

Saskatchewan College of Respiratory Therapists

SASKATCHEWAN COLLEGE OF RESPIRATORY THERAPISTS

ADMINISTRATIVE BYLAWS 2021

(The Respiratory Therapists Act, subsection 15(1))

Title

- 1 These bylaws may be referred to as *The Respiratory Therapists Administrative Bylaws 2021*.

Definitions

- 2 In these bylaws:

- (a) “Act” means *The Respiratory Therapists Act*;
(b) “Chapter” means the Northern Chapter, or the Southern Chapter, or the Rural/Community Chapter as defined in Appendix B.

ASSOCIATION

Seal

- 3 The seal of the college is the seal whose imprint is affixed to these bylaws as Appendix A.

Execution of documents

- 4 Subject to section 5, documents to be executed on behalf of the college shall be signed by the president and one of the Executive Director/Registrar, past president or president-elect, and sealed with the seal of the college.

Banking and financial

- 5(1) The Executive Director/Registrar, the president, and the treasurer shall be considered signing officers and are authorized to approve financial commitments and may authorize payments of amounts less than \$500.
- (2) Any two (2) of the treasurer, the president, and/or the Executive Director/Registrar are authorized to approve financial commitments and authorize payments of amounts less than \$5,000.
- (3) Required payments in amounts greater than \$5,000 shall be made at the direction of council.
- (4) Notwithstanding subsection (1), the treasurer or the Executive Director/Registrar may authorize the movement of funds of the college from one account of the college to another and may invest the whole or any portion of the funds of the college in investments in the college’s name at the direction of council.
- (5) At each regularly scheduled meeting of the council, the treasurer shall provide the most current balance sheet and statement of revenue and expenditure.

Fiscal year

- 6 The fiscal year of the college is the period commencing on April 1st in one year and ending on March 31st in the next ensuing year.

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Financial review

- 7(1) The council shall appoint a qualified person who is neither a member of the council nor an employee of the college to conduct a financial review of the accounts and transactions of the college.
- (2) The qualified person performing the review shall annually, or more frequently as required by the council, review the books and accounts of the college and shall, annually after the completion of the fiscal year, furnish a statement of the college's financial affairs.
- (3) The treasurer shall present the financial statements furnished by the person performing the annual review to the annual general meeting of the college in the year it was conducted.
- (4) The person performing the annual financial review is entitled to attend general meetings of the college at which the statement of the college's financial affairs is presented.
- (5) The council shall appoint a qualified person who is neither a member of the council nor an employee of the college to conduct a full financial audit of the accounts and transactions of the college when requested by council or by a majority of the membership at the annual general meeting.
- (6) The treasurer shall present the financial statements furnished by the person performing the financial audit to the annual general meeting of the college in the year it was conducted.
- (7) The person performing the requested financial audit is entitled to attend general meetings of the college at which the statement of the college's financial affairs is presented.

COUNCILLORS

Number and composition

- 8(1) For the purpose of subsection 8(2) of the Act, the total number of elected councillors shall be seven (7) until the secretary position no longer exists two years after passage of these bylaws, at which time the number shall be six (6), including:
- (a) the president;
 - (b) the president-elect or past president;
 - (c) the treasurer;
 - (d) one councillor-at-large from each of the three (3) chapters as defined in Appendix B.
- (2) For the purposes of section 9 of the Act, the Lieutenant Governor in Council may appoint three (3) persons who reside in Saskatchewan as members of the council.

Term of office

- 9(1) For the purposes of subsection 8(5) of the Act and subject to subsections 8(2) and 8(3) of the Act, each elected councillor holds office for a three (3) year term commencing at the close of the annual general meeting at which time she or he is elected until the close of the third annual general meeting following that election.
- (2) A person who is elected as president-elect holds office for succeeding terms:

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- (a) as president-elect, commencing at the close of the annual general meeting at which she or he is elected for one (1) year;
- (b) as president for two (2) years; and
- (c) as past president for one (1) year.

(3) No elected member shall hold the same office on council for more than two (2) successive terms.

Vacancy

10 A vacancy in the elected membership of the council shall be filled in accordance with section 11 of the Act, but where a vacancy occurs in the office of president, the council shall appoint the past president, or president-elect to fill the vacancy.

PROCEDURES FOR ELECTION

Election of president-elect

11 An election for president-elect shall be held in the year after passage of these bylaws and every second year thereafter.

Election of secretary

12 An election for secretary shall be held in the year these bylaws pass and the secretary shall serve a two (2) year term, after which time the position will no longer exist.

Election of treasurer

13 An election for treasurer shall be held in the second year after passage of these bylaws and every third year thereafter.

Election of councillors

14 An election for the councillors-at-large shall be held for each chapter in successive years over a three (3) year period from the passage of these bylaws:

- (a) in the case of the Northern Chapter, in the third year after passage and in every third year thereafter;
- (b) in the case of the Southern Chapter, in the year after passage and in every third year thereafter; and
- (c) in the case of the Rural/Community Chapter, in the second year after passage and in every third year thereafter.

Polling day

15 Polling day for the election of elected councillors is the day of each annual general meeting of the college.

Eligibility for nomination

16(1) Only full practising licensed members in good standing who are resident in Saskatchewan are eligible for nomination.

(2) No person who is an employee of the college is eligible to be nominated for election to hold or to continue to hold office.

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(3) Only a full practising licensed member whose primary place of employment is in the chapter is eligible to be nominated to run for election as a councillor-at-large in that chapter.

(4) All nominations must be accompanied by the written consent of the nominee.

Eligibility to vote

17 All full practising licensed members in good standing are entitled to vote.

Conduct of election

18(1) The council shall prescribe the form of the ballot which shall contain instructions to vote as set out in these bylaws, on which the names of all nominees shall be placed in the alphabetical order of their surnames.

(2) The Executive Director/Registrar shall, at least 20 days before polling day or as soon as possible in the case of a licensed member registering after that day, deliver an electronic ballot to each licensed member who is eligible to vote.

(3) The member shall vote for the required number of candidates to fill each vacancy, as indicated on the ballot, by marking the ballot as indicated opposite the name of the candidate of the member's choice.

(4) In order to be counted, ballots must reach the Executive Director/Registrar by noon on polling day.

(5) The Executive Director/Registrar shall appoint at least two scrutineers and any candidate for election is entitled to have a scrutineer present when ballots are counted.

(6) In the case of a tie vote for any office, the president shall cast the deciding vote.

(7) In the case of a tie vote for the president-elect, the past president shall cast the deciding vote.

OFFICERS AND EMPLOYEES

President

19(1) The president shall perform all the duties imposed on the president by the Act and by the bylaws, and generally shall supervise the affairs of the college and the council, and shall represent the college and the council to outside parties.

(2) The president shall preside at all meetings of the college and the council.

(3) The president shall be an *ex officio*, non-voting member of all committees, other than the professional conduct committee and the discipline committee.

(4) The president shall administer the Executive Director/Registrar's performance appraisal.

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President-elect

20 The president-elect shall become familiar with the functions of the office of president and shall perform all duties assigned to the president-elect by the council or the president.

Past president

21 The past president shall provide advice to the president and to the council, and shall act as president in the absence of the president, and shall perform all duties assigned to the past president by the council or the president.

Treasurer

22 The treasurer shall:

- (a) assist the Executive Director/Registrar with the annual budget review and preparation;
- (b) be aware of the accounts and assets and liabilities of the college;
- (c) provide the most current balance sheet and statement of revenue and expenditures at each council meeting;
- (d) ensure the accounts of the college are submitted to the auditor as requested;
- (e) perform all duties assigned to the treasurer by the council;
- (f) keep records of all disbursements and receipts of the funds of the college in conjunction with the bookkeeper/accountant; and
- (g) deposit all monies paid to the college in the college's accounts in conjunction with the bookkeeper/accountant.

Secretary

23 The secretary shall perform all duties and exercise all powers that may be assigned to the secretary by the council or by the president.

Councillors-at-large

24 The councillors-at-large shall:

- (a) act as liaison between members within the chapter they represent and the council;
- (b) act as liaison between the Saskatchewan Respiratory Education Conference committee and council when the conference is held in the area they represent; and
- (c) perform all duties and exercise all powers that may be assigned to them by the president or by the council.

Executive Director/Registrar

25 The Executive Director/Registrar shall:

- (a) act as registrar;
- (b) carry out the policies established by council pertaining to the management and administration of the affairs of the college;
- (c) keep all records of the college, including a record of all council meetings and the required register of members;
- (d) provide minutes of all council meetings to council members;
- (e) notify all members of annual and special meetings, and send to members appropriate information and documentation prior to the meeting;
- (f) issue any notices that may be required;

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- (g) be responsible for employment, assignment and supervision of staff and the administration of salaries;
- (h) be an *ex officio*, non-voting member of all committees except the nominating committee, the professional conduct committee, and the discipline committee.
- (i) act as advisor to the president;
- (j) perform such duties as may be assigned by the council or the president; and
- (k) keep the seal of the college.

MEETINGS

Council

- 26(1)** The council shall meet at the call of the president or as determined at the previous meeting of the council.
- (2) The president shall convene the council to a meeting to be held within ten (10) days following the receipt by the president of the written request of at least three (3) councillors.
- (3) The council shall meet at least four (4) times between annual general meetings with the first being within 30 days of the annual general meeting.
- (4) Meetings and business of the council may be conducted in person, by conference call or teleconference, or by means of an internet poll/electronic communication.
- (5) Members of the college may attend meetings of the council as observers when prior notice of attendance is given to the council.
- (6) Reports of council meeting decisions shall be provided to the membership and the public by means of timely posting to the website.

College

- 27(1)** The annual general meeting of the college shall be held in each calendar year at a time and place in Saskatchewan determined by the college at the previous annual general meeting or, if the college fails to do so, at a time and place determined by the council.
- (2) Each full practising licensed member is entitled to vote on any question at a meeting of the college.
- (3) All questions are decided by a majority of those voting at the meeting.

Notice of meetings

- 28(1)** For the purposes of subsection 7(4) of the Act, notice of meetings of the college shall be sent by ordinary mail, email or facsimile to the address or facsimile number shown in the records of the college at least fourteen (14) days prior to the meeting.
- (2) For the purposes of subsection 7(2)(b) of the Act, a special meeting of the college may be convened if the council receives a request in writing by at least fifteen percent (15%) of the registered members eligible to vote that specifies the business for which such meeting is required.

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- (a) The special meeting shall be called by the president and notice of the meeting shall be sent by ordinary mail, email or facsimile to the address shown in the records of the college at least fourteen (14) days prior to the meeting.

Quorum

29(1) A quorum for a meeting of the college consists of ten percent (10%) of the current voting membership present in person or represented by proxy.

- (2) A quorum for a meeting of the council consists of a majority of the voting members of the council.

Procedure

30(1) Unless otherwise provided, the procedure at all meetings of the college and of the council are governed by the procedures contained in Appendix C and, in cases not provided for, by the rules set out in the most recent edition of *Procedures for Meetings and Organizations*, M. Kaye Kerr and Hubert W. King, (Toronto, Canada: Carswell).

- (2) Notwithstanding subsection (1), the procedures for meetings may be amended or suspended at any meeting of the college and, with respect to that meeting, by a majority vote of the members present at that meeting.

COMMITTEES

Committee structure

31(1) The council shall establish for all statutory and non-statutory committees:

- (a) terms of reference;
- (b) membership and term of appointment; and
- (c) budget allocation.

- (2) Each committee shall:

- (a) submit a nominee for the chair position for the council's approval;
- (b) perform its duties subject to the direction of the council (non-legislated only);
- (c) meet as frequently as is required to fulfill its terms of reference;
- (d) designate one of its members as the recording secretary who shall maintain the minutes of all meetings and ensure a copy is sent to the office after each meeting; and
- (e) provide a report to the council on any business of the committee including a summary of the minutes of each meeting of the committee when requested by the council.

- (3) Members of a committee may be councillors, members of the college as defined in the Regulatory Bylaws, subsections 8(3) and 11(2), or members of the public.

- (4) A majority of the members of a committee present constitutes a quorum.

- (5) The council may remove a committee member who:

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- (a) consistently fails or refuses to perform duties as assigned according to the Act, the bylaws or the policies and procedures of the college;
- (b) is not acting in the best interest of the college; or
- (c) in the case of a member of the college who:
 - i. allows his or her membership in the college to lapse; or
 - ii. is subject to some form of disciplinary action.

CERTIFIED BY:

Gail Sarkany, M.Ed., B.Ed., B.A.(Psych)
Executive Director/Registrar

Date: _____

Appendix A
Seal of the college
(Section 3)

(Imprint of seal to be impressed here)

SEAL

Appendix B
Chapters
(Section 8)

1. For the three (3) councillors-at-large positions on council, the elected representatives will preferably be employed in and will be responsible for representing the districts as described below:
 - a. The Southern Chapter consists of that area of the province in the greater Regina area.
 - b. The Northern Chapter consists of that area of the province in the greater Saskatoon area.
 - c. The Rural/Community Chapter consists of all areas of the province outside of the greater Regina and Saskatoon areas and shall include non-SHA employed RRTs.
2. If no candidate names are brought forward for any councillor position, one may be selected from the other areas.

Appendix C
Procedures at Meetings
(Section 30)

1. Parliamentary Authority

Procedures for Meetings and Organization by M.K. Kerr & H.W. King, Carswell Legal Publications, Toronto, 1984, or later editions, shall govern the organization in all procedural matters not otherwise covered by *The Respiratory Therapists Act*, the bylaws made under that Act, or these Rules and Procedures.

2. Voting Eligibility

Each full practising member of the Saskatchewan College of Respiratory Therapists is entitled to one vote at the annual meeting. Only those voting members present at the annual meeting and in possession of the designated “voting” identification card are eligible to vote during the session of the annual meeting.

3. Scrutineers

Scrutineers shall be appointed at the commencement of the annual meeting. If there are individuals present who do not have the right to vote, they should be encouraged to volunteer as scrutineers.

4. Rules of Debate

a) Limitation of Debate

The chair shall exercise the responsibility of the chair to limit the debate.

- i. Consideration of any item of business, whether introduced by motion or resolution, shall be limited to 30 minutes.
- ii. The chair shall warn the assembly that the question will be called within the next five (5) minutes.
- iii. Debate may be extended with permission of the assembly.

b) Speakers

Speakers shall use the microphones, state their name, place of residence and address the chair.

The chair shall call speakers in the order in which they stand behind the microphones.

c) Motions

Motions must be made by a member and seconded by a member.

To ensure accuracy, the chair will request that a motion be submitted in writing and be signed by the mover and seconder.

Each person except the mover of a motion may speak once to each motion.

The mover of a motion may speak twice:

- i. In making the motion, the mover shall identify the seconder of the motion, then continue to speak to the rationale and/or reasons for proposing this motion; and

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- ii. A second time to close the debate.
- iii. At the request and on the invitation of the chair, the mover may correct misconceptions or offer explanation. This will not be considered speaking for the second time or closing debate. The seconder shall speak immediately following the mover in order to formally second the motion and speak in support of it.

d) Amendments

Amendments must be introduced by motion, in accordance with the rules for motions set out above, and be voted on before the main motion is put to a vote.

The mover of an amendment may speak only at the time of proposing the amendment.

Each person who speaks to an amendment shall be limited to a maximum of two minutes.

No more than two amendments may be on the floor at the same time.

e) Resolutions and Motions

Resolutions and motions shall be decided by the majority (50% +1) of votes cast, ignoring abstentions. Because abstentions are not “votes” they are not counted in the total votes cast. Therefore, the practical effect of an abstention is an indication of support for the prevailing side on the vote. While it is the duty of members who have an opinion on the question to express it by their vote, persons cannot be compelled to vote. Abstentions shall not be counted or recorded but, in a conflict of interest situation, the name of the member who abstained shall be recorded at the member’s request.

d. **Voting Procedures**

The meeting room will be divided into at least three (3) voting sections. One scrutineer shall be assigned to count the votes in each of the voting sections.

The assembly shall vote by show of hands, using the voter identification card.

In a situation where the chair cannot clearly determine a majority, the chair shall call for the scrutineers to count and request the assembly to vote again.