abbreviations, or Initials**

4.5.1 Only those Regulated Members who:

- (a) maintain current registration with the College; and
- (b) meet the requirements of registration established by the Council shall be entitled to use the following titles, abbreviations or initials:
  - i. Registered Dental Technologist - "RDT"
  - ii. Registered Dental Technician - "DT"

4.5.2 Council may establish non-regulated member titles, abbreviations or initials, as deemed appropriate.

4.5.3 Upon ceasing for any reason to be a Member of the College, the right to use the designator titles, abbreviations, or initials as indicated in 4.4.1 and 4.4.2 shall cease.

#### **4.6 Application for Registration**

4.6.1 An individual may become a Member by meeting the applicable requirements asset out in the Act, the Regulation, Bylaws and College policies, and by submitting the required forms, documentation and applicable fees.

4.6.2 The Registrar shall consider applications for registration as a Regulated Member which are complete and include such fees as are determined by Council.

- 4.6.3 The Registrar may, defer any application for registration to the Registration, Education and Competency Committee for its determination.

#### **4.7 Application for Practice Permit**

- 4.7.1 The Registrar shall consider all completed applications for a Practice Permit or for renewal of Practice Permits which are complete and include such fees as are determined by Council. Individuals applying for a Practice Permit must complete an application.
- 4.7.2 A Practice Permit shall be effective on January 01 and shall expire on December 31 each year unless otherwise indicated on the Practice Permit.
- 4.7.3 The Registrar may defer any application for a Practice Permit to the Registration, Education and Competency Committee for its determination.

#### **4.8 Practice Permit Renewal**

- 4.8.1 A completed application form for a Practice Permit renewal as prescribed by Council, along with the required Practice Permit Fee(s), must be received by the College prior on or before 23:59 October 31 of each year.
- 4.8.2 A penalty may be assessed on Practice Permit renewals received after 00:01 November 1.
- 4.8.3 All Practice Permit fees should be paid electronically.

#### **4.9 Reinstatement of Regulated Members**

##### **4.9.1 Reinstatement Application**

A Regulated Member whose Practice Permit is cancelled under the Act or the Regulation, except if cancelled under Part 4 of the Act, may apply for reinstatement of the Practice Permit to the Registrar or the Registration, Education and Competence Committee by:

- (a) completing the form(s) required by Council; and
- (b) submitting the form(s) and the reinstatement fee(s), as determined by Council; and
- (c) submitting any outstanding fee(s) or costs owed to the College; and
- (d) submitting appropriate verification of competence requirements; and

- (e) submitting information or any other requirements determined by the Registrar or the Registration, Education and Competence Committee.

#### **4.9.2 Reinstatement Decision**

As soon as reasonably possible, the Registrar or the Registration, Education and Competence Committee shall consider a completed application for reinstatement and must:

- (a) approve the application with or without conditions;
- (b) defer approval of the application until the applicant has successfully completed any requirements prescribed by the Registrar or the Registration, Education and Competence Committee; or
- (c) refuse the application.

#### **4.9.3 Approval, Refusal or Deferral**

If the Registration, Education and Competence Committee approves subject to conditions, refuses, or defers an application for reinstatement of a Regulated Member's Registration, Practice Permit, the Registration, Education and Competence Committee must provide written reasons for its decision to the Registrar, who in turn must advise the applicant of the decision in accordance with College polices.

#### **4.9.4 Review of Application**

- (1) An applicant whose application for reinstatement as a Regulated Member pursuant to Article 4.10.1, has been accepted subject to conditions or is deferred or refused by the Registrar or the Registration, Education and Competence 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 4.10.4(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 unless the parties agree to the contrary.
- (5) The College may charge a fee for the review, pursuant to Article 4.12 of these Bylaws.

#### **4.9.5 Review of Reinstatement Decision**

- (1) An applicant and the Registrar and/or the Registration, Education and Competence 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 4.10.4, the Council may:
  - (a) confirm, reverse or vary the decision of the Registrar or the Registration, Education and Competence Committee and make any decision that the Registrar or the Registration, Education and Competence, Committee could have made;
  - (b) refer the matter back to the Registrar or the Registration, Education and Competence Committee and direct the Registrar or the Registration, Education and Competence Committee to make a further assessment of the application and make a decision under Article 4.8.2 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.

#### **4.10 Membership Year**

##### **4.10.1 Expiry Date**

An annual permit for a Regulated Member and a Non-Regulated Member expires on December 31 of each year unless otherwise indicated on the Practice Permit.

##### **4.10.2 Term of Practice Permit**

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

#### **4.11 Fees and Assessments**

4.11.1 The fees, dues, charges and levies of the College shall be determined by resolution of Council.

4.11.2 All fees, dues, charges and levies of the College shall be posted on the College website as soon as they are determined and available.

#### **4.12 Continuance of Membership**

Registration as a Member of the College continues in effect if the individual provides to the Registrar in a timely manner:

- (a) any changes to the information required to be provided to the Registrar under the Act, Regulation, or Bylaws;
- (b) reports on the progress of any continuing competence activities or any required educational training; and
- (c) on request of the Registrar, provides evidence satisfactory to the Registrar of continued compliance with conditions imposed on an individuals' Practice Permit.

#### **4.13 Obligations of Regulated Members**

- (a) Every Regulated Member of the College shall abide by the Act, Regulation, By-Laws, Standards of Practice, Code of Ethics and Council policies, directives or guidelines communicated to the Members by Council;
- (b) Every Regulated Member must provide the following information, under S.25(1) of the Regulation, on the initial application for registration, when there are changes to the information and on request of the Registrar:
  - i. employment status, including employer name, address and phone number;
  - ii. position, title and area of practice;
  - iii. membership in any affiliated professional organizations;
  - iv. the regulated member's date of birth, mailing address and home and work phone numbers;
  - v. gender;
  - vi. year of registration and registration number;
  - vii. educational qualifications;
  - viii. school and year of graduation;
  - ix. date of retirement;
  - x. emergency contact person.

##### **4.13.1 Obligations of Non-Regulated Members**

- (a) Every Non-Regulated member shall abide by the Act, the Regulation, By-Laws, Standards of Practice, Code of Ethics and Council policies, directives or guidelines communicated to the Members by Council as if they were a Regulated Member.
- (b) Every Regulated Member must provide the following information on the initial application for registration, when there are changes to the information and on request of the Registrar:
  - i. employment status, including employer name, address and phone number;
  - ii. position, title and area of practice;
  - iii. membership in any affiliated professional organizations;
  - iv. the regulated member's date of birth, mailing address and home and work phone numbers;
  - v. gender;
  - vi. year of registration and registration number;
  - vii. educational qualifications;
  - viii. school and year of graduation;
  - ix. date of retirement;
  - x. emergency contact person.

#### **4.13.2 Payment of Fees, Penalties, Costs, Levies or other Assessments**

- 4.14.2.1 The Registrar, after giving 30 days or more notice to the Regulated Member, may cancel the Regulated Member's Practice Permit in accordance with the Act and Regulation.
- 4.14.2.2 If any, fees, penalties, costs, levies or other assessments have not been paid by the specified date set forth in the notice above, the Registrar may have the Regulated Member's name removed from the College's general register and their registration shall stand cancelled.

#### **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 Any Member whose name has been removed for reasons other than death shall be obligated to return their Certificate of Registration to the College.

#### **4.15 Resignation of Membership**

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;
- (b) a signed and notarized statutory declaration approved by Council;

- (c) payment of any fines, fees, costs, dues or levies owing at the time of the resignation request;
- (d) return of Practice Permit; and
- (e) return of all membership card(s).

#### **4.16 Cancellation of Registration**

A Member's registration may be cancelled pursuant to the Act or Regulation.



## **ARTICLE 5 – GOVERNANCE**

### **5.1 Council**

#### **5.1.1 Composition of Council**

Membership of Council is comprised of:

- (a) Six (6) Councilors elected in accordance with section 5.2 of these By-Laws, of whom, there can be no more than three (3) employers elected.
- (b) Six (6) Councilors will be public members appointed by the Lieutenant Governor in Council in accordance with the Act; and

#### **5.1.2 Duties and Powers**

The Council of the College will exercise all powers and duties granted to a governing Council under the Act. Council is empowered to:

- (a) establish and revise policies governing the activities of the College;
- (b) delegate such powers as may be delegated under the Act, the Regulation and these Bylaws to the Registrar, employees of the College, or to any Committee of the College, and may at any time revoke such delegation;
- (c) delegate authority and responsibility for implementation of College policies to the Registrar, employees of the College, or to any Committee of the College;
- (d) ensure that Governance and College policies are implemented through the monitoring of compliance with policies;
- (e) employ or authorize the Registrar to employ for or on behalf of the College any agents or employees as it deems fit in connection with the control, management and administration of the College or for any other purposes of carrying out the objects of the College, and to authorize those persons to exercise powers or duties of the College;
- (f) do such acts as are necessary to carry out its duties under the Act, Regulation or these Bylaws.

#### **5.1.3 Delegation**

- (a) Subject to section 19 and 20 of the Act:
- i. Council may, by resolution, delegate any powers and duties under the Act, the Regulation and these By-Laws to one or more persons or committees.
  - ii. A person or committee to whom a power or duty is given under the Act or these Bylaws may by letter delivered to the College and stating the delegates name and contact information delegate the power or duty to one or more persons or committees subject to the written approval by Council.
- (b) As soon as practicable following a vacancy of these positions, the Council shall choose individuals to fill the following positions:
- i. a Complaints Director;
  - ii. a Hearings Director;
  - iii. a Registrar;
  - iv. a Privacy Officer; and
  - v. an Executive Director

The Complaints Director and the Hearings Director may not be the same person, nor may any person be delegated the powers of both the Complaints Director and the Hearings Director.

- (c) The Council shall employ an Executive Director, who shall have charge and care of the day-to-day affairs of the College.
- (d) The College shall keep an Officials Directory containing the names and contact information of:
- i. the Councillors and delegates;
  - ii. the Complaints Director and any delegate;
  - iii. the Hearings Director and any delegate;
  - iv. the Registrar or any delegate;
  - v. the Privacy Officer and any delegate; and
  - vi. the Executive Director and any delegate;

- (e) The Officials Directory must be made available to the public during regular business hours.
- (f) Only Council may terminate the positions, or any delegates of those positions, set forth in Section 5.1.3(b).

## **5.2 Council Meetings**

- (a) 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.
- (b) The President shall Chair and preside over all meetings of the Council. In the President's absence the Vice-President shall assume the Chair. In the event that neither the President nor Vice-President are in attendance the Councilors present shall choose one of their members to act as Chair.
- (c) 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.
  - i. A resolution or matter shall be voted on by any means, electronic or otherwise, as determined by Council in its sole discretion.
- (d) Any four (4) Councilors 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.
  - i. 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 Councilors.
- (e) A quorum for a Council meeting equals one-half (1/2) of the voting Members of Council.
- (f) The Chair, with the approval of the majority of those Councilors at the meeting, may invite other individuals to take part in the discussions on pertinent business at any meeting of the Council.
- (g) Except where stated in the Act, Regulation or Bylaws, the procedure at Council meetings shall be governed by Council polities as may be adopted from time to time.

- (h) A record of a Council meeting will be maintained in the form of minutes.
- (i) Council may determine, in policy, procedures to be used at any meeting.

### **5.3 Decisions of Council**

- (a) Decisions of Council shall be made by a vote of majority of those present and voting at a meeting.
  - i. In the event of a tie vote, the vote of the Chair shall decide the vote.
- (b) a vote held by mail, facsimile, or electronic means, by a vote of a majority of those participating in the vote;
- (c) an ex-officio member of Council shall not vote;
- (d) all Councillors, including the President, present at the Council meeting shall each be entitled to one vote;

### **5.4 Officers of Council**

5.4.1 Council shall elect from among the members of Council, a President, Vice President and a Public Member who will be considered Executive Committee.

- (a) The President shall preside as Chair in Council.
- (b) In the absence of the President, the Vice President shall preside as Chair in Council.
- (c) In the absence of the President, the Vice President shall have the powers and duties of the President.

5.4.2 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;
- (c) the Treasurer; and

(d) one (1) Public Member appointed by Council.

## **5.5 Term of Office**

- (a) The term of office for Councilors shall be three (3) years, with all duties and responsibilities commencing at the first meeting of Council following the election.
- (b) A councilor shall be eligible for re-election to a maximum of two (2) terms or 6 years in total. A councilor, having served the maximum allowable period of 2 terms, shall not be eligible for re-election for a minimum of one year.
- (c) At the first meeting following an election of Councilors 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 councilor is complete. At each subsequent election of Councilors if there are any vacancies on the Executive Committee of Council the appropriate elections shall be held.

## **5.6 Conduct of Councilors**

All Councilors shall act in accordance with Council policies governing the conduct of Councilors.

## **5.7 Remuneration**

Council may determine remuneration and reimbursement for expenses for members of Council, Committees, Tribunals or other bodies of the College in accordance with Council policies.

## **5.8 Vacancies on Council**

5.8.1 A Councilor may at any time resign by letter directed to the Council.

5.8.2 In the event of resignation or in the event of any vacancy by death, incompetency or otherwise, a majority of the remaining Councilors may:

- (a) elect to leave the position vacant until the next scheduled election for Council members; or
- (b) appoint any Regulated Member in good standing of the College, who is a resident of Alberta, to fill the vacancy. The replacement Councilors will only fill the vacancy for the remainder of the term of the replaced Councilors.

The replacement Councilors will be eligible to run for re-election.

5.8.3 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.

## **5.9 Removal From Council**

A Councilor will be automatically removed as a Councilor:

- (a) If the Councilor 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 Councilor is found to constitute unprofessional conduct under the Act, that Councilor may be removed from the Council by a simple majority vote of the other members of the Council.
- (c) If a Councilor is absent from three (3) consecutive meetings of the Council without prior written notice and without proper justification, that Councilor may be removed from the Council by a simple majority vote of the other members of the Council.
- (d) An elected member of Council may be removed by a two-thirds (2/3) majority vote at a meeting of Council. The vote may be conducted by teleconference, email or any other electronic method as deemed necessary.
- (e) Council, by two-thirds (2/3) majority vote at a meeting of Council, may recommend to the Lieutenant Governor in Council that the appointment of a Public Member be rescinded.
- (f) Before a vote under subsections (c), (d), or (e) may be held, the President of Council, or the Vice President of Council, if the member facing the vote is the President, shall give the members of Council seven (7) days' notice of the date on which the vote is to be held and the member facing the vote shall have the opportunity to make submissions to Council before the vote is held.
- (g) Council may also, by simple majority vote, decide to publish a report of the meeting when the vote was held and the decision made under subsections (c) and (d), or the recommendation made under subsection (e).

## **5.10 Election to Council**

### **5.10.1 Process for Elections**

- (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 on or before May 1st.

### **5.10.2 The Registrar, under the direction of the Nomination and Election Committee, no later**

than 60 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 date fixed for the election of Councillors; and
- (b) a call for nominations, including a blank nomination form and the closing time and date for nominations.

5.10.3 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.

5.10.4 In total, six (6) Councillors will be elected and there will be no more than three (3) employers elected. The Nomination and Election Committee shall determine the Councillors 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.

5.10.5 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. Each qualified elector may nominate only one Regulated Member to each vacancy.

## **5.11 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.

## **5.12 Entitlement to Vote**

A regulated member on the General Register or the Provisional Register who is in good standing, may vote in an election.

## **5.13 Voting**

- (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 which will contain a statement of the number of vacancies to be filled and a ballot containing the names of all persons duly nominated for election.

- i. 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.
  - ii. 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.
  - iii. Regulated Members will be notified of the electronic results as soon as possible following the close of voting.
  - iv. 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 election, shall have the ballot data deleted.
- (b) In the electronic voting process any accidental or technical oversight, or omission in the giving of a notice or any other document required under these Bylaws does not invalidate any election result as determined by the Nomination and Election Committee.
- (c) If the number of nominations received is equal to or less than the number of vacancies on Council, then each nominee shall be elected by acclamation.



## **ARTICLE 6 – MEETINGS OF THE COLLEGE**

### **6.1 Meetings of the College**

- (a) The Council may call a meeting of the College at any time Council considers advisable. Council may fix the time and place thereof and designate the notice to be given to the Regulated Members.
- (b) Only Councillors of Council, including Public Members, and Regulated Members may vote at meetings of the College.
- (c) A quorum at all meetings of the College shall consist of 6% of Regulated Members who are personally present. If there is not quorum within thirty minutes of the time specified in the notice, Council shall be authorized to conduct matters of business not requiring a vote which was to have been addressed at such meeting. Council will then be required to call a further meeting of the College in a timely fashion.
- (d) 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. Discussion at the meeting does not affect the ability of the Council, the Executive Council or the officers of the College from conducting business of the College.
- (e) Twenty percent (20%) of the Regulated Members in good standing can requisition a meeting of the College by advising the President of the College in writing.

### **6.2 Participation at Meetings of the College**

All Members of the College, and the Public Members of Council, may attend and speak at Special or General Meetings. Only Voting Members and the public members of Council are eligible to move or vote upon motions at Meetings of the College.

## **ARTICLE 7 – FINANCE AND OTHER MANAGEMENT MATTERS**

### **7.1 Registered Office**

The Registered Office of the College is located at such location as may be determined by the Council.

### **7.2 Finance and Auditing**

- (a) The fiscal year of the College ends on December 31 of each year.
- (b) Council shall appoint one or more chartered accountants registered in the Province of Alberta as auditor for the College that shall at least once each year, examine the accounts, books, and securities of the College, and provide a written report to the Council.
- (c) The most recent financial statements will be posted on the College website as soon as they are available.
- (d) The College's annual budget shall be prepared by the Finance Committee and will be presented to Council for approval.

### **7.3 Seal of the College**

The responsibility for the seal of the College, and its use and procedures to be followed in its use, shall be determined by the Council.

### **7.4 Cheques and Contracts of the College**

- 7.4.1 The Council shall appoint three (3) signing officers.
- 7.4.2 Any two (2) of the designated signing officers shall sign all cheques drawn on the monies of the College. Two signatures are required on all cheques.
- 7.4.3 All contracts of the College shall be reviewed by Council and executed by any two (2) signing officers.

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

- 7.5.1 All minutes of the College, Council, committees and all other relevant records shall be maintained at the principal place of business of the College.
- 7.5.2 All documents are subject to the policy for retention of records of the College.

## **7.6 Protection and Indemnity**

- 7.6.1 Every Council Member, committee member, delegate, employee of the College or individual appointed pursuant to section 6.2 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 them 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, dishonesty, gross negligence or bad faith.
- 7.6.2 No Council Member, committee member, delegate, employee of the College or Individual appointed pursuant to section 6.2 shall be liable:
- (a) for the acts, negligence or defaults of any other Council Member, committee member, delegate, employee of the College or individual appointed pursuant to section 6.2;
  - (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 the bankruptcy of the College itself; or
  - (c) or any other loss, damage or claim that may occur in the execution of the duties of their office;
- 7.6.3 Unless any of the above shall happen or occur by or through their own fraud, dishonesty, gross negligence or bad faith.
- 7.6.4 The Council shall procure either insurance or a bond for such indemnity.

## **ARTICLE 8 – COLLECTION AND DISBURSEMENT OF FUNDS**

- 8.1 The College will collect and receive all costs, fees, levies, dues and assessments required and paid by the members and make use of revenues to carry out the affairs and activities of the College.
- 8.2 No part of the income of the College shall be payable to, or otherwise available for the personal benefit of any Councilor or Regulated Member, but the College may reimburse Councilors and Regulated Members for expenses incurred in order to attain the objects of the College.
  - 8.2.1 In the event of the dissolution or winding up of the College, all its remaining assets after payment of its liabilities shall be used to promote dental technology health and education in the Province of Alberta or for such other charitable or educational purposes as Council shall deem appropriate.
  - 8.2.2 The Councilors, the Executive Director or any employee of the Council, shall not be liable for good faith decisions regarding investment of the College funds.

## **ARTICLE 9 – AMENDING THE BY-LAWS, CODE OF ETHICS AND STANDARDS OF PRACTICE**

- 9.1 These Bylaws may be added to, amended or repealed in whole or in part by Council provided that:
- (a) Regulated Members and any other stakeholders identified by Council will be notified in a manner deemed appropriate by Council of any proposed amendments and will be invited to review and comment on the amendments; and
  - (b) Comments will be accepted for a minimum 15-day period following notification to Regulated Members and other stakeholders.
- 9.2 The Council will carefully consider comments from Regulated Members and other stakeholders prior to final approval of any Amendments.
- 9.2.1 Within Thirty (30) days of ratification of additions to, amendments to or repeal of the Bylaws, Council shall send a copy of the amended Bylaws to each Regulated Member by electronic delivery to the last known contact information of each Regulated Member.
- 9.3 Proposed amendments to the Code of Ethics and/or the Standards of Practice shall be done in the same manner as proposed amendments to the Bylaws set forth above and in accordance with Section 133 of the Act.

## **ARTICLE 10– PUBLICATION PURSUANT to PART 2 or PART 4 of the ACT**

- 10.1 Information regarding Members may be disclosed and released subject to provisions of the Act, any other government legislation and policies approved by the Council relating to decisions or orders under Part 2 or Part 4 of the Act or the Regulation by a Hearing Tribunal, Complaint Review Committee, Registration, Education and Competency Committee, Registrar or the Council including any information respecting any decision or order made by any of the foregoing.
- 10.2 For the purposes of section 60(6)(a) of the Act, the Registrar may in accordance with any policies approved by Council, acting reasonably, publish in any manner the Registrar considers appropriate, any information respecting a complaint and a ratified settlement which has been achieved through the Alternative Complaints Resolution process provided for in Part 4 of the Act.

## **ARTICLE 11 – MISCELLANEOUS**

- 11.1 If there is a conflict between the Bylaws and the Act or Regulation, the Act or Regulation shall prevail.
- 11.2 In the event that any portion of these Bylaws shall be found to be illegal, contrary to any Statute or inoperative, the remainder of the Bylaws shall remain in full force and effect. Upon the declaration of any Court of competent jurisdiction as to the inapplicability of any portion of these Bylaws the Council shall forthwith enact appropriate replacement provisions that carry out the purpose and intent of the struck out portion.
- 11.3 Notwithstanding anything contained in the Bylaws, any communication may be made electronically.