



SOCIETY ACT

COPY OF RESOLUTION

The following is a copy of

- a special resolution\* passed
an ordinary resolution
a directors' resolution

in accordance with the by-laws of the Society on the 30th day of May, 2010

"RESOLVED

... that the current Bylaws of the Cardiology Technologists Association of British Columbia be repealed and replaced with the proposed new Bylaws (see attached).

Dated this 6th day of May, 2011

Cardiology Technologists Association of British Columbia

(Name of Society)

by

[Handwritten signature]

(Signature)

Solicitor

(Relationship to Society)

\* Strike out words which do not apply.

- (a) No special resolution has effect until accepted by the Registrar of Companies.
(b) Send, in duplicate, to the Registrar of Companies.
Mailing Address: PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.
Location Address: 2nd Floor - 940 Blanshard Street, Victoria BC together with applicable fee.
Telephone number: 250 356-8609.]

GEORGE K. BRYCE
Barrister & Solicitor
Commissioner of Oaths
2486 West 13th Avenue
Vancouver, B.C. V6K 2S8
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Filing Fee: Special resolution, except a special resolution for borrowing, \$50. Special resolution for borrowing \$40. Ordinary resolution \$40. Directors' resolution \$40.

Additional information and forms are available on the Internet at: www.fin.gov.bc.ca/registries

Freedom of Information and Protection of Privacy Act (FOIPPA):

Personal information provided on this form is collected, used and disclosed under the authority of the FOIPPA and the Society Act for the purposes of assessment. Questions regarding the collection, use and disclosure of personal information can be directed to the Executive Coordinator of the BC Registry Services at 250 356 4400, PO Box 9431, Stn Prov Govt, Victoria BC V8W 9V3.

**BYLAWS OF THE**  
**CARDIOLOGY TECHNOLOGISTS ASSOCIATION**  
**OF BRITISH COLUMBIA**

BC Society No. S11891

**1. INTERPRETATION**

1. In these Bylaws:
- 1.1 “Act” means the *Society Act*;
- 1.2 “Annual General Meeting” means the general meeting of the membership that is held at least once a year in accordance with bylaw 42.1;
- 1.3 “Association” means the Cardiology Technologists Association of British Columbia, a society registered under the Act;
- 1.4 “Board” means the Board of Directors of the Association elected or appointed in accordance with bylaws 19 or 20;
- 1.5 “CSCT” means the Canadian Society of Cardiology Technologists, a society registered under the federal *Corporations Act*;
- 1.6 “Director” means a person who has been elected or appointed to one of the positions listed in bylaw 18.1;
- 1.7 “Former Bylaws” means the former bylaws of the Association, approved under the Act on October 8, 1975, as amended, that were replaced by these Bylaws;
- 1.8 “Member In Good Standing” is a Member who
  - (a) has met the requirements of membership in one of the classes of membership listed in bylaw 2.1 and has paid the applicable membership dues and any related fees on time, and
  - (b) has not had his or her membership suspended or cancelled in accordance with these Bylaws; and
  - (c) has acquired the annual CEU’s
- 1.9 “Officer” means a Director deemed to be an Officer pursuant to bylaw 18.3;
- 1.10 “Signing Officer” means an Officer authorized to sign documents on behalf of the Association pursuant to bylaw 31;
- 1.11 “Special Resolution” means a resolution passed in accordance with bylaw 45.1.
- 1.12 “CEUs” means Continuing Education Units.

## **PART ONE: MEMBERSHIP**

### **2. Classes of membership**

- 2.1 There shall be the following classes of membership:
- (a) Registered Active Member;
  - (b) Registered Inactive Member;
  - (c) Business, Commercial or Industrial Member;
  - (d) Life Member;
  - (e) Charter Member as listed in the CTABC Constitution;
  - (f) Student Member;
  - (g) Affiliate Member;
  - (h) Associate Member.
- 2.2 A membership card issued by the Association is and remains the property of the Association, and the Association maintains the right to recall any membership card at any time in accordance with these Bylaws.
- 2.3 Every Member In Good Standing registered in a membership class listed in bylaw 2.1 is entitled to receive information, bulletins or newsletters pertaining to the Association.

### **3. Registered Member**

- 3.1 To become a Registered Member, the Board must be satisfied that the applicant has
- (a) completed and signed the applicable membership application form provided by the Association,
  - (b) a valid registration certificate of qualification evidencing the successful completion of the CSCT Certification examination or other such CSCT approved academic qualification,
  - (c) paid all applicable membership dues and any related fees, in full, and
  - (d) must obtain required CEU's as per CSCT guidelines.
- 3.2 A Registered Member in Good Standing has the right to vote, to hold any elected office of the Association, and to use an occupational title granted to the Association under the Act.

### **4. Inactive Member**

- 4.1 Only a Registered Member in Good Standing may apply to become an Inactive Member.
- 4.2 To become an Inactive Member, the Board must be satisfied that the applicant has
- (a) submitted a letter to the Registrar requesting a change in registration status,
  - (b) agreed in writing that he or she will not actively work in the field of cardiology in British Columbia, and
  - (c) paid all applicable membership dues and any related fees, in full, and
  - (d) must obtain required CEU's as per CSCT guidelines
- 4.3 An Inactive Member shall have a right to vote, may hold an appointed committee position but shall not hold an elected office, and must comply with CSCT inactive member status policy.
- 4.4 To become re-instated as an Active Member, an Inactive Member must
- (a) file a written request to the Association asking that his or her registration status be changed from inactive to active, and
  - (b) pay the difference in the membership dues or fees between an active Registered Member and an Inactive Member for the remainder of the year.

## **5. Business, Commercial or Industrial Member**

- 5.1 To become a Business, Commercial or Industrial Member, the Board must be satisfied that the applicant
- (a) has completed and signed the applicable membership application form provided by the Association,
  - (b) is an individual proprietorship, partnership, association, body corporate, trustee, executor, administrator or legal representative,
  - (c) does not have to hold a certificate of qualification evidencing the successful completion of the CSCT Certification examination, and
  - (d) has paid all applicable membership dues and any related fees, in full.
- 5.2 A Business, Commercial or Industrial Member shall not have the right to vote, to hold an elected office, or to use an occupational title granted to the Association under the Act.

## **6. Life Member**

- 6.1 Only a Registered Member in Good Standing may become a Life Member.
- 6.2 To become a Life Member, the Board must be satisfied that the candidate has provided recognized services or contributed to the Association, which is acceptable to the Board and according to Cardiology Technologists Association of British Columbia policy regarding the same.
- 6.3 A Life Member's membership in the Association shall be maintained at no cost to the Life Member.
- 6.4 A Life Member has the right to vote, to hold any elected office of the Association, and to use an occupational title granted to the Association under the Act, and must obtain required CEU's as per CSCT guidelines

## **7. Charter Member**

- 7.1 A person listed in Clause V of the Constitution is deemed to be a Charter Member.

## **8. Student Member**

- 8.1 To become a Student Member, the Board must be satisfied that the applicant
- (a) has completed and signed the applicable membership application form provided by the Association, and
  - (b) is enrolled in a recognized cardiology technology program that will enable the student to write the national exam, as set by the CSCT, and
  - (c) has paid all applicable membership dues and any related fees, in full.
- 8.2 Does not have the right to vote, to hold an elected office or to use an occupational title granted to the Association under the Act, but may hold an appointed committee position.

## **9. Affiliate Member**

- 9.1 Only a Registered member of the CSCT and a member of the CTABC may apply to become an Affiliate Member.
- 9.2 An Affiliate member is someone who will no longer work as a Registered Cardiology Technologist. i.e. Retired
- 9.3 An Affiliate Member must
- (a) complete and sign the applicable membership application form provided by the Association,

- (b) pay all applicable membership dues and any related fees, in full.
- 9.4 An Affiliate member cannot request a change to another membership category.
- 9.5 An Affiliate Member shall not have the right to vote, to hold an elected office or an appointed office.
- 9.6 An Affiliate Member will receive all Provincial notices.

**10. Associate Member**

- 10.1 Any person who has requested to challenge the CSCT certification exam will be an Associate member.
- 10.2 An Associate member abides by the CSCT policies and procedures regarding a challenge to the CSCT certification exam.
- 10.3 An Associate member must pay all applicable membership dues and any related fees, in full.
- 10.4 An Associate Member shall not have the right to vote, to hold an elected office or an appointed office, or to use an occupational title granted to the Association under the Act.

**11. Membership dues and fees**

- 11.1 The Board shall determine the Provincial dues for each class of membership. Those dues are not binding on the membership until they have been approved by a majority of the voting members, at an Annual General Meeting of the members.
- 11.2 The Board shall determine and/or approve of all other category of Provincial membership dues.
- 11.3 The yearly dues period shall commence January 1<sup>st</sup> and continue through December 31<sup>st</sup> of that same year.

**12. Failure to pay dues or fees on time**

- 12.1 This bylaw does not apply to Provincial Life Members.
- 12.2 To maintain his/her status as a Member of the Association, a person registered in one of the classes of membership listed in bylaw 2.1, must pay the applicable annual renewal fee for that class of membership by January 1st of each year.
- 12.3 A Member who fails to pay membership dues and/or any other fee applicable to his/her class of membership, by January 1st of each membership year, ceases to be a Member in good standing.

**13. Resignation of membership**

- 13.1 Resignation by a Member of the Association is effective on the date that the Association receives written and signed notice of that Member's resignation.

**14. Termination of membership for cause**

- 14.1 A Member's membership in any class of membership of the Association may be terminated in accordance with Part 4 of these Bylaws.

**15. Effect of failure to pay dues and/or fees, voluntary resignation of membership or termination for cause**

- 15.1 Any Member who ceases to be a Member of the Association in accordance with bylaws 12.3, 13.1, 14.1 or Part 4 of these Bylaws, or for any other reason,
  - (a) is deemed to no longer be a Member of the Association, and

(b) forfeits all rights, claims and interests associated with membership in the Association.

**16. Reinstatement of membership**

- 16.1 A person whose membership in the Association has ceased in accordance with bylaws 12.3, 13.1, 14.1 or Part 4 of these Bylaws may apply for reinstatement in accordance with this bylaw.
- 16.2 Reinstatement in this bylaw is provincial only. Reinstatement of CSCT membership status is governed by CSCT Bylaws and Policies.
- 16.3 All requests for reinstatement of membership in the Association must be made in writing and directed to the Registrar and addressed to the Board.
- 16.4 If a member resigns his or her membership in accordance with bylaw 13.1 or has his or her membership terminated in accordance with bylaw 14.1 or Part 4, that person must re-apply for membership in the Association.
- 16.5 If a person ceased to be a member in accordance with bylaw 12.3, that person must request reinstatement through the provincial association and comply with CTABC and CSCT guidelines for reinstatement.
- 16.6 If a person has ceased to be a member in accordance with these bylaws, but is not required to write a CSCT reinstatement exam, that person must pay all outstanding membership dues, fees or other applicable conditions owed within that time period. On completion of these prerequisites, that person may be reinstated to his or her former class of membership

**17. Disclosure of registration status**

- 17.1 If a signed document is received by the Registrar, from an employer or legal company, on official employer letterhead, regarding the registration status of any member, the Registrar shall disclose:
- (a) if that person is a Member or a former Member and their current status,
  - (b) if the Discipline Committee has ever issued an order relating to that person.
  - (c) if that person has ever signed a Consent Agreement under bylaw 58, and
  - (d) the details of a Consent Agreement pertaining to a change in that person's registration status or a restriction on the practice of the profession.
- 17.2 Except with the consent of the person affected, the Registrar shall not release the names of complainants, clients, or their families or information which might otherwise enable a person inquiring about the status of a Member to establish the identity of complainants, clients or their families.

## **PART TWO: THE BOARD**

### **18. Composition of the Board**

- 18.1 The Board shall be composed of the following Director positions
- a) President,
  - b) Vice President,
  - c) Registrar,
  - d) Treasurer,
  - e) Education Coordinator,
  - f) Communication Director
  - g) Recording Secretary,
  - h) Provincial Representative and
  - i) CEU Coordinator.
- 18.2 In addition to the nine (9) Directors listed in bylaw 18.1, the membership may establish by Special Resolution or AGM vote, one or more Director(s) At Large positions.
- 18.3 **Officers:** for the purposes of these Bylaws, the President, Vice-President, Registrar, Treasurer and Education Coordinator are deemed to be the Officers of the Association.

### **19. Election of Directors**

- 19.1 Only a Registered Active Member in Good Standing or a Life Member is entitled to be elected or appointed to the Board of Directors.
- 19.2 Every position on the Board is elected for a two year term, by ballot, at an Annual General Meeting except a Director at Large which is a one (1) year term.
- 19.3 To facilitate and maintain a consistency within the Board,
- (a) the positions of President, Treasurer, Recording Secretary and Education Coordinator shall be elected at an AGM on odd numbered years, and
  - (b) the positions of Vice President, Registrar, Communication Director, Provincial Representative and CEU Coordinator shall be elected at an AGM on even numbered years.
- 19.4 If the membership has established a need for one or more positions of Director At Large in accordance with bylaw 18.2, these positions shall be elected for a one year term, by ballot, at an Annual General Meeting.
- 19.5 The Board may approve policies and procedures necessary to conduct an election under this bylaw.

### **20. Vacancies**

- 20.1 The office of a Director is deemed to be vacated in the following circumstances:
- (a) if a Director resigns his or her office by delivering a written resignation to the President or Vice President of the Association;
  - (b) if a Director is unable to carry out the duties of a Director;
  - (c) if the Directors remove a Director by a two-thirds vote at a duly called meeting of the Board;
  - (d) if the Members remove a Director by a Special Resolution at a special or an Annual General Meeting.
- 20.2 The Board may by resolution appoint a Registered Member in Good Standing or Life member to fill a vacancy in an office of a Director and such appointment continues until the end of the term of the Director so replaced.

## **21. Remuneration**

- 21.1 Subject to bylaw 21.2, no Director, Officer or Member of any committee shall receive any remuneration for their professional services.
- 21.2 Any reasonable expenses incurred by a Director, an Officer or a Member of any committee for the sole purpose of conducting authorized business for the Association, shall be reimbursed by resolution of the Board upon receipt of a proper written request and supporting, appropriate documentation.
- 21.3 Remuneration of any agent or employee of the Association shall be fixed by resolution of the Board.
- 21.4 Honorariums can be awarded as approved by the Board.

## **22. Remuneration and Expenses Committee**

- 22.1 The President, Vice-President and Treasurer constitute the Remuneration and Expenses Committee.
- 22.2 The Treasurer is deemed to be the chair of this committee.

## **23. Minutes, books and records**

- 23.1 The Board shall keep all necessary books and records as may be required by these Bylaws or by provincial legislation or law.
- 23.2 The President shall have the general responsibility for all books and records of the Association, but the Treasurer and Registrar will keep and maintain the books and records pertaining to their respective positions.
- 23.3 All books, minutes and records of the Association shall be open for inspection by any Member In Good Standing during normal business hours and with appropriate written request presented to the Board.

## **24. Time and place of Board meetings**

- 24.1 The Board shall meet a minimum of six (6) times each year.
- 24.2 Meetings of the Board shall be held at times and locations as the Board may determine, but one (1) meeting shall be held at the site and date of the Annual General Meeting.
- 24.3 The failure of the Board to comply with this bylaw does not invalidate any decision or act of the Board made during the year.

## **25. Calling of meetings**

- 25.1 Meetings of the Board shall be called
  - (a) by the President, or, in his or her absence, the Vice-President, or in their absence, the Provincial Representative, or
  - (b) at request of any three (3) Directors.
- 25.2 A notice of meeting shall be given by the Communication Director to all Directors not less than seven (7) days before the date of the meeting.
- 25.3 The failure of the Communication Director to notify all of the Directors in accordance with bylaw 25.2 does not invalidate any subsequent decision or act of the Board made at the meeting, providing a quorum of Directors was achieved.

## **26. Quorum and voting at Board meetings**

- 26.1 Greater than fifty (50) percent of Directors constitutes a quorum of the Board.



26.2 Each established position (by these Bylaws) shall have one (1) designated vote at Board meetings.

26.3 In the event of a tie vote at a Board meeting the motion is defeated.

**27. Attendance at Board meetings**

27.1 Any Member in Good Standing may attend any Board meeting, with a written request and subsequent Board approval.

(a) The Directors may restrict the attendance of any Member or person if it is necessary for the Board to consider confidential or sensitive issues in private.

**28. Authority of the Board**

28.1 The property and business of the Association shall be managed by a Board.

28.2 Notwithstanding the generality of bylaw 28.1 the Board shall have the following specific powers and authorities:

(a) to appoint and remove a Member of any committee, as it determines is necessary in the circumstances,

(b) to borrow money and authorize expenditures on behalf of the Association,

(c) to delegate by resolution to an Officer, the authority to pay salaries to employees;

(d) to make expenditures for the purpose of furthering the objectives of the Association;

(e) to enter into a trust arrangement with a financial institution for the purpose of creating a fund in which the capital and interest may be made available to acknowledge a notable contribution to cardiology technology by any person or persons, in accordance with such terms and conditions as the Board may prescribe;

(f) such powers that are not granted under the Act or by these Bylaws are to be authorized by the Members.

28.3 The Board shall take such steps as it deems necessary to enable the Association to receive donations and benefits, for the purpose of furthering the objectives of the Association.

28.4 The Board may delegate its authority, as it deems fit, to a committee or committees consisting of Members of the Association and each such committee shall elect one of its members to chair the committee.

**29. Rules and policies**

29.1 The Board may prescribe rules and policies, consistent with these Bylaws, relating to the management and operation of the Association.

**30. Appointments and hirings**

30.1 The following are appointed positions under this bylaw:

(a) Honorary President;

(b) Regional Representatives;

(c) Legal counsel;

(d) Auditor(s)

30.2 The Board may appoint such agents and hire such employees as it determines are necessary, including but not limited to the appointment of an Honorary President, one or more Regional Representatives, and the hiring of legal counsel.

- 30.3 A person appointed or hired under this bylaw shall have the authority to perform the duties as prescribed by the Board at the time of said appointment or hiring.
- 30.4 A Regional Representative shall look after the interests of Members in his or her region of the province, as may be defined by the Board.

**31. Signing Officers**

- 31.1 The President and one of either the Vice-President, Education Coordinator or other Officer duly appointed by the Board for that purpose, are the Signing Officers.
- 31.2 When directed by the Board, the Signing Officers are empowered to sign all documents requiring the signatures of the Officers of the Association, including contracts, cheques, documents or instruments in writing and do so on behalf of the Association.

**32. Duties and powers of the President**

- 32.1. The President shall
  - (a) be the Chief Officer of the Association,
  - (b) preside at all meetings of the Association and of the Board,
  - (c) be responsible for the general and active management of the business and affairs of the Association,
  - (d) ensure that all orders and resolutions of the Board are carried into effect,
  - (e) perform other specific duties as determined by the board,
  - (f) have one vote, and
  - (g) cast his or her vote last.

**33. Duties and powers of the Vice-President**

- 33.1 In the absence or inability of the President, the Vice-President shall perform the duties and exercise the powers of the President and such other duties as may be granted to him or her by the Board.
- 33.2 Shall obtain all non-board member committee reports and forward to all board members.

**34. Duties and powers of the Provincial Representative**

- 34.1 In the absence or inability of the President and Vice-President, the Provincial Representative shall perform the duties and exercise the powers of the President and such other duties as may be granted to him or her by the Board.
- 34.2 The Provincial Representative shall
  - (a) be the provincial liaison to the CSCT and any other national Association as directed by the Board,
  - (b) represent the province, as directed by the provincial Board and its membership, at all meetings of the national Board, and
  - (c) submit written reports to and from all national meetings.

**35. Duties and powers of the Treasurer**

- 35.1 The Treasurer shall
  - (a) have custody of the Association's funds and securities,
  - (b) keep full and accurate accounts of receipts and disbursements in books belonging to the Association,
  - (c) deposit all money and other valuable effects in the name and to the credit of the Association and in such depositories, as may be designated by the Board,

- (d) disburse the funds of the Association, as may be ordered by the Board, taking proper vouchers for such disbursements,
  - (e) render to the Board, at each regular meeting of the Board or whenever they may require it, an account of all his/her transactions as Treasurer and of the financial position of the Association, and
  - (f) present a yearly report at the Annual General Meeting.
- 35.2 The Treasurer shall restore to the Association, in case of, resignation, retirement or removal from office, all books, papers, vouchers, and all other property belonging to the Association, in his or her possession or under his or her control.

**36. Duties and powers of the Recording Secretary**

- 36.1 The Recording secretary shall
- (a) attend all sessions of the Board and all meetings of the Members,
  - (b) record all motions, votes and minutes of all proceedings in books kept for the Board, and
  - (c) shall ensure that all approved are duly signed and stored.

**37. Duties and powers of the Registrar**

- 37.1 In addition to any duties prescribed in these Bylaws, the Registrar shall
- (a) keep a hard copy Registry Journal of all Members,
  - (b) assign a Registration Number to each new Member,
  - (c) keep full and accurate records of all Members, both Active and Inactive, as well as Members in arrears,
  - (d) mail a proof to each Member when his/her annual dues are paid in full, and
  - (e) validate proxies at each Annual General Meeting of the Association.

**38. Duties and powers of the CEU Director**

- 38.1 The CEU Director
- (a) coordinate and assist in receiving and processing of annual CEUs and
  - (b) assist with CSCT exams and educational activities

**39. Duties and powers of the Communications Director**

- 39.1 The Corresponding Secretary shall
- (a) tend to the correspondence of the Association to the membership and other professional related organizations, and
  - (b) supervise the publication of newsletters and bulletins to the membership, and
  - (c) remind the Board Members of meeting dates.

**40. Duties and powers of the Education Coordinator**

- 40.1 The Education Coordinator shall
- (a) supervise and administer the Association's educational program,
  - (b) oversee any examinations of the Association, and
  - (c) administer the requirements imposed on the Association by the CSCT.

**41. Duties and powers of a Director At Large**

- 41.1 The Board shall designate by resolution the specified duties and powers of a Director At Large.

## **PART THREE: MEETINGS OF MEMBERS**

### **42. Annual General Meeting**

- 42.1 An Annual General Meeting of the Members of the Association shall be held at a site and on a date as designated by resolution of the Board.
- 42.2 A minimum of thirty (30) days written notice shall be given to each Member prior to any annual or specific meeting of Members.
- 42.3 Notice of any meeting where special business is to be transacted shall contain enough information to permit a Member to make an informed and reasoned judgment on the decision to be taken or matters to be discussed.

### **43. Quorum and voting at any meeting of the membership**

- 43.1 The representation by attendance at any meeting of the membership or by valid proxies of ten (10) percent of those Members in Good Standing who are entitled to vote constitutes a quorum at any meeting of the Members.
- 43.2 Except where otherwise provided in these Bylaws, every motion at a meeting of the Association made shall be passed by a majority vote of Members represented at the meeting.

### **44. Proxy**

- 44.1 Every Member holding the right to exercise a vote at a meeting of the Association is entitled to appoint a proxy to a Registered Member In Good Standing if a proxy vote is deemed necessary by the Board.
- 44.2 The Registered Member appointed in accordance with bylaw 44.1 shall have all of the rights, privileges and obligations at the meeting that the Member who granted the proxy would have enjoyed had that Member been able to attend the meeting in person.
- 44.3 An instrument of proxy shall accompany any notice of meeting of Members, if a vote on a resolution or an election by the Members is to take place.
- 44.4 An instrument appointing a proxy shall be submitted in writing and shall be acted on only if it is deposited with the Registrar twenty four (24) hours before the scheduled starting time of a meeting of Members.

### **45. Special Resolution**

- 45.1 Where these bylaws require that a matter be approved by Special Resolution, such a resolution must be approved by [seventy-five (75) percent] of the voting Members In Good Standing attending that meeting, including those Members who have given their proxies to a Member in accordance with these bylaws.

### **46. Special Meeting of Members**

- 46.1 A Special Meeting of Members shall be called by the Board upon receipt of a petition, calling for such a meeting, signed by at least ten (10) percent of the voting Members of the Association.
- 46.2 The Board shall set a time and place for a special meeting, which shall take place within sixty (60) days from the receipt of such petition.

## PART FOUR: COMPLAINTS AND DISCIPLINE

### 47. Repeal of this Part

47.1 This Part is repealed and of no force or effect two (2) years from the date that the bylaws of a college are established under the *Health Professions Act* which regulate the conduct of cardiology technologists and come into force under that Act, as long as the events concerning that conduct took place before the member became under the registration of the college.

### 48. Definitions

In this part, the following definitions apply:

48.1 "Client" includes a patient or any other person who is being provided with services from a Member;

48.2 "Consent Agreement" means the record of an undertaking or consent, given under bylaw 58, for the purposes of resolving a complaint;

48.3 "Incapacitated" means that a Member is suffering from a physical or mental ailment, emotional disturbance, or an addiction to alcohol or drugs that impairs her or his ability to practise;

48.4 "Professional Misconduct" includes the following conduct:

- (a) the Member has been found guilty of an offence that, in the opinion of the Discipline Committee, is relevant to the Member's competency to practise;
- (b) the Member has been found by another regulatory body to have committed an act that would, in the opinion of the Discipline Committee, be an act of Professional Misconduct as defined in clauses (c) to (p);
- (c) the Member has committed an offence of Professional Misconduct of a sexual nature by exploitation of the Member-client relationship in a sexual way by words or actions, or both;
- (d) the Member has contravened a term, condition, or limitation imposed on a Member's certificate of registration;
- (e) the Member has contravened a standard of practice or a provision of the code of ethics;
- (f) the Member has contravened the Act, the Bylaws or a Consent Agreement;
- (g) the Member has abused a client, physically, verbally or psychologically, or taken unfair advantage of the confidence and trust within the relationship;
- (h) the Member has failed to obtain consent, where consent is required by law;
- (i) the Member knowingly has practised the profession while Incapacitated;
- (j) the Member has discontinued services that are needed unless:
  - (i) the client requests the discontinuation, or
  - (ii) alternative services are arranged.
- (k) the Member has given information about a client to a person other than the client or her authorized representatives, except with the consent of the client or her authorized representatives, or as required by law;
- (l) the Member has falsified a record relating to the Member's practice;

- (m) the Member has failed, without reasonable cause, to provide services required a client;
- (n) the Member has practised the profession while he or she is in a conflict of interest;
- (o) the Member has signed or issued, in her professional capacity, a document the Member knows contains false or misleading statements;
- (p) the Member has engaged in conduct or performing an act, in the course of practising the profession, that, having regard to all the circumstances would reasonably be regarded by Members as disgraceful, dishonourable or unprofessional.

48.5 "Respondent" means the Member named on a citation issued pursuant to bylaw 60.

#### **49. Inquiry Committee**

49.1 The Inquiry Committee shall consist of at least three Registered Members In Good Standing appointed by the Board, one of whom the Board shall appoint as the chair.

49.2 The Inquiry Committee may approve policies and procedures that are necessary for it to administer the applicable provisions of this part.

#### **50. Incapacity to practise and the Fitness to Practise Panel**

50.1 Where the Inquiry Committee has reason to believe that a Member may be Incapacitated, the chair of the Inquiry Committee may appoint, with Board approval, a Fitness to Practise Panel to investigate the complaint forthwith.

50.2 The Fitness to Practise Panel has the following powers:

- (a) it may request the co-operation and consent of the Member with respect to the investigation including, if appropriate, request the Member to consent to be assessed by an appropriate health care professional and to have the health care professional report the findings of that assessment directly to the panel;
- (b) it may consider whether it is appropriate to make a recommendation to the Inquiry Committee to take the necessary action to protect the public under bylaw 56, if the co-operation and consent of the Member is not forthcoming;
- (c) it may request the Inquiry Committee take action under bylaw 56, if as a result of its investigation, the Panel has reason to believe that the public is at risk.

50.3 In cases where there are reasonable grounds to believe that the Member is Incapacitated, the Fitness to Practise Panel may recommend to the Inquiry Committee that it should negotiate a Consent Agreement with the Member.

#### **51. Inspectors**

51.1 The Inquiry Committee may appoint persons as Inspectors and such persons may be appointed from the committee itself.

51.2 During regular business hours, an Inspector may investigate, inquire into, inspect, observe or examine one or more of the following without a court order:

- (a) the premises, the equipment and the materials used by a Member;
- (b) the records of the Member relating to that Member's practice and may copy those records;
- (c) the practice of any other person performed by or under the supervision of the Member.

- 51.3 The Inquiry Committee may direct an Inspector to act under bylaw 51.2 or undertake any aspect of an investigation under bylaw 53.
- 51.4 If an Inspector acts under this section as a consequence of a direction given under bylaw 53, the Inspector must report the results of those actions in writing to the Inquiry Committee.

**52. Complaints to be made to Registrar for delivery**

- 52.1 A person who wishes to make a complaint against a Member must deliver the complaint in writing to the Registrar according to CTABC policy.
- 52.2 As soon as practical after receiving a complaint, the Registrar shall deliver the original complaint and/or any other supporting documentation to the Inquiry Committee Chair.

**53. Investigation by Inquiry Committee**

- 53.1 Where a complaint is delivered to the chair of the Inquiry Committee by the Registrar, the Inquiry Committee shall investigate the matter raised by that complaint.
- 53.2 Notwithstanding this Bylaw, the Inquiry Committee may, on its own motion, investigate a Member regarding any of the following matters:
- (a) a contravention of this Bylaw;
  - (b) a failure to comply with a limit or condition imposed under this Bylaw;
  - (c) any type of Professional Misconduct;
  - (d) competence to practise the profession;
  - (e) a physical or mental ailment, an emotional disturbance or an addiction to alcohol or drugs that impairs his or her ability to practise the profession.
- 53.3 The Inquiry Committee may request the Member who is the subject of an investigation under this bylaw to provide it with any information regarding the matter which the Inquiry Committee believes should be considered during its investigation.
- 53.4 After considering any information provided by the Member, the Inquiry Committee may
- (a) take no further action if the Inquiry Committee is of the view that the matter is trivial, frivolous, vexatious or made in bad faith or that the conduct or competence to which the matter relates is satisfactory,
  - (b) take any action it considers appropriate to resolve the matter between the complainant and the Member,
  - (c) act under bylaws 57 or 58, or
  - (d) direct the Registrar to issue a citation under bylaw 60.
- 53.5 The Inquiry Committee shall notify a Member who is the subject of an investigation and any complainant of the disposition of the investigation and any action taken under this bylaw.

**54. Conviction of a criminal offence**

- 54.1 Notwithstanding any provision in this part, if the Inquiry Committee receives proof that a Member has been convicted in a court of law of a criminal offence which, in the opinion of the committee, would constitute Professional Misconduct or is otherwise contrary to the public interest, the Inquiry Committee may act in accordance with this part.

**55. Report to be made where no remedial or disciplinary action is taken**

- 55.1 Where the Inquiry Committee does not direct the Registrar to issue a citation regarding the matter investigated, it shall

- (a) report to the Board regarding its decision and the results of its investigation, and
  - (b) in the case of an investigation respecting a complaint, notify the complainant in writing of its decision.
- 55.2 A complainant who is dissatisfied with a decision of the Inquiry Committee referred to in this bylaw, may appeal the decision, by written and signed submission to the Board, within 30 calendar days of the date of the decision.
- 55.3 On an appeal under this bylaw, the Board may
- (a) refuse the appeal,
  - (b) direct the Inquiry Committee to act under this part, or
  - (c) direct the Registrar to issue a citation under these bylaws.
- 55.4 The Board may, on its own motion after considering a report of the Inquiry Committee under these bylaws,
- (a) direct the Inquiry Committee to act under this part, or
  - (b) direct the Registrar to issue a citation under these bylaws.

## **56. Extraordinary action to protect the public**

- 56.1 If the Inquiry Committee considers any action necessary to protect the public during the investigation of a Member or pending a hearing of the Discipline Committee, it may make recommendations for:
- (a) setting limits or conditions on the practice of the Member, or
  - (b) suspension of provincial membership.
- 56.2 If the Inquiry Committee acts under bylaw 56.1, it shall notify the Member in writing of the decision, the reason(s) for the decision and the Member's right to appeal the decision to the Board.
- 56.3 A decision under bylaw 56.1 is not take effective for seven (7) days after confirmed delivery of a registered letter mailed to the Member at the last address for the Member as recorded in the register of the Association.
- 56.4 If after an appeal the Inquiry Committee determines that an action taken under bylaw 56.1 is no longer necessary to protect the public, it shall recommend cancellation of the limits, conditions or suspension. The Board shall notify the Member in writing of this as soon as possible.
- 56.5 A Member against whom action has been taken under bylaw 56.1 may appeal the decision to the Board and, for those purposes, the provisions of bylaw 69 respecting an appeal from a decision of the Discipline Committee apply to an appeal under this bylaw.

## **57. Reprimand or remedial action by consent**

- 57.1 In relation to a matter investigated under this part, the Inquiry Committee may recommend to the Board that the Member to do one or more of the following:
- (a) undertake not to repeat the conduct to which the matter relates;
  - (b) undertake and successfully complete any remedial course(s) as specified by the Inquiry Committee;
  - (c) consent to a reprimand;
  - (d) undertake or consent to any other action specified by the Inquiry Committee.
- 57.2 Where a Member refuses to give an undertaking or consent requested under bylaw 57.1, or where the Member fails to comply with an undertaking or consent given in response to a request under bylaw 57.1, the Inquiry Committee may direct the Registrar to issue a citation for a hearing by the Discipline Committee regarding the matter.



## **58. Consent Agreements**

- 58.1 A Consent Agreement can only be entered into if the Inquiry Committee is satisfied that the public is protected and the committee has the full co-operation of the Member.
- 58.2 A Consent Agreement shall
- (a) include any consent to a reprimand or any other action made by the Member under bylaw 57,
  - (b) include any undertaking made by the Member under bylaw 57,
  - (c) specify the length of time that an undertaking specified in clause (b) is binding on the Member,
  - (d) specify the procedure that the Member may follow to be released from an undertaking specified in clause (b), and
  - (e) specify which terms of the Consent Agreement may be disclosed to the public.

## **59. Mediation**

- 59.1 Where
- (a) the Inquiry Committee determines that the issuance of a citation under bylaw 60 is not warranted, and
  - (b) the complainant and the Member agree to mediation,
- the Inquiry Committee may recommend that a complaint be mediated.
- 59.2 Following a recommendation under bylaw 59.1 the Inquiry Committee shall appoint a mediator who is acceptable to the complainant and the Member.
- 59.3 The mediator shall conduct the mediation process in accordance with the terms of a written mediation contract executed by the complainant and the Member.
- 59.4 Where an agreement between the complainant and the Member is reached through mediation, the terms of the agreement may be approved by the Inquiry Committee.
- 59.5 Where the term of an agreement between the complainant and the Member reached through mediation requires the Member to undertake or consent to an action referred to in bylaw 57, the Inquiry Committee may request the Member to make such an undertaking or consent where the Inquiry Committee considers the undertaking or consent to be appropriate in the circumstances.
- 59.6 Where an agreement is approved by the Inquiry Committee under bylaw 59.5, the Inquiry Committee shall
- (a) report the resolution of the matter to the Board, and
  - (b) retain a copy of the agreement on file.
- 59.7 Where an agreement is not reached through mediation, the mediator shall refer the matter back to the Inquiry Committee and may recommend that the Inquiry Committee take one or more actions under bylaw 57.

## **60. Citation for hearing by Discipline Committee**

- 60.1 Where directed by Inquiry Committee or Board, the Registrar shall issue a citation that
- (a) names the affected Member as Respondent,
  - (b) describes the nature of the complaint or other matter that is to be the subject of the hearing, including the particulars of any evidence in support of that subject matter,
  - (c) specifies the date, time and place of the hearing, and

- (d) advises the Respondent that the Discipline Committee is entitled to proceed with the hearing in his or her absence.
- 60.2 The Registrar shall have a citation either delivered to the Respondent by personal service or sent by registered mail to the Respondent at the last known address for that person not fewer than 30 days before the date of the hearing.
- 60.3 Where the subject matter of a citation is a complaint, the Registrar shall notify the complainant in writing of the date, time and place of the hearing not fewer than 14 days before the date of the hearing.
- 60.4 The Inquiry Committee or the Board may direct the Registrar to cancel a citation that has been issued on its direction if the Inquiry Committee or the Board afterwards determines that a hearing by the Discipline Committee is not required and the Registrar shall then cancel the citation and notify the Respondent and the complainant, if any, of the cancellation.
- 60.5 On the direction of a Panel of the Discipline Committee, the Registrar may
  - (a) join one or more complaints or other matters which are to be the subject of a discipline hearing in one citation as appropriate in the circumstances;
  - (b) sever one or more complaints or other matters which are to be the subject of a discipline hearing as appropriate in the circumstances;
  - (c) amend a citation issued under this bylaw.
- 60.6 Where a citation is amended under bylaw 60.5 prior to a discipline hearing, the amended citation shall be delivered to the Respondent by personal service or sent by regular mail to the Respondent at the last known address for the person not fewer than 14 days before the date of the hearing.
- 60.7 Where a citation is amended under bylaw 60.5 prior to a discipline hearing and the amended citation changes the date, time or place of the hearing, the Registrar shall notify any complainant of the amendment not fewer than 14 days before the date of the hearing.

## **61. Discipline Committee**

- 61.1 The Discipline Committee shall consist of at least three persons appointed by the Board, one of whom the Board shall appoint as the chair.
- 61.2 The Discipline Committee may approve policies and procedures, with Board approval, that are necessary for it or a Discipline Panel to administer the applicable provisions of this part.

## **62. Discipline Panels**

- 62.1 The chair of the Discipline Committee may appoint a Panel, consisting of at least three Registered Members in Good Standing to hear any matter set down for a hearing by citation and shall designate one Member to be the chair of that Panel.
- 62.2 When a Discipline Panel has been appointed pursuant to bylaw 62.1, it may exercise all of the powers/duties assigned to the Discipline Committee in the remainder of this part.
- 62.3 The chair of the Discipline Committee shall maintain a roster of who can be called upon to sit as Members of Discipline Panels.
- 62.4 Notwithstanding bylaw 62.3, a Member of a disciplinary Panel shall not
  - (a) be a Member of the complaints review Panel which previously reviewed a complaint, or
  - (b) otherwise be a party to or involved in the same complaint or matter.

**63. Avoiding an appearance of bias**

- 63.1 No person may sit on the Discipline Committee or a Discipline Panel while he or she is a Member of the Inquiry Committee.
- 63.2 No Member of the Discipline Committee or a Discipline Panel may sit on the Panel hearing a matter in which he or she
  - (a) was involved as a Member of the Inquiry Committee, or
  - (b) has had any prior involvement.

**64. Discipline committee hearings**

- 64.1 The Discipline Committee shall hear and determine a matter which has been set for hearing by a citation issued pursuant to bylaw 60.
- 64.2 The Respondent and the Association may appear as parties and with counsel at a hearing of the Discipline Committee at their cost, respectively.
- 64.3 Information about the date, time and subject matter of the hearing shall be provided to any person on request.
- 64.4 A hearing of the Discipline Committee shall be in public unless
  - (a) the complainant or the Respondent requests the Discipline Committee hold the hearing in private, and
  - (b) the Discipline Committee is satisfied that a private hearing would be appropriate in the circumstances.
- 64.5 At a hearing of the Discipline Committee,
  - (a) testimony of witnesses shall be taken on oath, which may be administered by any Member of the Discipline Committee, and
  - (b) there shall be a full right to cross examine witnesses and call evidence in defence and reply.
- 64.6 If the Respondent does not attend, the Discipline Committee may
  - (a) proceed with the hearing in the Respondent's absence on proof of receipt of the citation by the Respondent, and
  - (b) without further notice to the Respondent, take any action that it is authorized to take under these Bylaws.
- 64.7 The Discipline Committee may order a person to attend at a hearing to give evidence and to produce records in the possession of or under the control of the person.
- 64.8 The Discipline Committee shall provide notice by registered mail or by personal service to a person who is required to attend a hearing under bylaw 64.7.
- 64.9 All discipline hearings shall be recorded and any person may obtain, at her or his expense, a transcript of any part of the hearing which he or she was entitled to attend.
- 64.10 Where the Discipline Committee considers the action necessary to protect the public between the time a hearing is commenced and the time it makes an order under bylaw 66.1 the Discipline Committee may set limits or conditions on the practice of the profession by the Member or may suspend the registration of the Member and, for these purposes, bylaw 56 applies.

**65. Disclosure**

- 65.1 At least two weeks before the scheduled hearing, the Registrar shall provide to the Respondent:
- (a) a copy of every document which the Association intends to tender in evidence and any statement made by a person whom the Association intends to call as a witness, and
  - (b) a summary of any other relevant evidence in the Association's possession whether or not the Association intends to rely on it at the hearing.
- 65.2 A Respondent who is required to appear before the Discipline Committee, or Panel of the Discipline Committee, may at any time after a citation has been issued, and before the hearing commences request in writing that the Association disclose all the documents on which it intends to rely at the hearing.

**66. Action by the Discipline Committee**

- 66.1 On completion of a hearing, the Discipline Committee may, by order, do one or more of the following:
- (a) dismiss the matter;
  - (b) reprimand the Respondent;
  - (c) impose limits or conditions on the practice of the profession by the Respondent, including practising under supervision for a defined period of time;
  - (d) suspend the registration of the Respondent for a defined period of time;
  - (e) cancel the registration of the Respondent;
  - (f) fine the Respondent in an amount not to exceed \$25,000;
  - (g) assess costs or part of the costs of the investigation of the Respondent's conduct and the hearing of the citation.
- 66.2 An order of the Discipline Committee under bylaw 66.1 shall be in writing and shall be delivered to the Respondent and to the complainant, if any.

**67. Factors the Discipline Committee may consider**

- 67.1 In determining the penalty to be imposed on a Member after making a determination on the facts, the Discipline Committee may consider a previous relevant disciplinary decision regarding the Member or an undertaking or consent to a reprimand given by the Member under bylaw 57.

**68. Member under suspension**

- 68.1 A Member while under suspension shall not represent herself or himself as a Member of the Association, use any occupational title granted to the Association under the Act, or display a certificate of registration.

**69. Appeal of Discipline Committee decision to the Board**

- 69.1 A person aggrieved or adversely affected by an order of the Discipline Committee may appeal the order to the Board.
- 69.2 An appeal under this bylaw shall
- (a) be commenced within 30 days after the date of the decision,
  - (b) be in writing,
  - (c) state the grounds for the appeal,
  - (d) be served on the Association, effected by service on the Registrar,

- (e) be served on the other parties to the Discipline Committee proceeding in which the order being appealed was made and, if the matter relates to a complaint, on the complainant.
- 69.3 The persons required to be served under bylaw 69.2 may be parties to an appeal under this bylaw.
- 69.4 On request by a party to an appeal and on payment by the party of any disbursements and expenses in connection with the request, the Registrar shall provide that party with copies of part or all, as requested, of the record of the proceeding before the Discipline Committee.
- 69.5 An appeal under this bylaw shall be
  - (a) a new hearing if there is no transcript of the proceedings in which the decision being appealed was made, or
  - (b) a review of the transcript and proceedings if there is a transcript, unless the Board is satisfied that a new hearing or the admission of new evidence is necessary in the interests of justice.
- 69.6 Upon receipt of an appeal under this bylaw, the Board may
  - (a) strike an Appeal Panel of at least three Members of the Board,
  - (b) review all information, documents or other evidence obtained, collected or provided by the complainant, the respondent, the Registrar, an investigator or produced before the Discipline Committee or Panel,
  - (c) make such further inquiries of the complainant, the Respondent or any other person as it considers necessary, and
  - (d) hold an oral hearing to hear the appeal, at its sole discretion.
- 69.7 No Member of the Board who has been involved in the deliberations of the Inquiry Committee, the Discipline Committee or a Discipline Panel may participate in the appeal.
- 69.8 On the hearing of an appeal under this bylaw, the Board or an Appeal Panel may
  - (a) confirm, vary or reserve the decision of the Discipline Committee,
  - (b) refer the matter back to the Discipline Committee, with or without directions, or
  - (c) make any other order it considers appropriate in the circumstances.
- 69.9 The Board may approve policies and procedures that are necessary for it or an Appeal Panel to administer this bylaw.

## **70. Retention of investigation and discipline records**

- 70.1 The Registrar shall keep records of the results of all investigations of the Inquiry Committee and all decisions of the Discipline Committee for a period of not less than seven years, but if the circumstances warrant and after consulting the Association's legal counsel, the Registrar may keep these records for a longer period of time which counsel may advise.

## **PART FIVE: OTHER MATTERS**

### **71. Office**

- 71.1 The home address of the President or the Registrar shall be submitted as the address for the Association to be used by the Registrar of Companies to comply with the Society Act, until an office is established.
- 71.2 The Board shall designate a postal box address for the Association to be used by the membership until an office is established.

### **72. Appointment of Auditor**

- 72.1 The Members shall, at each Annual General Meeting, appoint an Auditor to report on the Association's accounts for the following year,
- 72.2 The Remuneration and Expenses Committee shall recommend to the Board the remuneration to be paid to the Auditor and the Board shall approve the amount of remuneration to be paid.

### **73. Entry into contracts**

- 73.1 If they have been appointed pursuant to bylaw 31, the Signing Officers are authorized to enter into contracts, and sign contracts or documents or any instruments in writing as directed or approved by the Board.
- 73.2 All contracts, documents and instruments in writing so signed shall be binding on the Association without any further authorization or formality.

### **74. Fiscal year end**

- 74.1 The financial or fiscal year-end of the Association is "December 31st of each year".

### **75. Immunity for acts or omissions in good faith**

- 75.1 No action for damages exists or may be brought against a Member of the Board or a committee established under these Bylaws, or a person acting on behalf of or under the direction of the Board or a committee because of anything done or omitted in good faith
  - (a) in the performance or intended performance of any duty under the Act or these Bylaws, or
  - (b) in the exercise or intended exercise of any power under the Act or these Bylaws.
- 75.2 This bylaw does not absolve the Association from vicarious liability for an act or omission for which it would be vicariously liable if this bylaw was not in force.

### **76. Amendments to the Bylaws**

- 76.1 These Bylaws may be repealed or amended by Special Resolution of the membership at a meeting called for the purpose of approving repeal or an amendment.

### **77. Transition**

- 77.1 Every Member registered in a class of membership set out in the Former Bylaws continues as a member registered in the corresponding class in these Bylaws, subject to the annual renewal of that Member's registration required by these Bylaws.
- 77.2 Every person acting under the authority of the Former Bylaws must continue to act as if they were appointed or elected under these Bylaws until another person is appointed or elected in his or her place.

- 77.3 Every proceeding commenced under the Former Bylaws must be continued under and in conformity with these Bylaws so far as it may be done consistently with these Bylaws.
- 77.4 All rules, policies or procedures approved by the Board or the membership under the Former Bylaws remain in force and are deemed to have been made under these new Bylaws, in so far as they are not inconsistent with the new bylaws, until they are repealed or others are made in their place.

**78. Code of Ethics**

- 78.1 A member shall maintain the standard of professional competency as required by the profession, and shall at all times demonstrate behaviour which reflects the member's professional interest and attitude.
- 78.2 The welfare of the patient shall be the primary concern of the member, by providing the highest possible level of professional skill, demonstrating respect for the patient and respecting confidentiality.
- 78.3 A member shall recognize and accept his/her responsibility to the relevant employing agency, and any other health care colleagues and to the community at large.
- 78.4 A member shall endeavour to maintain and improve their professional knowledge and skills.
- 78.5 A member will uphold the Constitution and the By-laws of [the Association] and endeavour to provide for growth and development of the profession of Cardiology Technologists.

**79. EFFECTIVE DATE:**

These bylaws were approved by the Board on April 12<sup>th</sup>, 2010.

These Bylaws were approved by the membership on May 30<sup>th</sup>, 2010.

These Bylaws will be effective on the date they are filed by the Registrar of Companies or any other such provincial body as required.