

# BY- LAWS

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## ARTICLE I: ADMINISTRATION OF THE COLLEGE

### I. Head Office

The head office of the College shall be located in Manitoba.

### II. Seal

The seal of the College shall remain in the head office of the College.

### III. Agents and Employees

3.1 The Council may appoint or employ any persons as are necessary to assist the Council in the performance of its duties under *The Physiotherapists Act* and the regulations and shall establish their duties and remunerations.

3.2 The Registrar, appointed by the Council, shall have charge of the office of the College and generally conduct the affairs of the College in accordance with the direction of the Council. The Registrar shall be an ex-officio member of the Council and of such committees as the Council deems appropriate, in a non-voting capacity.

3.3 The Deputy Registrar shall be appointed by the Council as outlined in 51(1)(n) of *The Physiotherapists Act*. as the Acting Registrar when the Registrar is absent or unable to act or when there is a vacancy in the office of registrar.

### IV. Banking and Financial Affairs

4.1 The signing authorities of the College shall be

- a) the Registrar, two elected Council members, and the Deputy Registrar;
- b) any two of those four may sign on behalf of the College;
- c) all contracts, documents and instruments in writing so signed shall be binding on the College.

4.2 The Council may invest surplus revenue that may accrue and such investment shall be registered in the name of the College.

4.3 An accountant shall be appointed by the Council.

- 4.4 The Council shall prepare and submit to each annual meeting of the College a financial statement of operations of the College for the past year, duly reviewed by the accountant.
- 4.5 The members of the Council, board and committees thereof may be paid an allowance for travelling and living expenses while engaged in the business of the Council.
- 4.6 The amount of the allowance shall be determined by the Council.
- 4.7 The Council may set remuneration, fees and expenses payable to members of the Council or of committees, or boards for attending to the business of the College.
- 4.8 Council members including public representatives who attend at least 75% of the scheduled council meetings annually, shall receive a yearly honorarium equal to the active register fee. The Council Chairperson will receive twice the amount of the active register fee. Co-chairs would receive 1.5 times the active register fee.

## **ARTICLE II: MEMBERS**

The rights, privileges and obligations of the classes of members are:

### **I. Practicing Members:**

- 1.1 Shall pay the annual fee and any other fees as applicable.
- 1.2 Are entitled to practice physiotherapy in Manitoba.
- 1.3 Shall receive full voting privileges and all privileges extended by the College.
- 1.4 Are eligible for election or appointment to any position within the College.
- 1.5 Are entitled to attend and generally participate in College meetings.

### **II. Inactive Members:**

- 2.1 Shall pay 40% of the annual fee and any other fees as applicable.
- 2.2 Are not eligible to practice physiotherapy.
- 2.3 Shall receive full voting privileges and all privileges extended by the College.
- 2.4 Are eligible for election or appointment to any position within the College.
- 2.5 Are entitled to attend and generally participate in College meetings.

**III. Temporary Practicing Members:**

- 3.1 Shall pay the initial processing fee.
- 3.2 Are entitled to practice as specified in the regulations.
- 3.3 Are not eligible to vote or to be elected or appointed to any position within the College.
- 3.4 Are entitled to attend and generally participate in College meetings.

**IV. Examination Candidate Members:**

- 4.1 Shall pay 75% of the annual fee and any other fees as applicable.
- 4.2 Are entitled to practice physiotherapy as specified in the regulations and according to the policy and procedures of the College.
- 4.3 Are not eligible to vote or to be elected or appointed to any position within the College.
- 4.4 Are entitled to attend and generally participate in College meetings.

**V. Student Members:**

- 5.1 Shall pay the initial processing fee. In subsequent years shall pay 50% of the initial processing fee.
- 5.2 Are entitled to practice physiotherapy under supervision.
- 5.3 Are not eligible to vote or to be elected or appointed to any position within the College.
- 5.4 Are entitled to attend and generally participate in College meetings.

**VI. Obligations of Membership**

All members shall:

- 6.1 Notify the Registrar of change in name, mailing and email address, place of employment and membership status;
- 6.2 Practise physiotherapy in accordance with the code of ethics of the College;
- 6.3 Answer all correspondence from the College in which a reply is requested, within 15 days or the deadline specified in the correspondence, unless an extension is granted by Council.

**ARTICLE III: FEES**

- 1.1 The Registrar shall send notification of fees payable for the ensuing year at least 30 days prior to the 31st of January of each year.
- 1.2 The membership fees of the College as determined by the Council shall be:
  - a) an initial processing fee;
  - b) an annual fee;
  - c) a re-registration fee;
  - d) a late fee of 20% of the annual fee;
  - e) a processing fee for curriculum review when such a review is required.
- 1.3 The membership year of the College shall commence on the 1st day of February and terminate on the 31st day of January each year.
- 1.4 The initial fee for enrollment and membership in the College shall be the processing fee plus the annual fee.
- 1.5 Should an application be refused or withdrawn, the processing fee only shall be retained by the College.
- 1.6 A person applying for membership after July 31st shall pay the initial processing or re-registration fee plus one-half of the annual fee.
- 1.7 Where the payment of the annual fee or receipt of renewal documents is not received on or before January 31<sup>st</sup>:
  - a) a late penalty fee of 20% of the full year's annual fee shall be charged;
  - b) when a member is in default of payment of their renewal fee or has not provided required renewal documents for a period of at least 14 days, the Registrar shall send a letter, by ordinary mail, addressed to the member at their address on the records of the College, notifying the member of their default;
  - c) upon receipt of the annual fee, outstanding renewal documents and the late fee, the Registrar shall consider the individual as being in good standing with the College;
  - d) if the default continues for a further 15 days after the date of the letter, the registration of that member shall be automatically cancelled. The Registrar will notify the member, by registered mail or by other service that provides the sender with proof of delivery, to their address on the records of the College and shall send a copy of the notification, by ordinary mail, to the member's employer(s) listed on the records of the College;
  - e) to be reinstated the person shall pay the current year's annual fee plus the late fee plus the re-registration fee plus disbursements.
- 1.8 Any member applying to have their name transferred between registers shall pay the difference between the fees paid and the annual fee due on the new register for the current year.

- 1.9 There will be no refund of fees except as described in 1.5 of this Article.

## **ARTICLE IV: MEETINGS**

### **I. Annual General Meeting**

- 1.1 An Annual General Meeting (AGM) of the College shall be held each year at a time and place to be fixed by the Council.
- 1.2 Notice shall be sent to every Council member and to every member of the College 30 days prior to the date of the Annual General Meeting. A copy of the agenda for the meeting shall be sent with such notice.
- 1.3 The agenda for the Annual General Meeting shall be prescribed by the Council and shall include provision for any business or resolution which may be introduced from the floor of the meeting by any member.
- 1.4 The quorum for an Annual General Meeting of the College shall be 5% of the membership who are entitled to vote. Electronic attendance may be counted to reach a quorum for Annual General Meetings.
- 1.5 At the Annual General Meeting there shall be reports presented by the chair, treasurer and the registrar of the College and such committees or boards as the Council deems necessary.
- 1.6 A financial statement of the College shall be presented at the Annual General Meeting.

### **II. Special Meetings**

- 2.1 A special meeting of the College may be called by the Council at any time and shall be called if so requested in writing by 5% of the membership of the College who are entitled to vote. The submitted request shall include each registrants printed name, registration number and signature.
- 2.2 The business to be transacted at a special meeting shall be limited to that specified in the notice thereof.
- 2.3 Notice of a special meeting of the College shall be sent to every Council member and every member of the College 30 days prior to the date of the meeting and the business to be transacted shall be specified in such notice.
- 2.4 The quorum for a special meeting of the College shall be 20% of the membership of the College who are entitled to vote.

**III. Voting at Annual and Special Meetings**

- 3.1 Each member whose name is entered on the Active practicing or Inactive register and who is in good standing at the date of the meeting, shall be entitled to vote on any issue to be determined by a vote.
- 3.2 Each member's entitlement to vote shall be verified prior to being given access to the voting method.
- 3.3 For adoption of any issue, a majority vote of those members present, either in person or virtually, who are entitled to vote, shall be required.
- 3.4 A vote may be taken by ballot, a show of hands, or electronic means at the discretion of the chair.
- 3.5 The chair of the meeting shall appoint two scrutineers who shall tabulate the vote and report the results to the chair.
- 3.6 In the event of a tie vote, the chair of the meeting shall cast the deciding vote.

**IV. Recording of Meeting**

- 4.1 Minutes shall be taken at annual and special meetings and shall be made available to the membership.

**V. Meetings of the Council**

- 5.1 Regular meetings of the Council shall be held as determined by the Council. There shall be no less than six meetings per year.
- 5.2 Written notice of all meetings of the Council stating the business to be transacted shall be given to each member of the Council not less than 7 days before the meeting.
- 5.3 A meeting of the Council may be held without notice if all members of the Council have waived notice.
- 5.4 A majority of the Council, one of whom must be a public representative, shall constitute a quorum for the transaction of business.

**ARTICLE V: ELECTION OF THE COUNCIL**

1.1 The Council shall consist of at least six elected members and three appointed public representatives.

**I. Elected Members:**

1.1 Election of the Council from the membership shall be held prior to the Annual General Meeting of the College.

1.2 At each Annual General Meeting the membership shall elect two Council members for a three year term.

1.3 The Council may establish rules regarding nomination of candidates for election to the Council, the manner of voting for Council members, and the conduct and regulation of Council members.

1.4 A member is eligible for election to Council if:

- a) at all times between the 90<sup>th</sup> day before the election and the date of the election, the member continues to be registered on the Active or In-Active register;
- b) the member has a minimum two years of independent practice in physiotherapy in Canada;
- c) the member is not in default of any obligation to the College under the Regulations or the By-laws including the payment of any fees required;
- d) the member is not the subject of discipline proceedings;
- e) the member is not the subject of any inquiry by the Inquiry Committee;
- f) the member has not been found guilty of professional misconduct, to be incompetent, or to be incapacitated in the six years before the election;
- g) the member's certificate of registration has not been revoked or suspended for professional misconduct, incompetence or incapacity at any time in the six years immediately before the election;
- h) the member's certificate of registration has not been subject to a term, condition or limitation other than a term, condition or limitation prescribed by the Regulations in the six years before the election;
- i) the member is not and has not been in the 12 months before the election, a director, officer, committee member, employee, or holder of any position of decision-making influence of any other organization of physiotherapists;
- j) the member is not a participant (other than on behalf of the College) in a legal action or application against the College;
- k) the member is not and has not been in the 12 months before the election an employee of the College;
- l) the member discloses all potential conflicts of interest in writing to the registrar within five business days of being nominated and either does not have a conflict of interest to serve as a Councillor or has agreed to remove any such conflict of interest before taking office;

- m) any disputes about a person's eligibility for election shall be determined by the Nominations Committee. If the Nominations Committee determines that a member is ineligible for election, the member may appeal that decision to Council and Council's determination shall be final, without appeal.
- 1.5 Only members on the Active Practicing or Inactive Register who are in good standing with the College at the date of the election shall be entitled to vote for the election of Council members and may vote for as many candidates as there are vacancies on the Council.
- 1.6 Any member eligible to vote who follows the appropriate procedures outlined by the Council may submit a ballot for the election of Council members.
- 1.7 The elected Council members shall be announced by the chair of the Council at the Annual General Meeting.

## **II Public Member Appointments:**

- 2.1 One public representative shall be appointed by the Minister of Health for a three year term.
- 2.2 Two public representatives shall be appointed by the Council for a three year term.
- 2.3 The appointment of the public representatives by the Council shall be ratified by the membership at the Annual General Meeting.
- 2.4 The public representatives shall take office for a three year term following the Annual General Meeting.
- 2.5 Council shall appoint up to three students from the Physical Therapy Program at the University of Manitoba to sit on Council in nonvoting positions.

## **ARTICLE VI: COUNCIL MEMBERS**

### **I. Term of Office**

- 1.1 Council members shall hold office for a term of three years. They are eligible for re-election or re-appointment for 2 consecutive terms.
- 1.2 When an elected position on Council becomes vacant the Council shall appoint a member of the College to fill the vacancy for the balance of the term of office vacated.
- 1.3 When vacancies on the Council are more than 50% of elected members, the remaining members shall call an election to fill the vacancies.
- 1.4 When a position of Council appointed public representative becomes vacant, the Council shall appoint a public representative to fill the vacancy for the balance of the term of office



vacated.

- 1.5 When a position of the government appointed public representative becomes vacant the Council may appoint another public representative if the Minister of Health has not filled the vacancy within 90 days.
- 1.6 The Council may appoint ex-officio members in a non-voting capacity to the Council.

## **II. Removal from the Council**

- 2.1 The Council may, by a majority vote (50% plus one), remove a Council member if:
- a) they consistently fail or refuses to perform the duties assigned to them by the chair or co-chair of the Council;
  - b) they consistently fail or refuses to adhere to *The Physiotherapists Act*, regulations, by-laws or code of ethics;
  - c) they are absent from more than 3 meetings of the Council between Annual General Meetings;
  - d) their membership is allowed to lapse, is suspended or revoked.
  - e) they fail to complete and sign as well as adhere to the Code of Conduct and confidentiality agreements required for Council and Committee members.

## **III. Officers of the Council**

- 3.1 At the first Council meeting following the Annual General Meeting, the Council shall select from amongst its members a treasurer, either a chair and a vice-chair, or two co-chairs, all of whom shall be members of the College and such other officers as it may see fit.
- 3.2 The chair or co-chairs shall:
- a) preside at all meetings of the College and the Council;
  - b) ensure that all orders and resolutions of the Council are put into effect;
  - c) exercise general control and supervision over the affairs of the College.
- 3.3 The vice-chair shall:
- a) preside at all meetings of the College in the absence of the chair;
  - b) in the event of the chair's inability to act shall assume the office of the chair and serve as such for the balance of the term remaining to the chair.
- 3.4 The treasurer shall:
- a) have general control of all budgets, financial transactions, etc. on behalf of the College;
  - b) ensure that a financial statement of operation of the College is prepared and submitted to each annual meeting of the College.

- 3.5 Vacancies among all officers except the chair shall be filled by appointment of an incumbent Council member to hold office until the end of the term of the vacated office.

## **ARTICLE VII: COMPLAINTS COMMITTEE AND INQUIRY COMMITTEE**

- 1.1 The Council shall appoint a complaints committee and inquiry committee as set out in Section 17(1)(2) and 31(1)(2) of *The Physiotherapists Act*.
- 1.2 The members eligible for appointment to the Complaints Committee and the Inquiry Committee are those who meet the eligibility criteria enumerated in Article V. subsection I, paragraph 1.4.
- 1.3 Chairs of these committees shall hold office for one year and shall be eligible for reappointment with the proviso that no person is at any time chair of more than one committee.
- 1.4 The Council shall appoint acting members and ex-officio members in a non-voting capacity as required from time to time.
- 1.5 Vacancies on these committees shall be filled by Council appointment for the remainder of the term. The committee shall consist of no less than three (3) members.
- 1.6 At least 1/3 of the members of the Complaints Committee and Inquiry Committee must be public members.
- 1.7 Public representatives shall be appointed by the Minister of Health for a two year term.
- 1.8 When a position of the government appointed public representative becomes vacant, the Council may appoint another public representative if the Minister of Health has not filled the vacancy or served notice of their intention to do so, within 90 days of the vacancy.

## **ARTICLE VIII: COMMITTEES AND BOARD**

- 1.1 The Council may establish such committees, as it deems necessary to fulfill the objectives of the College.
- 1.2 The Council shall establish the following standing committees and boards:
- a) Board of Assessors;
  - b) Public Representatives Recruitment Committee;
  - c) Nominating Committee;
  - d) Continuing Competency Committee.

- 1.3 The Council shall appoint to the Board of Assessors only those members who meet the eligibility criteria enumerated in Article V. subsection I, paragraph 1.4 (a), (c-m).
- 1.4 The Council shall appoint to the Public Representatives Recruitment Committee; the Nominating Committee; and the Continuing Competency Committee members on the Active Practicing or Inactive Register who are in good standing with the College.
- 1.5 The Council shall establish terms of reference for all committees.
- 1.6 The activities of all committees shall be under the direction of the Council and all recommendations of the committees are subject to Council approval.
- 1.7 The Council shall appoint the chair of all committees.
- 1.8 Chairs of standing committees shall hold office for 1 year and shall be eligible for re-appointment, provided that no person may at any time be chair of more than one committee.
- 1.9 Each committee shall consist of a chair and not less than two members of the College representing as broad a spectrum of membership types and geographical areas as possible.
- 1.10 Members of all committees shall be appointed by the chair of that committee, subject to Council approval. The Council may, by a majority vote, remove a member from a committee if:
  - a) they consistently fail or refuses to perform the duties assigned to them by the chair of the committee/board;
  - b) they consistently fail or refuses to adhere to *The Physiotherapists Act*, regulations, by-laws or code of ethics;
  - c) they are is absent from more than 3 meetings of the committee/board between Annual General Meetings;
  - d) their membership is allowed to lapse, is suspended or revoked.
- 1.11 The chair of each committee shall give reasonable notice of each meeting of their committee and a majority of the committee members shall constitute a quorum.
- 1.12 Minutes of committee and board meetings shall be taken at every meeting and submitted to the College office.
- 1.13 The chair shall report to the Council on activities of the committee on a regular basis.
- 1.14 Vacancies on any board or committee shall be filled by appointment by the Council for the remainder of the term.
- 1.15 Ex-officio members may be appointed to committees or boards by the Council as required in a non-voting capacity.
- 1.16 One member of the Board of Assessors shall be a public representative appointed by the Minister of Health for a two year term.

- 1.17 When a position of the government appointed public representative becomes vacant, the Council may appoint another public representative if the Minister of Health has not filled the vacancy or served notice of their intention to do so, within 90 days of the vacancy.

### **ARTICLE IX: REGULATIONS**

- 1.1 Regulations must be brought to the membership for a vote at an Annual General Meeting or special meeting called for that purpose.
- 1.2 Regulations to be brought forward shall be circulated to all members thirty days prior to the meeting.
- 1.3 A regulation brought to the membership may be approved or repealed by a majority of the members of the College:
- a) present and voting at a general meeting; or
  - b) voting in a mail vote or other method of voting conducted in accordance with the by-laws.
- 1.4 A regulation brought to the membership may be amended by a majority of the members of the College, present and voting at a general meeting.
- 1.5 Regulations approved by the membership shall be taken to the Lieutenant Governor in Council.