



# BY-LAW NO. 1: GENERAL

## Table of Contents

1.	DEFINITIONS	3
2.	BY-LAWS	5
3.	NAME	5
4.	SEAL	5
5.	HEAD OFFICE	6
6.	QUORUM	6
7.	FISCAL YEAR	6
8.	MEETINGS OF COUNCIL	7
9.	OFFICERS	10
10.	ELECTION AND REMOVAL OF PRESIDENT, VICE-PRESIDENT AND OTHER OFFICERS	10
11.	PRESIDENT	11
12.	REGISTRAR	13
13.	ACTING REGISTRAR	14
14.	COMMITTEES	14
15.	STATUTORY COMMITTEES	15
16.	EXECUTIVE COMMITTEE	15
17.	REGISTRATION COMMITTEE	16
18.	INQUIRIES, COMPLAINTS AND REPORTS COMMITTEE	16
19.	DISCIPLINE COMMITTEE	16
20.	FITNESS TO PRACTISE COMMITTEE	17
21.	QUALITY ASSURANCE COMMITTEE	17
22.	PATIENT RELATIONS COMMITTEE	17
23.	STANDING COMMITTEES	17
24.	APPOINTMENTS TO COMMITTEES	21
25.	COMMITTEE AND PANEL CHAIRS	22
26.	COMMITTEE VACANCIES	22
27.	COMMITTEE MEETINGS	23
28.	BOARD OF INQUIRY	25
29.	INDEMNITY FOR COUNCILLORS, OFFICERS AND OTHERS	25
30.	INSURANCE	25
31.	BANKING	26
32.	INVESTMENTS	26



33.	EXPENDITURES	27
34.	BORROWING	28
35.	CHEQUES	28
36.	CONTRACTS AND OTHER DOCUMENTS	28
37.	GRANTS	29
38.	MEMBERSHIP IN NATIONAL ORGANIZATIONS	29
39.	CERTIFICATES OF REGISTRATION	30
40.	FINANCIAL AUDIT	30
41.	STIPENDS AND EXPENSES	30
42.	REGISTER	31
43.	PROFESSIONAL LIABILITY INSURANCE	39
44.	INFORMATION FROM MEMBERS	40
45.	ELECTORAL DISTRICTS – INTERPRETATION	42
46.	ELECTORAL DISTRICTS	42
47.	VOTING ELIGIBILITY	43
48.	ELECTED COUNCILLORS	43
49.	TIMING OF ELECTIONS	44
50.	ELIGIBILITY FOR ELECTION	44
51.	ELECTIONS	47
52.	SELECTED COUNCILLORS	50
53.	NON-COUNCIL COMMITTEE MEMBERS	51
54.	DISQUALIFICATION	53
55.	VACANCY ON COUNCIL	57
56.	RESIGNATION	58
57.	INTERPRETATION	59
	<b>SCHEDULE 1 TO BY-LAW NO. 1</b>	<b>60</b>
	<i>Process for Election of Council Officers</i>	60
	<b>SCHEDULE 2 TO BY-LAW NO. 1</b>	<b>62</b>
	<i>Process for the Appointment of Selected Councillors</i>	62
	<b>SCHEDULE 3 TO BY-LAW NO. 1</b>	<b>64</b>
	<i>Process for the Appointment of Non-Council Committee Members</i>	64



## 1. DEFINITIONS

**1.1** In this by-law and in any other by-law of the **College**, unless otherwise defined or required by the context of the specific provision,

**“Act”** means the Chiroprody Act, 1991, Statutes of Ontario, 1991, Chapter 20 as amended from time to time;

**“by teleconference”** means by any electronic manner that allows all persons participating to communicate with each other simultaneously and instantaneously;

**“chiroprapist councillor”** means an **elected councillor** who is the holder of a certificate of registration in the chiroprapist class;

**“Code”** means the Health Professions Procedural Code being Schedule 2 of the RHPA, as amended from time to time;

**“College”** means the College of Chiropodists of Ontario;

**“committee”** means a committee of the **College** and includes statutory, standing and ad hoc committees but does not include a board of inquiry appointed under the RHPA;

**“committee member”** means a member of a **committee** of the **College**;

**“councillor”** means a member of the Council of the College and includes public councillors, elected councillors and **selected councillors**;

**“designated address”** means

- i) where the **member** is engaged in the practice of chiroprody in Ontario, the location in Ontario which is the **member's** business address on the register of the **College**; or
- ii) where the **member** does not engage in the practice of chiroprody in Ontario, the **member's** principal Ontario residence;



**“elected councillor”** means a member of Council described in clause 7(1)(a) of the **Act** and includes a **member** elected or appointed to fill a vacancy;

**“election of councillors”** means the election which takes place in June of each year in accordance with the by-laws of the College and, except where the context otherwise requires, includes a by-election;

**“First Council Meeting”** means the first regular Council meeting held after the June election of councillors;

**“member”** means a member of the **College** as that term is used in the RHPA and the **Act**;

**“non-council committee member”** means a **member** who is not a councillor and is appointed to statutory committees and includes a member appointed to fill a vacancy;

**“podiatrist councillor”** means an **elected councillor** who is the holder of a certificate of registration in the podiatrist class;

**“public councillor”** means a councillor who is appointed to Council by the Lieutenant Governor in Council;

**“RHPA”** means the Regulated Health Professions Act, 1991, Statutes of Ontario, 1991, Chapter 18, as amended from time to time and includes the Health Professions Procedural Code being Schedule 2 of the **RHPA**, as amended from time to time;

**“Regulations”** means the Regulations passed pursuant to the **Act** or the **RHPA**, including any amendments made from time to time;

**“Schedule”** means a Schedule of a by-law of the **College**;

**“selected councillor”** means a member of Council described in clause 7(1)(c) of the **Act** who is selected as a councillor from the faculty of the Ontario Chiropody Program in accordance with the by-laws of the **College**;



“**standing committee**” means a **committee** of the **College** which is not a statutory committee but which is specifically established by the by-laws of the **College** and stands ready to perform those duties assigned to it under the by-laws or by Council;

“**statutory committee**” means a **committee** of the **College** required by or provided for under the **RHPA**.

## 2. BY-LAWS

- 2.1 By-laws of the **College** may be enacted, amended or revoked by a vote of at least two-thirds of the **councillors** present at a Council meeting duly called for the purpose of considering such enactment, amendment or revocation.
- 2.2 Notice of a motion to enact, amend or revoke a by-law shall be given to Council at least ten days prior to the meeting referred to in Article 2.01.
- 2.3 Every by-law shall be signed by the Registrar and one of the President or Vice-President and sealed.
- 2.4 Every by-law, including any amendment or revocation of a by-law, shall be maintained in a book containing all of the **College's** by-laws.

## 3. NAME

- 3.1 The **College** shall be known as the College of Chiropodists of Ontario.

## 4. SEAL

- 4.1 The seal, an impression of which is impressed in the margin, shall be the seal of the **College**.



- 4.2 Any person authorized to sign any document on behalf of the **College** which requires the **College** seal may affix the seal to it.

## 5. HEAD OFFICE

- 5.1 The head office of the **College** is in the City of Toronto or at such other place as Council may determine from time to time.

## 6. QUORUM

- 6.1 Unless specifically provided for otherwise under the **Act**, the **RHPA** or this by-law, a majority of **councillors** constitutes a quorum for any meeting of Council and three **committee members** constitutes a quorum for a meeting of a **committee**.
- 6.2 In determining whether a quorum of Council is present, the number of **councillors** shall be deemed not to be reduced as a result of any vacancy.
- 6.3 A **committee** of the **College** shall be considered properly constituted despite the presence of a vacancy or vacancies so long as the **committee** continues to have a quorum.
- 6.4 If a quorum is lost prior to the intended commencement of a Council meeting or at any time during a Council meeting the presiding officer/chair may, notwithstanding that there is no quorum, adjourn the meeting and reconvene that meeting if, as, and when a quorum is present, so long as the meeting is reconvened on a day or days previously scheduled for that meeting of Council.

## 7. FISCAL YEAR

- 7.1 The fiscal year of the **College** shall be 01 January to and including 31 December.



## 8. MEETINGS OF COUNCIL

- 8.1** Council shall have at least three regular meetings during each calendar year.
- 8.2** Council shall determine the date, time and place in Ontario of all regular meetings, however, if Council should fail to indicate the place of the meeting, the meeting shall take place at the head office of the **College**.
- 8.3** Special meetings of Council may be called by
- i) the President;
  - ii) the Executive Committee; or
  - iii) the Registrar upon receipt of a written request or requests for a meeting signed by at least six **councillors** and containing the matter or matters for decision at the meeting.
- 8.4** Special meetings called by the President shall be held on the date and at the time and place designated by the President; special meetings called by the Executive Committee shall be held on the date and at the time and place designated by the Executive Committee; and special meetings called by the Registrar shall be held on the date and at the time and place designated by the Registrar.
- 8.5** Council may determine to hold a regular meeting **by teleconference**.
- 8.6** Where a special meeting is called by the President, he or she may designate the meeting to be held **by teleconference**; where a special meeting is called by the Executive Committee, it may designate the meeting to be held **by teleconference**; and where a special meeting is called by the Registrar, he or she may designate the meeting to be held **by teleconference**.
- 8.7** For the purposes of section 7 of the **Code**,
- i) meetings of Council held **by teleconference** shall be deemed to be held at the head office of the **College** unless Council otherwise determines; and
  - ii) the Registrar shall ensure that notice of the meeting is given to the public by publishing notice on the **College's** website and if the Registrar or the Executive Committee consider it necessary or desirable by also publishing notice in a newspaper which is generally circulated throughout Ontario.



- 8.8** The Registrar shall give each **councillor** reasonable notice in writing of the date, time and place of all Council meetings.
- 8.9** In the case of a regular meeting, the notice referred to in Article 8.08 shall be sent by ordinary prepaid first class mail, e-mail, courier, facsimile or such other method as is reasonable to provide notice to each **councillor** at least ten days before the meeting.
- 8.10** In the case of a special meeting, the notice referred to in Article 8.08 shall be provided by e-mail, courier, facsimile or such other method as is reasonable to provide notice to each **councillor** at least three days before the meeting.
- 8.11** The Registrar shall include in or with the notification of a special meeting the matters for decision which are to be dealt with at the special meeting.
- 8.12** A **councillor** may, at any time, waive notice of a meeting.
- 8.13** Council may consider
- i) at a special meeting,
    - a) the matter or matters for decision at the meeting for which notice was given under Article 8.11;
    - b) matters brought by the Executive Committee; and
    - c) routine and procedural matters; and
  - ii) at a regular meeting,
    - a) matters contained within the agenda approved by the President or the Executive Committee;
    - b) matters brought by the President or the Executive Committee;
    - c) recommendations and reports by **committees**;
    - d) motions or matters where notice was given by a **councillor** at a preceding Council meeting or where written notice has been given by a **councillor** to the Registrar or the President at least thirty days in advance of the meeting;





- e) such other matters, not included in the agenda, that at least two-thirds of the **councillors** in attendance determine to be of an urgent nature; and
- f) routine and procedural matters.

- 8.14** The President, or another **councillor** appointed by the President for the purpose, shall act as the chair and preside over meetings of Council.
- 8.15** Where for any reason the President or his or her appointee is unable or unwilling to preside over a meeting of Council, Council shall, by resolution, appoint a **councillor** or another person to act as the chair and to preside over the meeting.
- 8.16** Unless otherwise required by law or by the by-laws, every motion which properly comes before Council shall be decided by a simple majority of the votes cast at the meeting by **councillors** present.
- 8.17** In the event of a tie vote, the motion is defeated.
- 8.18** A vote by secret ballot shall be used where the by-laws require it as well as where Council determines by resolution to vote in that manner.
- 8.19** Except where a secret ballot is required or at a meeting held **by teleconference**, every vote at a Council meeting shall be by a show of hands but, if any two **councillors** so require, a roll call vote shall be taken.
- 8.20** A vote at a Council meeting held **by teleconference** shall be taken in such manner as determined by the chair unless a **councillor** requests a roll call vote in which event a roll call vote shall be taken.
- 8.21** In taking a vote, other than one conducted by secret ballot, the chair may first determine those **councillors** in favour, opposed, and abstaining after which the chair may cast his or her vote.
- 8.22** The chair is not required to vote whether or not that vote would affect the outcome.



**8.23** Except where inconsistent with the **RHPA**, the **Act**, the **Regulations** or the by-laws of the **College**, the procedures as set out in *The Standard Code of Parliamentary Procedure* by Sturgis shall be the procedures to be followed for meetings of Council.

**8.24** Minutes of a meeting of Council shall

- i) be taken and include a record of all motions, recommendations and decisions;
- ii) be circulated to all **councillors**;
- iii) be approved at a subsequent meeting of Council; and
- iv) once approved, be signed by the chair or by the person presiding as chair at the meeting at which the minutes were approved, and promptly thereafter provided to the Registrar.

**8.25** A resolution, including a by-law, signed by all **councillors** is as valid and effective as if passed at a meeting of Council called, constituted and held for that purpose and shall be effective on the date the last **councillor** signed the resolution.

**8.26** A resolution referred to in Article 8.25 may be signed in counterparts.

## 9. OFFICERS

**9.1** The officers of the **College** shall be the President, the Vice-President and the Registrar as well as such other officers as Council shall determine from time to time.

## 10. ELECTION AND REMOVAL OF PRESIDENT, VICE-PRESIDENT AND OTHER OFFICERS

**10.1** At the **First Council Meeting** each year, Council shall elect by secret ballot from among **councillors** eligible for election the President and the Vice-President, in



accordance with this by-law and the “Process for Election of Council Officers” as set out in **Schedule 1**.

- 10.2** Unless otherwise provided in this by-law, the term of office of the President and Vice-President shall commence immediately following the election and continue until the next election for the offices of President and Vice-President.
- 10.3** In the event that the President ceases to be a member of Council, the position of President automatically becomes vacant and in the event the Vice-President ceases to be a member of Council, the position of Vice-President automatically becomes vacant.
- 10.4** The President or the Vice-President may be removed from office by a vote of at least two-thirds of the **councillors** present at a Council meeting duly held for that purpose.
- 10.5** Any other officer may be removed from office by a majority vote of Council at a Council meeting duly held for that purpose.
- 10.6** In the event that the President or Vice-President is removed from office, Council shall elect a new President or Vice-President to hold office for the remainder of the term.
- 10.7** In the event that the President or Vice-President resigns or dies or the position of President or Vice-President becomes vacant for any other reason, Council shall elect a new President or Vice-President to hold office for the remainder of the term.
- 10.8** The removal from office of an officer who is also an employee of the **College** shall not of itself constitute termination of employment.

## 11. PRESIDENT

- 11.1** The President shall,



- i) if present, preside as chair at all meetings of Council unless the President designates an alternate chair for all or any portion of the meeting;
  - ii) be the chair of the Executive Committee;
  - iii) perform all duties and responsibilities pertaining to his or her office and such other duties and responsibilities as may be decided by Council; and
  - iv) unless otherwise provided by by-law or determined by Council, be an ex officio member of all standing and ad hoc committees of the **College** with the right to vote.
- 11.2** In the event that the President is unable to perform the duties of the President, he or she may designate the Vice-President to perform those duties and the Vice-President shall then have all the powers and responsibilities of the President until the first of the following events occurs:
- i) the President determines that he or she is again able to perform the duties of President;
  - ii) the next meeting of the Executive Committee; or
  - iii) the next meeting of Council.
- 11.3** In the event that the President has appointed a designate in accordance with Article 11.02 and the Executive Committee approves the President's designate or no meeting of the Executive Committee is convened prior to the next meeting of Council, the Vice-President shall have all the powers and responsibilities of the President until the next meeting of Council, at which meeting Council shall either appoint an Acting President to serve until the President becomes able to perform the duties of the President or remove the President from office and elect a new President in accordance with Articles 10.04 and 10.06.
- 11.4** In the event that the President is unable to perform the duties of the President and has not appointed a designate in accordance with Article 11.02 or in the event that the Executive Committee meets prior to the next meeting of Council but refuses to approve the President's designate, the Executive Committee shall appoint a **councillor** as Acting President and he or she shall have all the powers and responsibilities of the President until the first of the following events occurs:
- i) the President determines that he or she is again able to perform the duties of President;



- ii) the next meeting of Council, at which meeting Council shall either appoint an Acting President to serve until the President becomes able to perform the duties of the President or remove the President from office and elect a new President in accordance with Articles 10.04 and 10.06.

## 12. REGISTRAR

- 12.1** The Registrar shall be appointed by Council and shall be the chief administrative officer of the **College**.
- 12.2** The terms of employment of a Registrar hired after this Article comes into force shall be set out in a written employment contract approved by the Executive Committee and shall be consistent with the **College** personnel policy in effect at the time such contract is approved.
- 12.3** No candidate for the position of Registrar shall be offered a contract of employment until that candidate has been approved by Council.
- 12.4** Despite subsection 12(1) of the **Code**, the Executive Committee shall not exercise the authority of Council under Article 12.01.
- 12.5** The Registrar shall perform those duties and responsibilities set out in the **RHPA**, the **Act**, the **Regulations** and the by-laws of the **College** as well as such duties and responsibilities as shall be assigned to the position by Council.
- 12.6** In addition to the duties referred to in Article 12.05, the Registrar may, from time to time,
- i) sign summonses, notices and orders on behalf of the **College** or any **committee** of the **College**;
  - ii) hire persons to act in the capacity of inspectors, investigators and/or assessors of the **College** to perform such duties as may be determined by the Registrar;
  - iii) manage and maintain the **College** property including disposing of **College** furniture and equipment which becomes obsolete, worn out or is no longer required by the **College**; and



- iv) perform such other functions consistent with the Registrar's role as chief administrative officer.

## 13. ACTING REGISTRAR

- 13.1** If a vacancy occurs in the office of the Registrar, the Executive Committee or Council shall appoint an Acting Registrar.
- 13.2** During extended absences, the Registrar shall appoint in writing a person approved by the Executive Committee as the Acting Registrar.
- 13.3** Where the Executive Committee appoints or approves an Acting Registrar, that appointment shall be valid only until the next meeting of Council unless ratified by Council.
- 13.4** A person appointed as Acting Registrar under Article 13.01 or Article 13.02 shall have all the authority, duties and responsibilities of the Registrar including those contained in the **RHPA**, the **Act**, the **Regulations** and by-laws of the **College**.

## 14. COMMITTEES

- 14.1** In addition to **statutory committees**, Council may establish by by-law **standing committees** and may from time to time establish by resolution ad hoc committees.
- 14.2** Council shall determine by by-law the composition and terms of reference of any **standing committee** and by resolution the composition and terms of reference of any ad hoc committee.
- 14.3** The authority of each **committee** of the **College** shall be determined by Council and shall be deemed to include the authority and responsibility vested in the **committee** by the **RHPA** given to the **committee** under the by-laws of the **College** or assigned to the **committee** from time to time by Council.



**14.4** Where Council delegates to a **committee** any power or authority not specifically provided to that **committee** under the **RHPA** or the by-laws of the **College**, the exercise of such power or authority by such **committee**, unless expressly provided by Council, is subject to the approval of Council.

**14.5** Save and except for the filling of vacancies, Council shall appoint the **committee members** to each **committee** as well as a chair of each **committee** giving due consideration to the recommendations, if any, of the Executive Committee acting as a nominating **committee**

**14.6** Save and except for the filling of vacancies, appointments to **statutory** and **standing committees** as well as ad hoc committees whose terms of reference have yet to be completed shall take place at the **First Council Meeting**.

## 15. STATUTORY COMMITTEES

**15.1** The **statutory committees** of the **College** are the Executive Committee, Registration Committee, Complaints Committee, Discipline Committee, Fitness to Practise Committee, Quality Assurance Committee and the Patient Relations Committee as well as any other **committees** required under the **RHPA**.

## 16. EXECUTIVE COMMITTEE

**16.1** The Executive Committee shall be composed of five **councillors** and shall include:

- i) the President;
- ii) the Vice-President
- iii) at least one **chiroprapist councillor**;
- iv) at least one **podiatrist councillor**; and
- v) at least two **public councillors** (amended June 4, 2010)

**16.2** Two members of the Executive Committee shall be **public councillors**.



**16.3** In addition to the duties provided to the Executive Committee under the **RHPA** and by-laws of the **College**, the Executive Committee shall, in conjunction with the Audit Committee, act in an advisory capacity to Council on the financial affairs of the **College** and without limiting the generality of the foregoing shall

- (i) oversee the preparation of the annual budget for the College which shall include a budget for each **committee** of the **College**; and
- (ii) annually present a budget for the approval of Council.

## 17. REGISTRATION COMMITTEE

**17.1** The Registration Committee shall be composed of

- i) at least two **elected** or **selected councillors**; and
- ii) at least one **public councillor**.

## 18. INQUIRIES, COMPLAINTS AND REPORTS COMMITTEE

**18.1** The Inquiries, Complaints and Reports Committee shall be composed of

- i) at least three **elected** or **selected councillors**;
- ii) at least two **public councillors**; and
- iii) at least one **non-council committee member**.

## 19. DISCIPLINE COMMITTEE

**19.1** The Discipline Committee shall be composed of

- i) at least two **elected** or **selected councillors**;
- ii) at least three **public councillors**; and
- iii) at least one **non-council committee member**.





## 20. FITNESS TO PRACTISE COMMITTEE

20.1 The Fitness to Practise Committee shall be composed of

- i) at least one **elected or selected councillor**;
- ii) at least one **public councillor**; and
- iii) at least one **non-council committee member**.

## 21. QUALITY ASSURANCE COMMITTEE

21.1 The Quality Assurance Committee shall be composed of

- i) at least one **elected or selected councillor**;
- ii) at least one **public councillor**; and
- iii) at least one **non-council committee member**.

## 22. PATIENT RELATIONS COMMITTEE

22.1 The Patient Relations Committee shall be composed of

- i) at least one **elected or selected councillor**;
- ii) at least two **public councillors**; and
- iii) at least one **non-council committee member**.

## 23. STANDING COMMITTEES

### ELECTIONS COMMITTEE

23.1 The Elections Committee shall be a **standing committee** of the **College** composed of at least three **public councillors**.



**23.2** The President shall not be an ex-officio member of the Elections Committee.

**23.3** The Elections Committee's responsibilities include, but are not limited to,

- i) dealing with disputes relating to election of **elected councillors** and other matters provided in the by-laws;
- ii) dealing with such other disputes or issues referred to it by Council or the Executive Committee; and
- iii) studying and making recommendations to Council on improving the election process.

## STRATEGIC PLANNING COMMITTEE

**23.1.1** The Strategic Planning Committee shall be a standing committee of the College composed of **councillors** appointed by the Executive Committee, at least one of whom is a **public councillor**.

**23.1.2** The President shall be an ex-officio member of the Strategic Planning Committee if the President is not appointed to that Committee.

**23.1.3** The Strategic Planning Committee's responsibilities include, but are not limited to

- i) identifying key strategic goals and actions that in its opinion will need to be taken by Council over the next five years and considering and making recommendations to Council on those goals and actions; and
- ii) studying and making recommendations to Council on any matter within its responsibility or any other matter referred to it by Council or the Executive Committee.

## REGISTRAR'S PERFORMANCE AND COMPENSATION COMMITTEE

**23.1.1.1** The Registrar's Performance and Compensation Review Committee shall be a standing committee of the College composed of at least three **councillors**, at least one of whom is a **public councillor**, and, subject to Article 23.1.1.02, shall include at least one **councillor** who is a member of the Executive Committee, and at least one **councillor** who is not a member of the Executive Committee.

**23.1.1.2** The President shall be an ex-officio member of the Committee but with no right to vote.



**23.1.1.3** The Registrar's Performance and Compensation Review Committee's responsibilities include, but are not limited to

- i) annually conducting a performance review of the Registrar and presenting the results of that review to Council;
- ii) annually conducting a compensation review for the Registrar;
- iii) with the prior approval of the Executive Committee or Council, engaging a consultant to assist in determining the appropriate compensation [including salary and benefits] for the Registrar, including the performing of a market survey; and
- iv) presenting to Council the results of all compensation reviews conducted by the Registrar's Performance and Compensation Review Committee, including a copy of any market survey obtained by the Committee, along with any recommendations it has in connection with changes to the Registrar's compensation; and
- v) studying and making recommendations to Council on any matter within its responsibility or any other matter referred to it by Council, or the Executive Committee.

## AUDIT COMMITTEE

**23.2.1** The Audit Committee shall be a standing committee of the College composed of three councillors, at least one of whom shall be a public councillor.

**23.2.2** The President shall not be a member or ex-officio member of the Committee.

**23.2.3** The Audit Committee's responsibilities include, but are not limited to,

- i) acting in an advisory capacity to Council on the financial affairs of the College and, without limiting the generality of the foregoing, the Committee shall
  - a) review interim financial statements;
  - b) review draft audit reports;
  - c) oversee the implementation of audit recommendations;
  - d) oversee the reserves of the College;
  - e) assist Council in the consideration of the College's audited financial statements, including meeting with the College's auditors at least once



before the audited annual financial statements are presented by the Committee for approval of Council; and

- f) report at least annually to Council on the financial affairs of the College; and
- ii) studying and making recommendations to Council or the Executive Committee on any matter within its responsibility or any other matter referred to it by Council or the Executive Committee.

### Sedation Committee

**23.3.1** The Sedation Committee shall be a standing committee of the College composed of those persons who are members of the Quality Assurance Committee, and the chair of the Sedation Committee shall be the chair of the Quality Assurance Committee.

**23.3.2** The Sedation Committee's responsibilities include:

- i. such functions as provided to it under the by-laws and the *Standard of Practice for the Administration of Inhaled Substances and the Use of Sedation in a Member's Practice*, including reviewing appeals of decisions of the Registrar to refuse a member's application for an Inhalation Certificate; and
- ii. studying and making recommendations to Council or the Executive Committee on any matter within its responsibility or any other matter referred to it by Council or the Executive Committee.

### Standards and Guidelines Committee

**23.4.1** The Standards and Guidelines Committee shall be a standing committee of the College composed of

- i) at least one elected or selected councillor;
- iii) at least one public councillor; and
- iv) at least one non-council committee member.

**23.4.2** The President shall be an ex-officio member of the Standards and Guidelines Committee.

**23.4.3** The Standards and Guideline Committee's responsibilities are to assist the Executive Committee and Council in developing and amending Standards of Practice, Guidelines, Advisories, policies and other documents, when requested or directed to do so by the Executive Committee or Council.



**23.4.3** A quorum of the Standards and Guidelines Committee is a majority of the Committee.

## 24. APPOINTMENTS TO COMMITTEES

**24.1** At the **First Council Meeting** following the election of Council officers and the other members of the Executive Committee, Council will recess.

**24.2** During the recess, the Executive Committee acting as a nominating **committee** shall meet and develop a slate of candidates and a recommendation for a chair for

- i) each **statutory committee**;
- ii) each **standing committee**;
- iii) each ad hoc committee whose terms of reference have yet to be completed; and
- iv) other **committees** which Council has directed be composed at that meeting for consideration of Council. The Executive Committee shall have regard for the composition requirements of each **committee** and follow any protocol approved by Council.

**24.3** Upon Council reconvening, the Executive Committee will present the slate of candidates for **committees** and its recommendations for chairs to Council for its consideration and, subject to any amendment by Council, ratification.

**24.4** Once ratified, each person on the slate of candidates for **committees** shall be deemed to have been appointed to that **committee** by Council and the chair shall be deemed to be the chair of that **committee**.

**24.5** Unless specifically provided otherwise, any eligible person may be re-appointed to a **committee**.

**24.6** Where for any reason Council fails to appoint a new **committee** at the time or times provided for in this by-law, the existing members of the **committee** shall continue to serve as the **committee** and the chair as its chair, provided that a quorum exists.



## 25. COMMITTEE AND PANEL CHAIRS

- 25.1** A chair of a **committee** other than the Executive Committee shall be removed as chair on receipt by the Executive Committee of a requisition signed by a majority of the members of the **committee** or by a vote of a majority of the members of the **committee** present at a meeting duly called for that purpose.
- 25.2** Where a chair is removed by the vote of a **committee**, the **committee** shall elect a new interim chair by secret ballot, who shall serve as chair until a chair is appointed under Article 25.03.
- 25.3** Where a chair is removed under Article 25.01 or where the position of chair becomes vacant for any other reason, the Executive Committee shall appoint a chair.
- 25.4** For greater clarity, where an interim chair has been appointed under Article 25.02, the Executive Committee may appoint the interim chair as the chair.
- 25.5** Articles 25.01 and 25.02 also apply to a chair appointed under Article 25.03.
- 25.6** Where a chair of a **committee** selects a panel which does not include the chair, the chair shall designate a panel chair from among the panel members or failing that, the panel shall select a panel chair from among its panel members.
- 25.7** Where a panel includes the chair of a **committee**, the chair shall chair the panel unless the chair designates another panel chair from among the panel members.

## 26. COMMITTEE VACANCIES

- 26.1** Where one or more vacancies occur in the membership of a **committee**, the **committee members** constitute the **committee** until such time as the vacancy shall be filled, so long as the **committee** continues to have a quorum.
- 26.2** Where a vacancy occurs in respect of the membership of a **committee** other than the Executive Committee, the Executive Committee may, and if necessary for such **committee** to achieve its quorum shall, appoint a person(s) to fill any vacancy in the membership of such **committee**.



- 26.3** Where the vacancy to be filled was the chair of a **committee**, the Executive Committee shall also appoint a chair for that **committee**.
- 26.4** A member of a **committee** appointed by the Executive Committee in accordance with Article 26.02 or a chair of a **committee** appointed by the Executive Committee in accordance with Article 25.03 or Article 26.03 is subject to confirmation by Council but continues to be a member of the **committee** or the chair of that **committee** until confirmed or replaced by Council.
- 26.5** Should Council determine not to confirm the Executive Committee's appointment made under Article 26.02, it shall appoint another person in replacement of the member so appointed by the Executive Committee.
- 26.6** Should Council determine not to confirm the Executive Committee's appointment of a chair under Article 26.03 it shall appoint another person as chair in replacement of the chair so appointed by the Executive Committee.
- 26.7** A member of a **committee** who is a **councillor** may be removed from the **committee** for any reason by a vote of at least two-thirds of the **councillors** present at a meeting of Council.
- 26.8** A member of a **committee** who is not a **councillor** may be removed from the **committee** for any reason by resolution of Council.
- 26.9** Article 26.08 applies equally to a **committee member** who is neither a **councillor** nor a **non-council committee member**.
- 26.10** The authority of Article 26.07 and Article 26.08 is in addition to Council's authority to disqualify a **councillor** or a **non-council committee member** in accordance with this by-law.

## 27. COMMITTEE MEETINGS

- 27.1** In this Article "meeting" does not include a hearing pursuant to the **Code**
- 27.2** **Committee** meetings may be held in person or, at the direction of the chair, **by teleconference**.



- 27.3** Each **committee** shall meet at the call of its chair on the date and time designated by the chair and at such intervals as are necessary to perform the responsibilities of that **committee**.
- 27.4** Except for meetings held **by teleconference**, all meetings shall be held at the head office of the **College** or such other location approved by the Registrar.
- 27.5** Reasonable efforts shall be made to notify all of the **committee members** of every meeting and to arrange meeting dates and times which are convenient to the **committee members**.
- 27.6** The chair or his or her appointee for the purpose shall preside over meetings of the **committee**.
- 27.7** Except as otherwise provided in the by-laws, every motion which comes before a **committee** shall be decided by a majority vote cast at the meeting including that of the chair and in the case of a tie vote the motion is defeated.
- 27.8** A vote at a **committee** meeting held **by teleconference** shall be taken in such manner as determined by the chair unless a **committee member** requests a roll call vote in which event a roll call vote shall be taken.
- 27.9** In taking a vote, other than one conducted by secret ballot, the chair may first determine those **committee members** in favour, opposed, and abstaining after which the chair may cast his or her vote.
- 27.10** The chair is not required to vote whether or not that vote would affect the outcome.
- 27.11** Minutes of a **committee** meeting shall
- i) be taken and include a record of all motions, recommendations and decisions;
  - ii) be circulated to all **committee members**;
  - iii) be approved at a subsequent **committee** meeting; and
  - iv) once approved, be signed by the chair or by the person presiding as chair at the meeting at which the minutes were approved and promptly thereafter be provided to the Registrar.





- 27.12** The chair of the **committee** shall sign all records, reports or other forms related to the **committee's** activities.

## 28. BOARD OF INQUIRY

- 28.1** When the Executive Committee appoints a Board of Inquiry it shall appoint one of the members of the Board to serve as chair.
- 28.2** Meetings of the Board of Inquiry may be held in person or, at the direction of the chair, **by teleconference**
- 28.3** Minutes of a Board of Inquiry shall be taken and include a record of all motions, recommendations and decisions.
- 28.4** Minutes shall be circulated to all members of the Board which held the inquiry.
- 28.5** The chair of the Board of Inquiry shall sign all minutes, records or other forms related to the Board's activities.

## 29. INDEMNITY FOR COUNCILLORS, OFFICERS AND OTHERS

- 29.1** Every **councillor**, every **committee member**, every officer, and every employee of the **College**, including any assessor, monitor or inspector, and each of his or her heirs, executors, administrators and other personal representatives shall at all times be indemnified and saved harmless out of the funds of the **College** from and against any liability including reasonable costs, charges and expenses whatsoever which such person reasonably sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her as a result of the execution or intended execution of the duties of his or her office or employment save and except any liability or costs, charges or expenses that are occasioned by his or her own willful neglect or default or because he or she failed to act in good faith.

## 30. INSURANCE

- 30.1** The Registrar shall ensure that the **College** maintains insurance coverage to protect the property and assets of the **College** in such form as may be determined from



time to time and, without limiting the generality of the foregoing, shall, to the extent reasonably practical, maintain indemnity insurance to provide coverage for the indemnity referred to in Article 29.01.

## 31. BANKING

- 31.1** In this Article “bank” means the bank appointed under Article 31.02.
- 31.2** Council shall appoint one or more banks chartered under the Bank Act, Canada for the use of the **College**, provided that the bank has been approved by Council.
- 31.3** All money belonging to the **College** shall be deposited in the name of the **College** with the bank.
- 31.4** The Registrar may endorse any negotiable instrument for collection on account of the **College** through the bank or for deposit to the credit of the **College** with the bank, if required for that purpose. The **College’s** rubber stamp may be used for such endorsement.
- 31.5** Securities and other financial documents will be held for safekeeping in the name of the **College** in the bank or in an account with a brokerage house approved by Council.

## 32. INVESTMENTS

- 32.1** The Registrar shall invest **College** funds that are not expected to be required during the following sixty days in investments authorized by this by-law.
- 32.2** **College** funds may be invested in
- i) securities issued or guaranteed by any one or more of the following:
    - 1. the Government of Canada
    - 2. the Government of any province of Canada
    - 3. the Canadian Imperial Bank of Commerce, Canadian Western Bank, Bank of Montreal, Laurentian Bank of Canada, National Bank, Royal Bank, ScotiaBank or TD Canada Trust or such other bank approved by Council; and
  - ii) other investments approved by Council.



## 33. EXPENDITURES

**33.1** Council shall annually approve

- i) an operating expense and revenue budget for each fiscal year; and
- ii) a capital budget for each fiscal year.

**33.2** The Registrar may authorize all budgeted expenditures provided that the expenditure would not cause the total of the annual operating expense budget or the total of the annual capital budget to be exceeded.

**33.3** The Registrar may also authorize expenditures that were not contemplated by the operating expense or capital budgets or that exceed the amounts set out in those budgets for any item of expense, provided that the Registrar is satisfied that

- i) the contemplated expenditures would not compromise Council's annual objectives; and
- ii) neither the operating expense nor capital budget for the fiscal year will be exceeded.

**33.4** Where the Registrar authorizes an expenditure under Article 33.03, the Registrar shall report that action to the Executive Committee at its next meeting.

**33.5** The Executive Committee may authorize the Registrar to make expenditures where it is anticipated that the operating expense or capital budgets for the fiscal year will be exceeded, provided that the Executive Committee is satisfied that the contemplated expenditure would not compromise Council's annual objectives.

**33.6** Where the Registrar authorizes an expenditure under Article 33.03 or where the Executive Committee authorizes an expenditure under Article 33.05, a report of that action shall be made to Council at its next meeting.

**33.7** Unless otherwise authorized by Council or the Executive Committee, no contract or commitment for expenditure for goods and services, excluding employment contracts, of \$25,000 or more shall be entered into by the **College** unless and until



at least three competitive bids have been obtained and the contract or commitment for expenditure is approved by Council.

## 34. BORROWING

**34.1** Council may, from time to time,

- i) borrow money upon the credit of the **College**;
- ii) limit or increase the amount or amounts which may be borrowed;
- iii) issue, sell or pledge debt obligations of the **College** including without limitation bonds, debentures, notes or similar obligations of the **College**, whether secured or unsecured; and
- iv) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the **College**, currently owned or subsequently acquired, to secure any such debt or obligations or any money borrowed, or debt or liability of the **College**.

**34.2** Council may authorize one or more officers or **councillors** as may be determined by Council to exercise the powers conferred in Article 34.01 in such manner as Council shall determine.

## 35. CHEQUES

**35.1** Cheques and other forms of payments requiring the signature of the **College** shall be signed by the Registrar and one of the President or Vice-President unless the amount is less than \$15,000.00 in which case the signature of the Registrar alone shall be sufficient.

## 36. CONTRACTS AND OTHER DOCUMENTS

**36.1** Subject to Article 36.02, contracts, documents or instructions in writing requiring the signature of the **College** shall be signed by



- i) any one of the President, Vice-President or Registrar provided the total expenditure under the contract is reasonably expected not to exceed \$15,000; and
- ii) any two of the President, Vice-President or Registrar where the total expenditure under the contract is reasonably expected to exceed \$15,000.

**36.2** Council may from time to time by resolution authorize a person or persons on behalf of the **College** either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing.

## 37. GRANTS

**37.1** Council may by a vote of at least two-thirds of the **councillors** present at a meeting duly called for that purpose make grants to third parties

- i) to advance the scientific knowledge or the education of persons wishing to practise the profession;
- ii) to maintain or improve the standards of practice of the profession; or
- iii) to provide public information about, and encourage interest in, the past and present role of the profession in society.

## 38. MEMBERSHIP IN NATIONAL ORGANIZATIONS

**38.1** Council may by a vote of at least two-thirds of the **councillors** present at a meeting duly called for that purpose authorize the **College** to obtain membership in a national organization of a body with similar function to that of the **College** and to pay annual assessments in relation to that membership.

**38.2** Where Council authorizes membership under Article 38.01, it shall, if necessary, determine how the **College** will be represented on that national organization.

## 39. CERTIFICATES OF REGISTRATION

**39.1** Certificates of registration shall bear the signatures of the Registrar and President or a likeness thereof.



## 40. FINANCIAL AUDIT

- 40.1** Council shall annually appoint auditors to audit the accounts of the **College** and to hold office for the ensuing year.
- 40.2** Financial statements for the **College** shall be prepared promptly at the close of each fiscal year and audited financial statements shall be presented annually to Council.
- 40.3** In the event that the auditors are unable to continue their duties as agreed or in the event that Council is dissatisfied with the auditors, Council may appoint new auditors.
- 40.4** The auditors shall have a right of access at all reasonable times to all records, documents, books, accounts and vouchers of the **College** and are entitled to require from the **councillors**, officers and employees such information as is necessary in their opinion to enable them to report as required by law or under this by-law.
- 40.5** The auditors may be invited by the President or the Registrar to attend the meeting at which the audited financial statements are presented to Council.

## 41. STIPENDS AND EXPENSES

- 41.1** Council officers who are not **public councillors, elected and selected councillors, and non-council committee members** shall be paid a stipend and shall be reimbursed by the **College** for travelling and other expenses reasonably incurred in relation to the performance of their duties in accordance with the stipend and expense policy as approved from time to time by Council.
- 41.2** Persons who are neither **councillors** nor **non-council committee members** and who provide voluntary services to the **College** may be paid a stipend and be reimbursed by the **College** for travelling and other expenses reasonably incurred in relation to the performance of their duties but only if a stipend and expense policy has been approved by Council and in such case, the payment shall be made in accordance with the stipend and expense policy as approved from time to time by Council.



## 42. REGISTER

- 42.1** Subject to Article 42.02 a member's name in the register of the College shall be the member's name as provided in the documentary evidence used to support the member's initial registration and shall be consistent with the name used by the member on his or her degree or diploma which was the basis for his or her application for a certificate of registration.
- 42.2** The Registrar shall direct that a name other than as provided in Article 42.02 be entered in the register of the College if such a request is made by the member and the Registrar is satisfied that
- i) the member has validly changed his or her name; and
  - ii) the use of the name is not for an improper purpose.
- 42.3** Unless otherwise approved by the Registrar, a member's business address in the register of the College shall be the location in Ontario where the member principally engages in the practice of chiropody.
- 42.4** A member's business telephone number in the register of the College shall be the telephone number of the location referred to in Article 42.03.
- 42.5** Under subsection 23(2) of the Code and subject to certain exceptions contained in the Code, certain information must be contained in the College's register. As of May 30, 2017, the register is required to contain the following:
1. Each member's name, business address and business telephone number, and, if applicable, the name of every health profession corporation of which the member is a shareholder.
  2. Where a member is deceased, the name of the deceased member and the date upon which the member died, if known to the Registrar.
  3. The name, business address and business telephone number of every health profession corporation.
  4. The names of the shareholders of each health profession corporation who are members of the College.
  5. Each member's class of registration and specialist status.
  6. The terms, conditions and limitations that are in effect on each certificate of registration.
  7. A notation of every caution that a member has received from a panel of the



Inquiries, Complaints and Reports Committee under paragraph 3 of subsection 26 (1) of the Code, and any specified continuing education or remedial programs required by a panel of the Inquiries, Complaints and Reports Committee using its powers under paragraph 4 of subsection 26 (1) of the Code.

8. A notation of every matter that has been referred by the Inquiries, Complaints and Reports Committee to the Discipline Committee under section 26 of the Code and that has not been finally resolved, including the date of the referral and the status of the hearing before a panel of the Discipline Committee, until the matter has been resolved.
9. A copy of the specified allegations against a member for every matter that has been referred by the Inquiries, Complaints and Reports Committee to the Discipline Committee under section 26 of the Code and that has not been finally resolved.
10. Every result of a disciplinary or incapacity proceeding.<sup>1</sup>
11. A notation and synopsis of any acknowledgements and undertakings in relation to matters involving allegations of professional misconduct or incompetence before the Inquiries, Complaints and Reports Committee or the Discipline Committee that a member has entered into with the College and that are in effect.

---

<sup>1</sup> Under section 23(14) of the Code, “result” has the following definition:

(a) when used in reference to a disciplinary proceeding, means the panel’s finding that the member committed an act of professional misconduct or was incompetent, particulars of the grounds for the finding, a synopsis of the decision and the order made, including any reprimand, and where the panel has made no such finding, includes a notation that no such finding was made and the reason why no such finding was made, and

(b) when used in reference to an incapacity proceeding, means the panel’s finding that the member is incapacitated and the order made by the panel.





12. A notation of every finding of professional negligence or malpractice, which may or may not relate to the member's suitability to practise, made against the member, unless the finding is reversed on appeal.
13. A notation of every revocation or suspension of a certificate of registration.
14. A notation of every revocation or suspension of a certificate of authorization.
15. Information that a panel of the Registration Committee, Discipline Committee or Fitness to Practise Committee specifies shall be included.
16. Where findings of the Discipline Committee are appealed, a notation that they are under appeal, until the appeal is finally disposed of.
17. Where, during or as a result of a proceeding under section 25 of the Code, a member has resigned and agreed never to practise again in Ontario, a notation of the resignation and agreement.
18. Where the College has an inspection program established under clause 95 (1) (h) or (h.1) of the Code, the outcomes of inspections conducted by the College.
19. Information that is required to be kept in the register in accordance with Regulations made pursuant to clause 43 (1) (t) of the *Regulated Health Professions Act, 1991*.<sup>2</sup>

---

<sup>2</sup> 1.(1) The following information, if known to the College, is prescribed information to be contained in a College's register for the purposes of paragraph 19 of subsection 23 (2) of the Code and is designated as information subject to subsection 23 (13.1) of the Health Professions Procedural Code in Schedule 2 to the Act:

1. If there has been a finding of guilt against a member under the *Criminal Code* (Canada) or the *Controlled Drugs and Substances Act* (Canada) and if none of the conditions in subsection (2) have been satisfied,

i. a brief summary of the finding,

ii. a brief summary of the sentence, and

iii. if the finding is under appeal, a notation that it is under appeal until the appeal is finally disposed of.

2. With respect to a member, any currently existing conditions of release following a charge for an offence under the *Criminal Code* (Canada) or the *Controlled Drugs and Substances Act* (Canada) or subsequent to a finding of guilt and pending appeal or any variations to those conditions.

3. If a member has been charged with an offence under the *Criminal Code* (Canada) or the *Controlled Drugs and Substances Act* (Canada) and the charge is outstanding,

i. the fact and content of the charge, and

ii. the date and place of the charge.

4. If a member has been the subject of a disciplinary finding or a finding of professional misconduct or incompetence by another regulatory or licensing authority in any jurisdiction,

i. the fact of the finding,

ii. the date of the finding,

iii. the jurisdiction in which the finding was made, and

iv. the existence and status of any appeal.



20. Information that is required to be kept in the register in accordance with the by-laws.

**42.05.01** Subsection 23 (2) of the Code also prescribes other information that must be in the register and this information is set out in Regulation 261/18 under the *Regulated Health Professions Act, 1991*. The by-laws do not repeat the information in Regulation 261/18 but do state additional information that must be in the register and this information is set out under Article 42.06 below.

**42.6** In accordance with the authorization provided by paragraph 20 of subsection 23(2) of the Code and subject to Articles 42.07, 42.08, 42.08.01, and 42.08.02, the following additional information shall be kept in the register of the College:

1. Any change to each member's name which has been made in the register of the College since he or she first became registered with the College.
2. The classes of certificate of registration held by each member and the date on which each was issued.
3. The college, university or school from which the member received the member's degree or diploma used to support the member's current registration and the year in which the degree or diploma was obtained.
4. A list of the languages in which each member is capable of working.
5. The date on which each certificate of authorization was issued by the College.
6. Where a certificate of authorization is revised, a notation of the effective date of the revision.
7. Where a member is engaged in the practice of chiropody in Ontario, the name and address of the person or business for whom or through which the member primarily engages in the practice of chiropody in Ontario, if applicable.

---

5. If a member is currently licenced or registered to practice another profession in Ontario or a profession in another jurisdiction, the fact of that licensure or registration.

(2) The conditions referred to in paragraph 1 of subsection (1) are the following:

1. The Parole Board of Canada has ordered a record suspension in respect of the conviction.
2. A pardon in respect of the conviction has been obtained.
3. The conviction has been overturned on appeal.

(3) Nothing in this Regulation shall be interpreted as authorizing the disclosure of identifying information about an individual other than a member.

(4) In this section,

“identifying information” means information that identifies an individual or for which it is reasonably foreseeable in the circumstances that it could be utilized, either alone or with other information, to identify an individual.



8. Where a member resigned, the date upon which the resignation took effect.
- 9.1 Where a decision of a panel of the Inquiries, Complaints and Reports Committee made on or after October 1, 2015 includes a requirement that the member attend before a panel of that committee to be cautioned (as is authorized by paragraph 3 of subsection 26(1) of the Code),
  - a) a notation of that fact including a summary of the caution;
  - b) the date of the panel's decision;
  - c) once the member has received the caution, a notation to that effect and the date the member received the caution; and
  - d) if applicable, a notation that the panel's decision is subject to a review or appeal and therefore not yet final.
- 9.2 Where a decision of a panel of the Inquiries, Complaints and Reports Committee made on or after October 1, 2015 includes a requirement that the member complete a specified continuing education or remediation program (as is authorized by paragraph 4 of subsection 26(1) and subsection 26(3) of the Code),
  - a) a notation of that fact including the specified continuing education or remediation program(s);
  - b) the date of the panel's decision;
  - c) upon completion of the specified continuing education or remediation program(s), a notation to that effect and the date of completion; and
  - d) if applicable, a notation that the panel's decision is subject to a review or appeal and therefore not yet final.
10. Where a member has any terms, conditions or limitations in effect on his or her certificate of registration, the effective date of those terms, conditions and limitations, whether the terms, conditions and limitations were imposed or voluntary and where applicable, the committee responsible for the imposition of those terms, conditions and limitations.
- 10.1 A summary of any existing restriction on the member's right to practise that has been imposed by a Court or other lawful authority, if the College is



aware of the restriction, including the name of the Court or other lawful authority that imposed the restriction, the date the restriction was imposed and where the restriction is under appeal, a notation of that fact, which notation shall be removed once the appeal is finally disposed of.

- 10.2 Where a member resigned while a fitness to practise proceeding was outstanding, a notation of that fact.
- 10.3 A summary of any existing restriction on the member's right to practise that has resulted from an undertaking given by the member to the College or an agreement entered into between the member and the College.
11. Where a member has terms, conditions or limitations on his or her certificate of registration varied, the effective date of the variance of those terms, conditions and limitations and where applicable, the committee responsible for the variance of those terms, conditions and limitations.
12. Where a member's certificate of registration is reinstated, the effective date of the reinstatement and where reinstated by a panel of the Discipline or Fitness to Practise Committee, the name of the committee responsible for the reinstatement.
13. Where a suspension on a member's certificate of registration is lifted or otherwise removed, the effective date of the lifting or removal of that suspension and where applicable, the committee responsible for the lifting or removal of the suspension.
14. Where a certificate of registration or a certificate of authorization is revoked, suspended, cancelled or otherwise terminated, a notation of the effective date of the revocation, suspension, cancellation or other termination.
  - 14.1 Where a member's certificate of registration is suspended for non-payment of a fee, a notation of that fact and the date upon which the suspension took effect.
  - 14.2 Where a member's certificate of registration is suspended for failure to submit to a physical or mental examination as required by the Inquiries, Complaints and Reports Committee, a notation of that fact and the date upon which the suspension took effect and, if applicable, the date upon which the suspension was lifted.



15. Where the Inquiries Complaints and Reports Committee has imposed an interim term, condition or limitation on the certificate of registration of a member in connection with an investigation which did not result in a referral to the Discipline Committee or the Fitness to Practise Committee, a notation of that fact, the nature of the order and its effective date, until the matter which was the subject of the investigation is finally concluded by the Inquiries, Complaints and Reports Committee.
- 15.1 Where the Inquiries, Complaints and Reports Committee has imposed an interim term, condition or limitation on the certificate of registration of a member in connection with an investigation which resulted in a referral to the Discipline Committee or the Fitness to Practise Committee, a notation of that fact, the nature of the order and its effective date, until the referral is finally concluded by the Discipline Committee or the Fitness to Practise Committee.
16. Where one or more allegations of professional misconduct or incompetence has been referred to the Discipline Committee in respect of the member on or after October 1, 2015 and have not yet been disposed of,
  - a) the date of the referral;
  - b) a copy of the specified allegations;
  - c) the status of the hearing including the hearing date, if one has been set;
  - d) the next scheduled date for the continuation of the hearing if the hearing was adjourned to a specific date or, if the hearing was adjourned without a specific date, a notation to that effect; and
  - e) the Notice of Hearing.
17. Where the question of the member's capacity has been referred to the Fitness to Practise Committee and not yet decided,
  - a) a notation of that fact; and
  - b) the date of the referral.
18. Where the results of a disciplinary proceeding are contained in the College's register, the date on which the panel of the Discipline Committee made its



decision including, if applicable, the date on which the panel ordered any penalty.

19. Where a decision of the Discipline Committee has been published by the College with the member's name included in any medium and the decision included a finding of professional misconduct or incompetence,
  - a) a notation of that fact; and
  - b) identification of the specific publication of the College which contains that information.
- 19.1 Where a decision of the Discipline Committee has been published by the College with the member's name included in any medium but the decision did not make a finding of professional misconduct or incompetence,
  - a) a notation of that fact; and
  - b) identification of the specific publication of the College which contains that information.
20. Where the result of an incapacity proceeding is contained in the College's register, the date on which the panel made the finding of incapacity and the effective date of any order made by the panel.
21. A summary of any finding of guilt of which the College is aware if made by a Court on or after January 1, 2015 against a member, in respect of any offence, in any jurisdiction, that the Registrar believes is in the public interest to be posted on the register.
22. Any information the College and the member have agreed should be included in the register.
23. Any information the College and a health profession corporation to which the College has issued a certificate of authorization have agreed should be included in the register.
24. Where a member holds an Inhalation Certificate,
  - a) a notation that the member is authorized by the College to administer a substance by inhalation; and
  - b) the date on which the Inhalation Certificate was first issued.
25. Where a member's Inhalation Certificate has been cancelled or voluntarily surrendered,
  - a) a notation that the Inhalation Certificate has been cancelled or voluntarily surrendered, whichever the case may be; and



- b) the date it was cancelled or voluntarily surrendered, whichever the case may be.

- 42.7** A note required under paragraph 17 of Article 42.06 shall not include any detailed information about the subject matter of the proceeding or referral.
- 42.8** All of the information referred to in Articles 42.05 and 42.06 is information designated to be withheld from the public pursuant to subsection 23(6) of the Code such that the Registrar may refuse to disclose to an individual or post on the College's website any or all of that information if the Registrar has reasonable grounds to believe that disclosure of that information may jeopardize the safety of an individual.
- 42.8.1** Subject to the authority of the Code, all information required by the Code will remain on the Register.
- 42.8.2** Subject to the authority of the Code and the by-laws, all information required by the by-laws will remain on the Register.

### Letter of Standing

- 42.9 Upon request by any person, the Registrar shall issue a letter of standing in respect of any member.
- 42.10 A letter of standing shall set out all the information in respect of the member contained in the register that is available to the public under Article 42 or under subsection 23(3) of the Code.
- 42.11 A person who requests a letter of standing shall pay a fee set by the Registrar but not to exceed \$25.00.

## 43. PROFESSIONAL LIABILITY INSURANCE

- 43.1** A **member** shall not practise unless the **member** provides the **College** with satisfactory evidence of
- i) professional liability insurance coverage of at least \$2,000,000; or



- ii) coverage of at least \$2,000,000 under a liability insurance policy carried by the **member's** employer.

## 44. INFORMATION FROM MEMBERS

**44.1** The **College** shall forward to its **members** each year a request for information, in a form approved by the Registrar.

**44.2** Each **member** shall accurately complete and return such form providing such information as may be requested including but not limited to

- i) his or her home address, being the address of the principal Ontario residence of the **member**, or if the **member** does not have a principal residence in Ontario, the address of the **member's** principal residence;
- i.1) his or her home phone number, cell phone number, e-mail address and facsimile number, to the extent the **member** has any or all of these;
- ii) where a **member** is engaged in the practice of chiropody, whether inside or outside of Ontario, information respecting all locations at which the **member** practices, including the name, address and telephone number of each of the **member's** practice locations and the name of each person or business for whom or through which the **member** engages in the practice of chiropody, if applicable;
- iii) information respecting the **member's** existing professional liability insurance coverage;
- iv) information respecting the **member's** participation in the Quality Assurance Program;
- v) information required to be contained in the **College's** register pursuant to the by-laws, the **RHPA**, the **Act**, or the regulations under the **RHPA** or the **Act**;
- vi) information required to be provided to the **College** pursuant to the by-laws, the **RHPA**, the **Act**, or the regulations under the **RHPA** or the **Act**.
- vii) information that relates to the professional characteristics and activities of the **member** that may assist the **College** in carrying out its objects; and
- viii) information for the purposes of compiling statistical information to assist the **College** in fulfilling its objects.





- 44.3** The form required by Article 44.02 shall be fully completed by the **member** and returned to the **College** by the 13<sup>th</sup> day of February next following the forwarding of the form to the **member**.
- 44.4** Where a **member** fails for any reason to return a fully completed form, the Registrar shall cause the **member** to be notified in writing of that failure.
- 44.5** Where the Registrar causes written notice to be given to a **member** in accordance with Article 44.04 and a fully completed form is not provided to the **College** within thirty days of the date of that notice, the fee required by the by-laws shall immediately be payable by the **member**.
- 44.6** Where any of the information provided to the **College** under Article 44.02 has been changed, the **member** shall notify the Registrar in writing of the change within thirty days of the effective date of the change.
- 44.7** A **member** shall inform the **College** in writing of any change of citizenship or immigration status within thirty days of the change occurring.
- 44.8** A **member** shall, upon written request of the Registrar,
- i) immediately provide particulars of any information required to be in the **College's** register pursuant to the by-laws, the **RHPA**, the Act, or the regulations under the **RHPA** or the **Act**;
  - ii) within thirty days, provide particulars of any information which was not information required to be in the **College's** register but was information that the **member** was required to provide to the **College** under the by-laws; and
  - iii) within ten days, confirm the accuracy of any information previously provided to the **College** by the **member** and where that information is no longer accurate, provide accurate information.



## 45. ELECTORAL DISTRICTS – INTERPRETATION

- 45.1** The counties, united counties, regional municipalities, municipalities, district municipalities and territorial districts described in Article 46.01 are those that existed as at December 31, 1996 and the geographical territory of each electoral district shall be interpreted to ensure that all parts of Ontario fall into one of the aforementioned counties, united counties, regional municipalities, municipalities, district municipalities and territorial districts described in Article 46.01.

## 46. ELECTORAL DISTRICTS

- 46.1** The following electoral districts are established for the purpose of the election of **elected councillors**:
1. Electoral district 1 (Toronto) composed of The Municipality of Metropolitan Toronto.
  2. Electoral district 2 (South West) composed of the counties of Elgin, Essex, Huron, Kent, Lambton, Middlesex, Oxford and Perth.
  3. Electoral district 3 (Central West) composed of the counties of Brant, Bruce, Dufferin, Grey and Wellington and the regional municipalities of Haldimand-Norfolk, Halton, Hamilton-Wentworth, Niagara and Waterloo.
  4. Electoral district 4 (East) composed of the counties of Frontenac, Hastings, Lanark, Prince Edward and Renfrew, and the united counties of Leeds and Grenville, Lennox and Addington, Prescott and Russell, Stormont, Dundas and Glengarry, and The Regional Municipality of Ottawa-Carleton.
  5. Electoral district 5 (Central East) composed of the counties of Haliburton, Northumberland, Peterborough, Simcoe and Victoria and the regional municipalities of Durham, Peel and York.
  6. Electoral district 6 (North) composed of the territorial districts of Algoma, Cochrane, Kenora, Manitoulin, Nipissing, Parry Sound, Rainy River, Sudbury, Thunder Bay and Timiskaming and The District Municipality of Muskoka.
- 46.2** The electoral district in which a **member** is eligible to vote is the district in which, on the day nominations close, the **member** has his or her **designated address**.



## 47. VOTING ELIGIBILITY

- 47.1** A **member** is eligible to vote in an election if, on the thirty-fifth day before the election,
- i) the **member** meets the requirements of subsection 7(2) of the **Act**;
  - ii) the **member** has his or her **designated address** in the electoral district for which an election is being held;
  - iii) in respect of the election of a **chiropodist councillor**, the **member** is the holder of a certificate of registration in the chiropodist class; and
  - iv) in respect of the election of a **podiatrist councillor**, the **member** is the holder of a certificate of registration in the podiatrist class.

## 48. ELECTED COUNCILLORS

- 48.1** Nine **members** of the **College** shall be elected to Council as **elected councillors** in the following manner:
- i) one **chiropodist councillor** for each of electoral districts 1 to 6, inclusive; and
  - ii) one **podiatrist councillor** for each of the following pairs of electoral districts: electoral districts 1 and 2; electoral districts 3 and 4; and electoral districts 5 and 6.

### Term of Office

- 48.2** Except in the case of a vacancy, the term of office of an **elected councillor** commences at the **First Council Meeting** following his/her election and ends at the commencement of the **First Council Meeting** which is more than two calendar years following that election. Re-Election



- 48.3** An **elected councillor** may be re-elected but no **elected councillor** shall serve for more than two consecutive terms in that capacity.
- 48.4** Time spent as an **elected councillor** as a result of a by-election or an appointment by Council to fill a vacancy shall not be included for the purposes of Article 48.03.

## 49. TIMING OF ELECTIONS

- 49.1** Separate elections for **elected councillors** shall be held simultaneously as follows:
- i) in June of the year 2007 and in June of every third year thereafter for each of electoral districts 1 and 2 for the election of **chiropodist councillors** and for the combined electoral districts 1 and 2 for the election of a **podiatrist councillor**;
  - ii) in June of the year 2008 and in June of every third year thereafter for each of electoral districts 3 and 4 for the election of **chiropodist councillors** and for the combined electoral districts 3 and 4 for the election of a **podiatrist councillor**; and
  - iii) in June of the year 2009 and in June of every third year thereafter for each of electoral districts 5 and 6 for the election of **chiropodist councillors** and for the combined electoral districts 5 and 6 for the election of a **podiatrist councillor**.
- 49.2** Unless otherwise provided in this by-law, the Registrar shall
- i) set the date for each election; and
  - ii) set the time deadline for the receipt of ballots.

## 50. ELIGIBILITY FOR ELECTION

- 50.1** Subject to the balance of the provisions of Article 50, a **member** is eligible for election in an electoral district if,
- i) on the deadline for receipt of nominations, the **member** is the holder of a general class certificate of registration and the certificate is not subject to a



term, condition or limitation other than one applicable to all **members** of the class;

- ii) in the case of an election of a **chiropodist councillor**, the **member** holds a certificate of registration in the chiropodist class, on the deadline for receipt of nominations;
- iii) in the case of an election of a **podiatrist councillor**, the **member** holds a certificate of registration in the podiatrist class, on the deadline for receipt of nominations;
- iv) on the deadline for receipt of nominations, the **member** is not in default of the payment of any money owed to the College including but not limited to any fee prescribed by the **Regulations** or required by the by-laws;
- v) on the deadline for receipt of nominations, the **member** is not the subject of any disciplinary or incapacity proceeding;
- vi) the **member's** certificate of registration has not been revoked or suspended in the six years preceding the date of the election for any reason other than non-payment of fees;
- vii) the **member** has not been the subject of any professional misconduct, incompetence or incapacity finding in the three years preceding the date of the election;
- viii) the **member** has not been disqualified by Council in the three years preceding the date of the election;
- ix) the **member** has not resigned as a Councillor in the three years preceding the date of the election unless the member has the approval of either the Executive Committee or the Council to be eligible for the election;
- ix) on the deadline for receipt of nominations, the **member** has his or her **designated address** in the electoral district for which he or she is nominated and has been nominated in accordance with this by-law; and
- x) the **member** has completed and filed with the Registrar the Conflict of Interest Form by the deadline established by the Registrar in accordance with Article 51.06.

**50.2** A **member** who has been elected to Council in two consecutive elections is not eligible for election until an election held in accordance with these by-laws which is more than five calendar years after the **member** was last elected to Council. For greater clarity and by way of example only, a **member** elected in 2007 and re-



elected in 2010 would not be eligible until more than five calendar years had passed from 2010, namely, would not be eligible for the 2013 elections but would be eligible again in 2016.

- 50.3** An election in a by-election shall not be counted in determining whether a **member** is ineligible for election under Article 50.02.
- 50.4** A **member** who is a **selected councillor** may not be a candidate for election as an **elected councillor** unless he or she first resigns as a **selected councillor**
- 50.5** A candidate may withdraw from an election by giving notice in writing to the Registrar. If the notice in writing is received at least forty-eight days prior to the date of the election, the name of the person shall not be placed on the ballot. In all other cases, the Registrar shall make reasonable efforts to notify the **members** eligible to vote that the candidate has withdrawn from the election.
- 50.6** A **member** is not eligible for election as a **councillor** if the member holds a position which would cause the individual, if elected as a **councillor**, to have a conflict of interest by virtue of having competing fiduciary obligations to both the **College** and another organization unless the **member** files with the Registrar, prior to the deadline referred to in Article 51.06, a written agreement to resign from the other position if elected as a **councillor**.
- 50.7** A **member** shall be deemed to have a position which would result in a competing fiduciary obligation under Article 50.06 if the **member** is
- i) a director or other member of the governing body of;
  - ii) an officer of; or
  - iii) the executive director or chief administrative officer of an international, national or provincial association or organization whose members are predominately chiropodists, podiatrists or other foot care providers.
- 50.8** Disputes as to whether a **member** is eligible for election or to vote in an election will be determined by the Elections Committee.
- 50.9** Disputes relating to the election of an **elected councillor** shall be dealt with by the Elections Committee which shall investigate the facts and report its findings and recommendations to Council for such decision as Council considers appropriate.



## 51. ELECTIONS

- 51.1** The Registrar shall supervise the nominating and election of **elected councillors**.
- 51.2** At least ninety days before the date of an election or by-election, the Registrar shall notify in writing each **member** who is then eligible to vote in that election or by-election of the date of the election, the nomination procedure and the deadline for returning nominations to the **College**.
- 51.3** The Registrar shall provide each **member** who is eligible to vote with a nomination form.
- 51.4** The nomination of a candidate for election shall be in writing, be received by the Registrar at least sixty days before the date of the election and shall include the written consent of the **member** wishing to stand for election and the signature of three eligible nominators.
- 51.5** Each nominator shall be a **member** who is eligible to vote in that election on the date of nomination and on the date on which the nominations close.
- 51.6** The Registrar shall establish a deadline by which each candidate shall complete and file the **College's** conflict of interest form which deadline shall not be less than fifteen days after the date upon which nominations close.
- 51.7** The Registrar shall provide each nominated candidate with a copy of the **College's** conflict of interest form, notice of the deadline for the filing of that form and relevant portions of the **College's** by-law relating to conflict of interest.
- 51.8** If, after the deadline referred to in Article 51.06, the number of eligible candidates nominated for an electoral district is equal to the number of **members** to be elected in that electoral district, the eligible candidates shall be elected by acclamation.
- 51.9** If, after the deadline referred to in Article 51.06, the number of eligible candidates nominated for an electoral district is less than the number of **members** to be



elected in that electoral district, the Registrar shall establish a new election schedule including, where necessary, a new date for that election.

- 51.10** Time frames referred to in Articles 51.02, 51.04 and 51.06 do not apply where the Registrar acts under Article 51.09.
- 51.11** Where the Registrar acts under Article 51.09, the deadline for nominations for that election shall be re-opened for fifteen days or such greater number of days as determined by the Registrar and a new deadline by which the candidates shall complete and file the conflict of interest form shall be established by the Registrar.
- 51.12** Where the Registrar acts under Article 51.09, the Registrar shall notify in writing each **member** referred to in Article 51.02 of the date of the election and the deadline for returning nominations to the **College** which deadline shall be determined by the Registrar.
- 51.13** If the number of eligible candidates nominated for election for an electoral district after the second call for nominations remains less than or equal to the number of **members** to be elected in the electoral district, those eligible candidates shall be elected by acclamation.
- 51.14** If after two calls for nominations there are still insufficient eligible candidates for election in any electoral district, the seat shall be considered vacant and the vacancy shall be dealt with by Council at its next regular meeting.
- 51.15** The Registrar shall advise each eligible candidate that he or she has an opportunity to have included with the ballot a candidate information page so long as the candidate provides to the Registrar the information in a form consistent with the guidelines set by the Registrar and on or before the deadline established by the Registrar.
- 51.16** No later than thirty days before the date of an election, the Registrar shall send to every **member** eligible to vote in an electoral district in which an election is to take place, a voting package which will include a ballot, a list of eligible candidates and voting instructions.
- 51.17** Voting for eligible candidates for election to Council shall be by mail ballot using the ballot supplied by the Registrar.





- 51.18** A **member** eligible to vote may cast one vote for any one eligible candidate.
- 51.19** On the day of the election ballots received on or before the deadline for the receipt of ballots will be opened and counted by returning officers appointed by the Registrar.
- 51.20** As soon as possible following the counting of the ballots, the Registrar shall, in respect of each election,
- i) notify each eligible candidate of the results of the election and the number of votes cast for each eligible candidate; and
  - ii) notify each eligible candidate that he or she may require a recount.
- 51.21** An eligible candidate may require a recount by giving a written request to the Registrar no more than fifteen days after the date of an election and paying a fee of \$300.
- 51.22** A recount shall be held within fifteen days of receipt of the request referred to in Article 51.21 at a time and place determined by the Registrar.
- 51.23** A recount shall be conducted in the same manner as the original counting of the ballots except that a representative of the **College** named by the Elections Committee shall be present and each eligible candidate shall be entitled to attend in person or by a representative.
- 51.24** Where a recount occurs, if the recount changes the election outcome, the **member** requiring the recount shall be entitled to the return of the fee required in Article 51.21.
- 51.25** Subject to Article 51.27, the successful candidate in an election is the eligible candidate with the highest number of votes.
- 51.26** Subject to Article 51.27, in each election the Registrar shall declare the successful candidate elected after the counting of the ballots or in the case of a recount, after the recounting of the ballots.



- 51.27** If there is a tie in any election and it is necessary to break the tie to determine who shall be the successful candidate, the Registrar shall designate a person to break the tie by lot and then declare that candidate elected.
- 51.28** The **College** shall notify its **members** of the results of all elections by publication of those results on the College's website or in such other or additional manner as Council may direct.
- 51.29** The Registrar may authorize destruction of all ballots thirty-one days after the announcement to eligible candidates of the results of an election or in the case of a recount, thirty-one days after the announcement to eligible candidates of the results of the recount.
- 51.30** If there is an interruption of mail service during a nomination or election, the Registrar may extend the holding of a nomination or election for such period of time as he or she considers necessary to compensate for the interruption.

## 52. SELECTED COUNCILLORS

- 52.1** For the purpose of clause 7(1)(c) of the **Act**, two **members** shall be selected by Council from the Faculty of the Michener Institute for Applied Health Sciences (Ontario) in accordance with the process set out in **Schedule 2**.
- 52.2** Except in the case of a filling of a vacancy, the term of office of a **selected councillor** shall be from the date of the acceptance of the selection by the selected **member** until the commencement of the **First Council Meeting** which is more than two calendar years following that appointment.

### Reappointment

- 52.3** A **selected councillor** may be reappointed but a **selected councillor** shall not serve for more than two consecutive terms in that capacity.
- 52.4** A **selected councillor** who has served for two consecutive terms in that capacity shall not be reappointed as a **selected councillor** until more than five calendar years after the member was last appointed as a **selected councillor**. For greater clarity and by way of example only, a **member** appointed in 2007 and reappointed



in 2010 would not be eligible until more than five calendar years had passed from 2010, namely, would not be eligible for appointment until 2016.

- 52.5** Time spent as a **selected councillor** as a result of an appointment by Council to fill a vacancy shall not be included for the purposes of Article 52.03.

## 53. NON-COUNCIL COMMITTEE MEMBERS

- 53.1** Council shall appoint eligible **members** to be **non-council committee members** in accordance with the process set out in **Schedule 3**.
- 53.2** Council shall determine the number of **members** to be appointed bearing in mind the number of **non-council committee members** needed to constitute the **committees** of the **College**.

### Term of Office

- 53.3** The term of office of a **non-council committee member** shall be from the date of appointment until the **First Council Meeting** which is more than two calendar years following that appointment.

### Reappointment

- 53.4** A **non-council committee member** may be reappointed but shall not serve for more than two consecutive terms in that capacity.
- 53.5** A **non-council committee member** who has served for two consecutive terms in that capacity shall not be reappointed as a **non-council committee member** until more than five calendar years after the **member** was last appointed as a **non-council committee member**. For greater clarity and by way of example only, a **member** appointed in 2007 and reappointed in 2010 would not be eligible until



more than five calendar years had passed from 2010, namely, would not be eligible for appointment until 2016.

## Eligibility

- 53.6** Subject to the balance of the provisions this Article, a **member** is eligible to be appointed as a **non-council committee member** if, on the date of appointment,
- i) the **member** practises chiropody in Ontario, or if the **member** does not practise chiropody, the **member** is resident in Ontario;
  - ii) the **member** is not in default of the payment of any money owed to the **College** including but not limited to any fee prescribed by the **Regulations** or required by the by-laws;
  - iii) the **member** is not the subject of any disciplinary or incapacity proceeding;
  - iv) the **member's** certificate of registration has not been revoked or suspended in the six years preceding the date of the appointment for any reason other than non-payment of fees;
  - v) the **member** has not been the subject of any professional misconduct, incompetence or incapacity finding in the three years preceding the date of the appointment;
  - vi) the **member** is a holder of a general class certificate of registration and the certificate is not subject to a term, condition or limitation other than one applicable to all **members** of the class; and
  - vii) the **member** has not been disqualified by Council in the three preceding years whether as an **elected** or **selected councillor** or a **non-council committee member**.
- 53.7** A **member** is not eligible to be appointed as a **non-council committee member** if the **member** holds a position which would cause the individual, if appointed, to have a conflict of interest by virtue of having competing fiduciary obligations to both the **College** and another organization unless the **member** files with the Registrar a written agreement to resign from the other position if appointed as a **non-council committee member**.
- 53.8** A person shall be deemed to have a position which would result in a competing fiduciary obligation under Article 53.07 if the person is



- i) a director or other member of the governing body of;
- ii) an officer of; or
- iii) the executive director or chief administrative officer of an international, national or provincial association or organization whose members are predominately chiropodists, podiatrists or other foot care providers.

## 54. DISQUALIFICATION

### 54.1 Council shall disqualify an **elected councillor** from sitting on Council if the **elected councillor**

- i) is determined by Council not to have met the eligibility requirements for election;
- ii) ceases to be the holder of a certificate of registration;
- iii) ceases to either practise or reside in the electoral district in which the **member** was elected;
- iv) is found to have committed an act of professional misconduct or to be incompetent by a panel of the Discipline Committee;
- v) is found to be incapacitated by a panel of the Fitness to Practise Committee;
- vi) has a term, condition or limitation placed on his or her certificate of registration other than one applicable to all **members** holding that class of certificate;
- vii) is determined by Council to have obtained a position which creates a conflict of interest by virtue of having competing fiduciary obligations to both the **College** and another organization;
- viii) fails, without reasonable cause, to attend two consecutive meetings of Council;
- ix) fails, without reasonable cause, to attend three consecutive meetings of a **Committee** of which he or she is a member; or
- x) fails, without reasonable cause, to attend a hearing or proceeding of a panel for which he or she has been selected.



- 54.2** Council shall disqualify a **selected councillor** from sitting on Council if the **selected councillor**
- i) is determined by Council not to have met the requirements for selection;
  - ii) ceases to be a member of a faculty of the Michener Institute for Applied Health Sciences;
  - iii) ceases to be the holder of a certificate of registration;
  - iv) is found to have committed an act of professional misconduct or to be incompetent by a panel of the Discipline Committee;
  - v) is found to be incapacitated by a panel of the Fitness to Practise Committee;
  - vi) has a term, condition or limitation placed on his or her certificate of registration other than one applicable to all **members** holding that class of certificate;
  - vii) is determined by Council to have obtained a position which creates a conflict of interest by virtue of having competing fiduciary obligations to both the **College** and another organization;
  - viii) fails, without reasonable cause, to attend two consecutive meetings of Council;
  - ix) fails, without reasonable cause, to attend three consecutive meetings of a **Committee** of which he or she is a member; or
  - x) fails, without reasonable cause, to attend a hearing or proceeding of a panel for which he or she has been selected.
- 54.3** Council shall disqualify a **non-council committee member** from sitting on any **committee** of the **College** if the **non-council committee member**
- i) ceases to be the holder of a certificate of registration;
  - ii) is found to have committed an act of professional misconduct or to be incompetent by a panel of the Discipline Committee;
  - iii) is found to be incapacitated by a panel of the Fitness to Practise Committee;
  - iv) has a term, condition or limitation placed on his or her certificate of registration other than one applicable to all **members** holding that class of certificate;



- v) is determined by Council to have obtained a position which creates a conflict of interest by virtue of having competing fiduciary obligations to both the **College** and another organization;
  - vi) fails, without reasonable cause, to attend three consecutive meetings of a **committee** of which he or she is a member; or
  - vii) fails, without reasonable cause, to attend a hearing or proceeding of a panel for which he or she has been selected.
- 54.4** An **elected** or **selected councillor** or **non-council committee member** is also subject to disqualification pursuant to the **College's** Conduct of Councillors and Committee Members By-Law if such a by-law has been passed by Council.
- 54.5** An **elected** or **selected councillor** who is disqualified by Council under this or any other by-law of the **College** ceases to be a **councillor** and ceases to be a member of all **committees**.
- 54.6** An **non-council committee member** who is disqualified by Council under this or any other by-law of the **College** ceases to be a **non-council committee member** and ceases to be a member of all **committees**.
- 54.7** An **elected** or **selected councillor** who becomes the subject of a disciplinary or incapacity proceeding, including one which originates at any time after the deadline for receipt of nominations, shall not serve on Council or on any **committee** until the proceeding is finally completed.
- 54.8** A **selected councillor** who becomes the subject of a disciplinary or incapacity proceeding shall not serve on Council or on any **committee** until the proceeding is finally completed.
- 54.9** A **non-council committee member** who becomes the subject of a disciplinary or incapacity proceeding shall not serve on any **committee** until the proceeding is finally completed.
- 54.10** An **elected** or **selected councillor** or a **non-council committee member** who becomes in default of the payment of monies owed to the **College** including any fees prescribed by the **Regulations** or required by the by-laws, including a default which originates at any time after the deadline for receipt of nominations, shall not serve on Council or any **committee** until the default is remedied.



- 54.11** Where a **councillor** believes that Council should consider disqualifying an **elected** or **selected councillor** or **non-council committee member** on the basis that he or she meets one or more of the disqualification factors set out in Article 54.01, Article 54.02 or Article 54.03, the **councillor** shall advise the Executive Committee in writing.
- 54.12** If the Registrar receives information that if true may result in Council disqualifying an **elected** or **selected councillor** or **non-council committee member** on the basis that he or she meets one or more of the disqualification factors set out in Article 54.01, Article 54.02 or Article 54.03, the Registrar shall advise the Executive Committee in writing.
- 54.13** The Executive Committee shall notify the **elected** or **selected councillor** or **non-council committee member** whose conduct is the subject of concern of the nature of the concern and provide him or her with a reasonable opportunity to make written or oral submissions or both to the Executive Committee.
- 54.14** The Executive Committee shall make a preliminary determination of the relevant facts and report those facts to the **elected** or **selected councillor** or **non-council committee member** whose conduct is the subject of concern and, where applicable, to the **councillor** who brought the concern to the Executive Committee's attention.
- 54.15** If either the Executive Committee or the **councillor** who brought the matter to the Executive Committee's attention is of the view that further action may be required by Council, the issue shall be placed on the agenda for the next meeting of Council.
- 54.16** Should, pursuant to this by-law, the matter of the potential disqualification of an **elected** or **selected councillor** or **non-council committee member** be placed on the agenda of Council, the Registrar shall advise the person who is potentially subject to disqualification of the date when Council intends to meet to deal with the issue and of his or her opportunity to make either written or oral submissions to Council, should he or she wish to do so.
- 54.17** After providing the opportunity referred to in Article 54.16, Council shall determine the relevant facts and, if appropriate, disqualify the **elected** or **selected councillor** or **non-council committee member** in accordance with this by-law.





- 54.18** A resolution of at least two-thirds of the **councillors** present at a meeting of Council duly called for that purpose shall be required in order to disqualify an **elected** or **selected councillor** pursuant to this Article.
- 54.19** A resolution of the **councillors** present at a meeting of Council duly called for that purpose shall be required in order to disqualify a **non-council committee member** pursuant to this Article.
- 54.20** Where an **elected** or **selected councillor** is the subject matter of a motion for disqualification under this Article, that **elected** or **selected councillor** shall not be present during the debate or vote and shall not be counted as a member of Council in determining whether a quorum exists or whether the motion was carried or defeated.
- 54.21** Before any debate is had or vote taken by Council pursuant to this Article, Council shall consider whether the public should be excluded from the meeting in accordance with the **Code**.

## 55. VACANCY ON COUNCIL

- 55.1** The seat of an **elected** or **selected councillor** shall be deemed to be vacant upon the death, resignation or disqualification of the **elected** or **selected councillor**
- 55.2** If the seat of an **elected councillor** becomes vacant in an electoral district less than eighteen months before the next election in that electoral district, Council may
- i) leave the seat vacant;
  - ii) appoint as an **elected councillor** the eligible candidate who had the most votes of all of the unsuccessful eligible candidates for that position in that electoral district in the last election; or
  - iii) direct the Registrar to hold a by-election for that electoral district which shall be held in a manner consistent with the elections held under this by-law.
- 55.3** If the seat of an **elected councillor** becomes vacant in an electoral district more than eighteen months before the next election in that electoral district, Council



shall direct the Registrar to hold a by-election for that electoral district which shall be held in a manner consistent with the elections held under this by-law.

- 55.4** Where the seat of an **elected councillor** becomes vacant in an electoral district because, after two calls for nomination, there were no eligible candidates for election in that electoral district, Council shall appoint a **member** who at the time of the appointment is a chiropodist member, in the case of a vacancy in respect of the seat of a chiropodist councillor or a podiatrist member, in the case of a vacancy in respect of the seat of a podiatrist councillor."
- 55.5** The term of an **elected councillor** elected or appointed under Article 55.02 or Article 55.03 shall continue until his or her successor takes office in accordance with the by-law or until a vacancy occurs in that office, whichever shall first occur.
- 55.6** If the seat of a **selected councillor** becomes vacant, that vacancy shall be filled in accordance with the process set out in **Schedule 2**.
- 55.7** Failure to fill a vacancy as required by this Article shall not affect the rights of the remaining **councillors** or **committee members** to fulfill their duties and responsibilities.

## **56.** RESIGNATION

- 56.1** A **councillor** may resign either as a member of Council or as a **committee member** or both.
- 56.2** A **non-council committee member** may resign either as a **non-council committee member** or as a **committee member** or both.
- 56.3** A resignation may not be withdrawn, does not need acceptance and where no date is specified in the resignation, is effective on the date it is received by the President, Vice-President or Registrar.
- 56.4** A written resignation which contains a date upon which the resignation is intended to be effective, is effective on the date specified in the resignation or on the date it is received by the President, Vice-President or Registrar, whichever is later.



## 57. INTERPRETATION

**57.1** In all by-laws of the **College**, the singular shall include the plural and the plural shall include the singular.

**57.2** Wherever reference is made in the by-laws to a statute or section, such reference shall be deemed to extend and apply to any amendment or re-enactment of such statute or section, as the case may be.

**57.3** A **Schedule** in this or any other by-law of the **College** shall form part of the by-law.

**57.4** All provisions of this or any other by-law of the **College** shall be interpreted in a manner consistent with the **RHPA** and the **Act** and where any such inconsistency is found to exist, the inconsistent provision is to be severed therefrom so long as this severance is practical.

**57.5** Where notice is required under this or any other by-law of the **College** and except where specifically provided otherwise, the following shall apply in determining whether sufficient notice was given:

- i) the number of days shall be calculated excluding the day on which the notice was sent or forwarded and excluding the day of the event for which the notice was given;
- ii) the number of days shall be calculated including all days whether or not they are business days, weekend days, or holidays;
- iii) where notice is provided by ordinary prepaid first class mail to the person's last known address, the notice shall be considered to have been received on the fifth day following mailing;
- iv) where notice is provided by facsimile, e-mail or other electronic means, the notice shall be considered to have been received on the date and time it was sent; and
- v) where notice is provided by courier to the person's last known address, the notice shall be considered to have been received on the date the courier delivered the notice, whether or not it was personally received on that date.



## Schedule 1 to By-Law No. 1 Process for Election of Council Officers

1. (a) Following the **election of councillors**, the Registrar shall prepare a list of the names of the persons who the Registrar expects to constitute the new Council. The list shall be sent to all of the persons who the Registrar believes will constitute that Council with a request that any person who may wish to stand for election to the position of President or Vice-President or to be elected as (one of) the other members of the Executive Committee so indicate by notice in writing to the Registrar to be received at the **College** no later than ten days prior to the **First Council Meeting**. The Registrar shall circulate, along with the agenda for the **First Council Meeting**, a list of the names of all persons who have provided the aforesaid notice along with an indication of which position(s) each of those persons has indicated an interest in.  
  
(b) A failure to file a notice of intent shall not restrict a person from nominating himself/herself for office/election at the time of the election.
2. At the **First Council Meeting**, the Registrar shall call the meeting to order and act as interim presiding officer.
3. The Registrar will present the report on elections for the approval of Council and will then call the roll.
4. The Registrar will call for nominations and applications for the position of President. Should only one **councillor** be a candidate for the Presidency, the interim presiding officer will thereupon declare said candidate elected. The newly elected President will immediately assume the chair.
5. Should there be more than one candidate for the position of President, an election by secret ballot shall be conducted. For the purpose of that selection, the interim presiding officer will, with the concurrence of Council appoint two returning officers to count the ballots and to report the results to Council.
6. When more than two **councillors** are nominated, the nominee who received the lowest number of votes on each ballot shall be deleted from the next ensuing



ballot unless one nominee receives a majority of the votes cast on the ballot. This procedure shall be followed until one nominee receives a majority of the votes cast. When one candidate receives a majority of the votes cast, he or she shall be declared elected as President and the newly elected President shall immediately assume the chair.

7. The election of the Vice-President will be conducted on a basis identical to that of the procedure applicable to the election of the President.
  
8. The President and Vice-President shall be members of the Executive Committee. The remaining member(s) of the Executive Committee shall be elected by Council in a manner identical to that procedure applicable to the election of the President bearing in mind the requirements for the composition of the Executive Committee under the by-laws.



## Schedule 2 to By-Law No. 1

### Process for the Appointment of Selected Councillors

1. When it is reasonably anticipated that the appointment of one or more **selected councillors** will be required in the next one hundred and eighty days, whether to fill a vacancy or for any other reason, the Executive Committee shall
  - i) determine the names of all **members** who are members of the faculty of the Michener Institute for Applied Sciences;
  - ii) consult with the President of the Michener Institute for Applied Sciences and obtain his/her recommendations respecting the filling of those positions on Council; and
  - iii) prepare for Council's consideration the name of the **member** or **members** who the Executive Committee would recommend that Council select to fill those positions on Council.
2. Prior to making a recommendation to Council, the Executive Committee shall take reasonable steps to ensure that each prospective appointee is eligible for selection and does not hold a position which would cause the individual if appointed as a **selected councillor** to have a conflict of interest by virtue of having competing fiduciary obligations to both the **College** and another organization or if a prospective appointee does have such a conflict, to ensure that the **member** has agreed in writing to immediately resign from the other position if selected as a **councillor**.
3. A person shall be deemed to have a position which would result in a competing fiduciary obligation under paragraph 2 if the person is
  - i) a director or other member of the governing body of;
  - ii) an officer of; or
  - iii) the executive director or chief administrative officer of an international, national or provincial association or organization whose members are predominately, chiropodists, podiatrists or other foot care providers.
4. A person shall be deemed not to have a position which would result in a competing fiduciary obligation under paragraph 2 solely as a result of the person being or continuing to be a member of the faculty of the Michener Institute for Applied Sciences.



5. Disputes as to whether a **member** is eligible for selection shall be determined by the Elections Committee.
6. The **member** selected by Council shall not become a **selected councillor** until that **member** agrees to serve as a **selected councillor**.
7. Council may at the time of selection select more than one **member** ranking its selections in order of its preference with the understanding that should the most preferred **member** refuse to serve as a **selected councillor** the next preferred **member** would be offered the position until either one of the preferred **members** agrees to serve as a **selected councillor** or the list of preferred **members** has been exhausted.
8. In the event the process does not result in the filling of all **selected councillor** positions, the process shall be repeated.



## Schedule 3 to By-Law No. 1

### Process for the Appointment of Non-Council Committee Members

1. When it is reasonably anticipated that the appointment of one or more **non-council committee members** will be required whether to fill a vacancy or for any other reason, the Registrar shall distribute to all **members** information respecting the opportunity to serve Council as a **non-council committee member** in order to obtain applications from those **members** who are interested in being appointed.
2. The Registrar shall establish a deadline for receipt of applications.
3. After the deadline for receipt of applications, the Registrar shall compile a list of all **members** who completed the application and provide that list to the Executive Committee along with a copy of each **member's** application and supporting documentation.
4. The Executive Committee shall prepare for Council's consideration the name of the **member** or **members** who the Executive Committee would recommend that Council appoint as **non-council committee members**.
5. In making its recommendation to Council, the Executive Committee shall consider the following principles:
  - i) the importance of having **non-council committee members** who have diverse experience and who practise in different parts of the Province; and
  - ii) the importance of encouraging **members** who have not previously participated in **College** matters to serve as **non-council committee members**.
6. Prior to making recommendation to Council, the Executive Committee shall take reasonable steps to ensure that each prospective appointee does not hold a position which would cause the individual if appointed as **non-council committee member** to have a conflict of interest by virtue of having competing fiduciary obligations to both the College and another organization or if a prospective appointee does have such a conflict, to ensure that the **member** has agreed in writing to immediately resign from the other position if appointed as a **non-council committee member**.





7. A person shall be deemed to have a position which would result in a competing fiduciary obligation under paragraph 6 if the person is
  - i) a director or other member of the governing body of;
  - ii) an officer of; or
  - iii) the executive director or chief administrative officer of an international, national or provincial association or organization whose members are predominately chiropodists, podiatrists or other foot care providers.
  
8. Disputes as to whether a **member** is eligible for appointment shall be determined by the Elections Committee.