



# **Constitution & Bylaws**

## **Canadian Institute of Public Health Inspectors (Alberta Branch)**

Revised April 2001

# Table of Contents

<b>Constitution</b>	3
<b>By-laws</b>	3
Definitions	3
Membership	3
Membership Dues	5
Association Executive, Executive Board, Officers and Duties	6
Seal of the Association	8
Elections	9
Auditing	9
Zones	10
Association Meetings	11
Rules of Order	12
Quorums	12
Voting	12
Newsletter	12
Remuneration	13
Changes to By-laws	13

## CONSTITUTION

The name of the Society shall be THE CANADIAN INSTITUTE OF PUBLIC HEALTH INSPECTORS (ALBERTA BRANCH) hereinafter called the 'Association'

- 2 The objectives of the Association shall be
  - (a) The development and advancement of environmental health, and
  - (b) To support the advancement of the Canadian Institute of Public Health Inspectors.
- 3 The operations of the Association are to be chiefly carried on in the Province of Alberta, Northwest Territories and Nunavut.

## BY-LAWS

### Definitions

- 4 In these by-laws
  - (a) 'Association' means the Canadian Institute of Public Health Inspectors, Alberta Branch.
  - (b) "Association Executive" means the Association Executive established in accordance with these by-laws.
  - (c) "Executive Board" means the Executive Board of the Association established in accordance with these by-laws.
  - (d) "Executive Council" means the Executive Council of the Institute.
  - (e) "Institute" means the Canadian Institute of Public Health Inspectors, a national body corporate established under the statutes of Canada.

### Membership

- 5 Membership in the Association shall be defined as regular, student, honorary, life, retired, affiliate and corporate with the rights for each category as detailed hereinafter.
- 6
  - (1) Regular membership shall be that accorded to persons
    - (a) Who hold regular membership in, and are in good standing in the Institute,
    - (b) Who possess the Certificate in Public Health Inspection (Canada) or its equivalent, determined in accordance with the by-laws of the Institute, and
    - (c) Who are engaged in an active capacity in the field of environmental health.
  - (2) Regular members shall have full voting rights and the right to hold office.
- 7
  - (1) Student membership shall be that accorded to person studying for the Certificate in Public Health Inspection (Canada) and who are enrolled in courses, which have been

- approved by the Board of Certification of Public Health Inspectors under the authority of the by-laws of the Institute.
- (2) Student members shall have the right to attend Association meetings and partake in discussion but shall not have the right to vote or hold office.
- 8
- (1) Honourary membership is a category of membership, which may be conferred by the Institute as a mark of distinction on a person who has made a noteworthy contribution of the science or practice of environmental health.
  - (2) The granting and retaining of Honourary Membership shall be the prerogative of the Institute.
  - (3) The requirements of sub-sections (4) to (7) inclusive in so far as these are not in conflict with the by-laws of the Institute shall apply to the relationship of the Association and Honourary Members.
  - (4) Honourary Membership may be conferred on a person who does not hold the Certificate in Public Health Inspection (Canada).
  - (5) Honourary Members shall have no voting privileges but on the invitation of the President may attend meetings and on the invitation of presiding officer may take part in discussion.
  - (6) The names of Honourary Members shall not be entered on the Register of Members.
  - (7) Honourary Members shall not be under any liability of the debts and liabilities of the Association.
- 9
- (1) Life Membership is a category of membership, which may be conferred by the Institute on a qualified Public Health Inspector who has made a noteworthy contribution
    - (a) To the science of Environmental Health, and
    - (b) To the purposes of the Institute.
  - (2) The granting of Life Membership shall be the prerogative of the Institute.
  - (3) Life members who would be qualified to be regular or retired members of the Association
    - (a) Shall have full voting privileges and the right to hold office within the Association, and
    - (b) Shall have their names entered on the Register of Members of the Association.
- 10
- (1) Retired membership is a category of membership open to any regular member who upon retirement from active employment through age, health or disability and is eligible for some form of pension wishes to continue membership in the Institute.

- (2) Any member who has retired from active employment with one employing agency from which the member is eligible to receive a pension, and who is working as a full-time employee of another agency where a prerequisite of employment is a Certificate in Public Health Inspection (Canada), shall not be considered for Retired Membership.
  - (3) A person desiring "Retired Membership" shall notify the Secretary of the Association and the Executive Director of the Institute of such desire and provide information as to the effective date of retirement.
  - (4) Retired members shall have full voting privileges and the right to hold office within the Association.
- 11 (1) Affiliate membership is a category of membership for non-profit organizations, which share a common interest in the field of environmental health and wish to work toward a unified voice on issues of common interest.
- (2) The granting of affiliate membership shall be the prerogative of the Institute.
  - (3) Affiliate members shall have neither voting right nor the right to hold elected office.
- 12 (1) Corporate membership shall be persons or corporations who derive benefits or information, education and self-promotion through membership in the Institute.
- (2) The granting of corporate membership shall be the prerogative of the Institute.
  - (3) Corporate members shall have neither voting privileges nor the right to hold office, nor shall such members be responsible for the debts or liabilities of the Institute.
- 13 (1) Only Regular, Retired and Life members shall be entitled to all rights of privileges of the Association.
- (2) In these by-laws the word "member" unless otherwise specified shall be deemed to include Regular member, Retired member and Life member and Membership shall have a similar meaning.

#### Membership Dues

- 14 (1) The annual membership dues for regular, retired, student, corporate and affiliate members shall be made up of
- (a) The National Assessment as established from time to time in accordance with the by-laws of the Institute, and
  - (b) The Association Assessment as authorized hereinafter.
- (2) Honourary and Life members shall not be required to pay any assessment.

- 15 (1) The Annual Association Assessment for regular members shall be set from time to time by the Executive Board, provided that no change in any Assessment shall come into effect until approved by two-third (2/3) of the members voting at an Annual General Meeting of the Association.
- (2) The Annual Assessment for retired, student, corporate and affiliate members shall be set from time to time by the Executive Council.
- 16 The Association may enter into an arrangement with the Institute respecting the collection and remission of Annual membership dues on behalf of both bodies.
- 17 Notwithstanding anything contained in this by-law no person shall be recognized as a member-in-good-standing in the Association unless such person is a paid up member in the Institute.
- 18 Any member or student member wishing to withdraw from Association may do so upon notice in writing to the Secretary prior to the end of the calendar year.
- 19 (1) The Annual Membership fees shall be due on the 1st day of January each year.
- (2) Any member who neglects to pay his or her dues before the 31<sup>st</sup> of March of each year may be suspended and subject to possible loss of membership in accordance with and subject to the appeal procedures contained in the by-laws of the Institute.

#### Association Executive, Executive Board, Officers and Duties

- 20 (1) The Association Executive shall consist of the President, the Vice-President, the Immediate Past-President, the Secretary and the Treasurer.
- (2) The Executive Board shall consist of the Association Executive and the Zone Councillors.
- 21 The Association, by majority vote at an Annual Meeting, may combine the offices of the Secretary and the Treasurer into one office of Secretary-Treasurer, in which case the Secretary-Treasurer shall perform the duties of Secretary and Treasurer as outlined hereinafter.
- 22 The President shall
  - (a) Be an ex-officio member of all committees of the Association,
  - (b) Preside at all meetings of the Association, Association Executive and Executive Board, or shall name a member of the Executive Board to act for him or her,
  - (c) Represent the Association at meetings of the National Executive Council, and

- (d) Serve as public spokesperson for the Association and express the position of the Association on issues related to environmental health.
- 23 The Vice-President shall act for the President should the President be:
  - (a) Elected to the position of President of the Executive Council of the Institute, or
  - (b) Unable to carry out the duties assigned to the office.
- 24 The Secretary shall
  - (a) Attend all meetings of the Association Executive and Executive Board and keep the minutes of such meetings.
  - (b) Have charge of the seal of the Association,
  - (c) Have charge of all correspondence of the Association and deal with same in accordance with the direction of the President and Executive Board.
  - (d) Keep a Register of all members and student members of the Association and their addresses,
  - (e) Send notices of various meetings to the members and student members concerned, and
  - (f) Ensure the Association maintains compliance with the Societies Act, whereby a statement of the Association's list of officers, assets and liabilities, and audited finances, addresses for communications and any change in by-laws must be filed with the Registrar of the Government of Alberta.
- 25 (1) The Treasurer shall collect and receive the Annual Association Assessment and all other monies paid to the Association and shall be responsible for the deposit of the same in whatever chartered Bank, Trust Company, or Credit Union the Executive Board may order.
- (2) The Treasurer shall
  - (a) Account for the funds of the Association,
  - (b) Keep such books as may be directed by the Executive Board.
  - (c) Present a full detailed account of the receipts and disbursements to the Executive Board whenever requested, and
  - (d) Prepare for the Annual meeting of the Association a statement duly audited as hereinafter set forth of the financial position of the Association and shall provide a copy of the same to the Secretary for the records of the Association.
- 26 (1) The Association Executive, except the Immediate Past-President, shall be elected at the Annual General Meeting of the Association.
- (2) In the event of the President being unable to complete his or her term of office for any reason, the Vice-President shall assume the office.
- (3) In the event of any member of the Association Executive except the President being unable to complete his or her term of office for any reason, the vacancy shall be filled by appointment by the Executive Board.

- (4) Any Director or Officer, upon a majority vote of all members in good standing, may be removed from office for any cause, which the Association may deem appropriate.
  - (5) Position of Zone Councilor shall be confirmed by the general membership at the Annual General Meeting where election of the Association Executive occurs.
  - (6) Executive Board shall hold office for two (2) years.
- 27 (1) The Executive Board shall
- (a) Have and exercise the powers and perform the normal functions of the Association between regular general meetings, and
  - (b) Have the power to appoint committees for specific purposes to further the aims of the Association.
- (2) The Executive Board shall meet as often as necessary, but at least once during each six-month period for the conduct of the Association's business.
- (3) Within the requirements of sub-section (2) the Executive Board shall meet at the call of the President.
- 28 (1) Notwithstanding the generality of Section 26, no expenditure of Association funds exceeding \$1500 shall be undertaken except with the prior approval of a meeting of the Association.
- (2) Notwithstanding Section 27 (1), no expenditure of Association funds exceeding \$500 shall be undertaken except with the unanimous approval at a meeting of the Executive Board of the Association.
- (3) The limit of the expenditures of the Association funds may be reviewed at the Annual General Meeting.
- 29 (1) The Executive Board shall meet at the call of the President but at least once in each calendar year for consideration of the Association's business.
- (2) The meeting referred to in sub-section (1) may take place immediately prior to a general meeting of the Association.

#### Seal of the Association

- 30 The seal of the Association when used shall be authenticated by the signatures of the Secretary and the President.

## Elections

- 31 Notwithstanding the right of any member attending the Annual General Meeting to make a nomination the Executive Board may appoint a nominating committee for the purpose of nominating one or more members for each position to be filled.
- 32 (1) A member must consent to his or her nomination for a position on the Executive Board or such nomination will be withdrawn.
- (2) A member shall give consent to nomination, either
- (a) Verbally if in attendance at the Annual General Meeting, or
  - (b) In writing filed with the Secretary prior to the Annual General Meeting.
- 33 (1) All elections shall be by secret ballot.
- (2) Only members entitled to vote in accordance with these by-laws shall be permitted to vote in any election for a member of the Association Executive.
- (3) (a) In order to be elected to any position on the Executive Council or Association Executive a candidate must receive not less than 50% of the vote's cast plus one.
- (b) In the event that none of the candidates receives the number of votes required for election by clause (3) (a), the candidate who received the lowest number of votes shall be dropped from the ballot and a further vote shall be taken.
- (4) In the event that all the candidates on the ballot receive the same number of votes, the President shall cast the deciding vote.
- (5) If only one person is nominated for a position that person is declared elected.

## Auditing

- 34 The fiscal year of the Association shall be from the first (1<sup>st</sup>) day of January to the thirty first (31<sup>st</sup>) day of December.
- 35 (1) The books, accounts and records of the Secretary and Treasurer shall be audited each year and the auditor's report shall be presented to the membership at the Annual General Meeting of the Association.
- (2) The auditor(s) shall be appointed at the Annual General Meeting.
- (3) The books and records of the Association may be inspected by any member of the Association,
- (a) At the Annual General Meeting, or

- (b) Upon request after giving reasonable written notice and arranging for such an inspection with the Secretary and/or the Treasurer.

### Zones

- 36 (1) To facilitate the purposes of the Association, the Association shall establish zones within the Province of Alberta, Northwest Territories and Nunavut.
  - (2) Each zone established in accordance with sub-section (1) shall consist of a geographical portion of the Province of Alberta, Northwest Territories and Nunavut.
  - (3) The Association at an Annual General Meeting shall have the authority to establish, disestablish, set the boundaries of or alter the boundaries of a zone.
- 37 (1) There shall be a Zone Councillor for each zone who shall be a member of the Association whose place of employment is wholly or partially within the boundaries of the zone.
  - (2) In the case of a retired member, for the purposes of sub-section (1), "place of employment" shall be deemed to be "place of domicile in the Province of Alberta, Northwest Territories and Nunavut".
- 38 (1) The Zone Councillor shall arrange meetings, preferably not less than two a year for purposes which are within the scope of the Association.
  - (2) Though zone meetings are to be arranged for the convenience and needs of the members of the Association whose place of employment is wholly or partially within the zone, attendance at such meetings is not necessarily limited to such members.
- 39 (1) The Executive Board may authorize an advance of funds to a Zone Councillor to cover the expenses which may be associated with a zone activity which is within the purposes of the Association, provided such advance is within the limits imposed by section 27.
  - (2) The Zone Councillor shall return to the Treasurer of the Association any unused portion of the grant together with a full accounting and receipts covering expenditures.
- 40 (1) Each Zone Councillor shall provide a written report to each regular general meeting of the Association.
  - (2) Each report required in accordance with sub-section (1) shall cover the activities within the zone in the furtherance of the purposes of the Association since the previous regular general meeting of the Association.

## Association Meetings

- 41 (1) The Association shall hold two regular meetings each year
- (a) One normally held in April designated as the Annual General Meeting, and
  - (b) One normally held in October designated as the Fall General Meeting.
- (2) The Executive Board shall designate the time and place for each regular general meeting.
- (3) In reaching a decision required under sub-section (2) the Executive Board shall consider the desirability of facilitating the attendance of members from all parts of the Province of Alberta, Northwest Territories and Nunavut if not at all such meetings, at least on an occasional basis.
- (4) Each member of the Association in good standing shall be notified in writing by the Secretary of the time and place of each regular general meeting and such notification shall be mailed at least 30 days prior to the date set for the meeting.
- 42 (1) The Association Executive or any four members of the Executive Board or 10% of the members in good standing may at any time through the President request a special meeting of the Association.
- (2) The request for a special meeting shall outline the purpose or purposes of the proposed meeting.
- (3) Within seven days following receipt of a request for a special meeting, the President shall set the time and place for such meeting.
- (4) A special meeting shall be held within 30 days following the receipt of the request for such meeting.
- (5) The secretary shall notify all members in good standing of the time and place of a special meeting and such notice shall be mailed at least 14 days prior to the date set for such meeting.
- (6) The notice of special meeting required by sub-section (5) shall outline the purpose or purposes of the meeting as provided in the request for the meeting.
- (7) Only the matters covered in the request for the special meeting shall be considered during such meeting.

## Rules of Order

- 43 Except where Otherwise required by these by-laws, Roberts Rules of Order shall govern the conduct of all regular general meetings and all special meetings of the Association.

## Quorums

- 44 Twenty members or 20% of the members in good standing, whichever is less, shall constitute a quorum for any general meeting or special meeting of the Association.
- 45 A majority of the members of the Association Executive shall constitute a quorum for any meeting of the Association Executive, provided that those present include at least 2 members of the Executive Board and at least 2 Zone Councillors.

## Voting

- 46 Except where otherwise specifically required by these by-laws all questions before any regular general meeting or special general meeting of the Association or before a meeting of the Executive Board or before a meeting of the Association Executive shall be decided by a simple majority vote of those entitled to vote and voting at such meeting.

## Newsletter

- 47 (1) In the pursuit of its objectives the Association may authorize the publishing of a Newsletter on a periodic basis.
- (2) The Executive Board shall have the authority to appoint an Editor or editors of the Newsletter and to terminate any such appointment.
- (3) The Executive Board shall have the authority
- (a) To provide general direction respecting the content of the Newsletter, and
  - (b) Following consultation with the Editor(s) to set policies regarding administrative matters including the frequency of publication, the size of each issue and the distribution of copies.
- (4) The Editor(s) shall have the general authority to select material for publication in the Newsletter, provided all material selected
- (a) Meets the criteria of being within the objectives of the Association, and
  - (b) Contents of the Newsletter are those of the Editorial Staff and not necessarily those of the Association Executive or members of the Association.

- (5) The authorization of an Annual General Meeting covering the use of Association funds for expenses incurred in the publication of Newsletters shall be deemed to be the prior approval required under section 27.
- (6) The Editor(s) shall provide a report to each regular general meeting of the Association covering matters affecting publication of newsletters since the previous regular general meeting.

#### Remuneration

- 47 (1) The Annual General Meeting each year shall authorize the use of Association funds not exceeding specified amounts for the expenses which may be incurred by members of the Executive Board and members of the Association Executive attending meetings of the bodies concerned.
  - (2) Accounts for expenses at rates established by the Executive board incurred by
    - (a) A member of the Executive Board for attending an Executive Board meeting, or
    - (b) A member of the Association Executive for attending an Association Executive meeting, or
    - (c) The President of the Association for attending Executive Council Meetings.

Shall be paid by the Treasurer of the Association, provided that the total amounts so expended shall not exceed the limits authorized under sub-section (1).

- (3) The authorization by an Annual General Meeting covering the use of Association funds for expenses incurred by members of the Executive Board and Association Executive attending meetings of the bodies concerned shall be deemed to be the prior approval required under section 27.
- 49 (1) Honoraria may be paid to the Secretary and Treasurer or any other member on the approval of the Association Executive.
  - (2) The amounts of the honoraria authorized by sub-section (1) shall be decided at the Annual General Meeting.
  - (3) Except as provided in this section no member of the Association Executive shall be paid fees for services related to his or her office or responsibilities.

#### Changes to By-Laws

- 50 (1) These by-laws may be rescinded, altered or added to by the passing of an extraordinary resolution here in after provided.

- (2) The Executive Board or two or more members of the Association may propose an extraordinary resolution respecting these by-laws to be considered at an Annual General Meeting.
  - (3) Every proposal for an extraordinary resolution respecting these by-laws shall
    - (a) Be in writing,
    - (b) Detail the action in respect to the by-law which is proposed, and
    - (c) Name the sponsors of the extraordinary resolution (Executive Board or at least 2 members).
  - (4) Every proposal for an extraordinary resolution shall be submitted to reach the Secretary of the Association not later than 30 days prior to the Annual General Meeting.
  - (5) The Secretary shall notify each member of the Association in good standing of the extraordinary resolution in writing mailed at least 21 days prior to the Annual General Meeting.
  - (6) Members in good standing may vote by proxy on extraordinary resolutions, but the proxy must be a member entitled to vote and his or her authority must be in writing and filed with the Secretary of the Association before the meeting opens.
  - (7) In order to pass, an extraordinary resolution shall require a majority of two-thirds (2/3) of the members entitled to vote and voting on the question.
  - (8) No repeal, alteration or addition to these by-laws shall come into force until approval of the Institute has been obtained.
  - (9) Any repeal, alteration or addition to these by-laws shall come into effect on approval of the Institute or at such later date as may be set out in the extraordinary resolution.
  - (10) Copies of every approved extraordinary resolution shall be filed with the Registrar in accordance with the requirements of the Societies Act.
- 51 All regular members in good standing are to receive a copy of the Alberta Branch, Canadian Institute of Public Health Inspectors Constitution and By-laws.
- 52 The Association By-laws shall be reviewed biannually by a committee consisting of the Immediate Past President and at least 2 members-in-good standing. Any proposed amendments or changes shall be presented to the General Membership at the Association's next Annual General Meeting.