

**NOVA SCOTIA COLLEGE OF MEDICAL IMAGING AND RADIATION THERAPY**  
**PROFESSIONALS BY-LAWS**

**1. INTERPRETATION**

- 1.1 All words used in these by-laws that are defined in the Act or Regulations have the same meaning as set out in the Act or Regulations.
- 1.2 References in this document to the Act, Regulations and By-Laws refer to the Medical Imaging and Radiation Therapy Professionals Act, SNS 2013, c 7, the Nova Scotia College of Medical Imaging and Radiation Therapy Professionals Regulations and these By-Laws made under the Act, respectively.
- 1.3 These By-Laws may be cited as the Nova Scotia College of Medical Imaging and Radiation Therapy Professionals By-Laws.
- 1.4 Words importing the singular include the plural number and vice versa unless the context otherwise requires.
- 1.5 In the event of any conflict between these By-Laws and the Act and/or regulations, the provisions of the Act and/or regulations prevail.
- 1.6 In the event of any conflict between these By-Laws and Board Policies, the provisions of these By-Laws prevail.

**2. DEFINITIONS**

- 2.1 In these bylaws
  - (a) "College employee" means an individual employed on a full- or part-time basis by the College, but does not include independent contractors, consultants, or facilitators who otherwise provide services to the College;
  - (b) "good standing" means a practising registrant who is not in default of payment of any monies owing to the College and is not actively subject to a licensing sanction;
  - (c) "officer" or "officers" means any one or more persons, respectively, who have been elected or appointed as officers of the College, and includes the chair, vice-chair, and secretary;
  - (d) "scrutineers" means individuals or organizations appointed by the Nominations Committee to count votes at meetings held by the College and excludes College employees, members of the Board, independent contractors and consultants providing services to the College;

### **3. HEAD OFFICE**

3.1 The head office of the College shall be maintained within the province of Nova Scotia and located as to reasonably carry on the business of the College.

### **4. SEAL OF THE COLLEGE**

4.1 The seal of the College shall be prescribed by the Board and shall be in the custody of the Registrar.

### **5. FISCAL YEAR**

5.1 The fiscal year of the College shall be the period from the 1<sup>st</sup> day of January in any year to the 31<sup>st</sup> day of December in the same year.

### **6. BOARDS OF THE COLLEGE**

6.1 Boards subsequent to the initial Board shall consist of:

- a minimum of 6 practising registrants of the College; and
- a minimum of 3 public representatives.

6.2 With the exception of the public representatives, the Board shall be elected by the practising registrants of the College.

### **7. NOMINATIONS COMMITTEE**

7.1 The Nominations Committee consists of at least the following:

- (a) 1 public representative; and
- (b) 2 practising registrants.

7.2 The members of the Nominations Committee shall be appointed by the Board for a three-year term with eligibility for reappointment for a second term.

7.3 The Board shall appoint one of the members as Chair of the Nominations Committee.

7.4 A decision of the Nominations Committee requires a majority vote of its members.

7.5 The Nominations Committee shall call for candidate nominations for all Board vacancies no later than Oct 20<sup>th</sup> each year.

7.6 The Nominations Committee shall strive to put forward a competitive slate of candidates.

7.7 The Nominations Committee shall present the slate of candidates as determined by nominations process

7.8 In the event that insufficient number of qualified candidates stand for election, the Board can appoint a registrant to the Board, that meet the Nomination Committee's vetting criteria.

## **8. CRITERIA FOR NOMINATION**

8.1 A registrant is eligible to be nominated for election to the Board if the registrant:

- (a) holds a practising licence;
- (b) is not in default of payment of any monies owing to the College;
- (c) is able and willing to serve fairly, impartially and in the public interest;
- (d) is not currently subject to a licensing sanction, or was not subject to a licensing sanction within the five years preceding the date of the election;
- (e) is not a College employee;
- (f) is willing to contribute to the attainment of the purposes of the College;
- (g) is able to devote the appropriate time and attention to the role of Board member; and
- (h) has, or is willing to attain, the appropriate competencies to fulfil the role of Board member.
- (i) individual that has served two consecutive terms on the Board has been absent from the board for a minimum of one term before reoffering to Board.

## **9. ELECTION OF BOARD MEMBERS**

9.1 The Board, with the exception of the public representatives, shall be elected by the practising registrants of the College.

9.2 The Board shall fix, by resolution, an election date for the election of Board members, and shall also set the deadline by which eligible ballots for the election must be received at the College.

9.3 For each election, the term for each elected Board member shall be 3 years.

9.4 If only one nomination for a Board member position is received, the nominee will be declared elected by acclamation.

9.5 A member may serve no more than two consecutive terms on the Board.

- 9.6 Voting shall be conducted by electronic ballot.
- 9.7 Voting shall begin no later than December 1<sup>st</sup> each year and will be open for a 10-day period.
- 9.8 The Board shall appoint a Chief Elections Officer to oversee the elections process. The Chief Elections Officer shall not be a member of the Nominations Committee.
- 9.9 The Chief Elections Officer shall appoint two scrutineers to assist in the counting of the ballots.
- 9.10 The Chief Elections Officer and scrutineers must maintain the confidentiality of information on the ballots.
- 9.11 At the date and time established for the counting of the ballots, the Chief Elections Officer and the scrutineers shall:
  - (a) examine the ballots;
  - (b) declare invalid all ballots that have not been completed in accordance with the instructions on the ballot; and
  - (c) make a record of the entire number of votes cast for each candidate and position.
- 9.12 The registrant having the highest number of votes for each position shall be elected, and in the case of a tie, an election shall be held by electronic ballot with the names of only the individuals who received tie votes being placed on the ballot for purposes of breaking the tie. This should be done within two weeks of the initial election closing.
- 9.13 After the counting of the ballots, the results of the election shall remain confidential until confirmed by the board.
- 9.14 Any registrant seeking to challenge the result of an election must do so within 5 business days following the notification to the College registrants by notifying the Chief Elections Officer. In such event, the Chief Elections Officer shall in the presence of the scrutineers and the candidates for the contested position recount the ballots, and the Chief Elections Officer shall make the final decision respecting the successful candidate. In the event of any irregularity with respect to any ballot or election, either at the timing of the initial counting of ballots, or in the event of a challenge under Article 10.17, the Chief Elections Officer will be the sole arbitrator thereof, and their decision is final.
- 9.15 The Chief Elections Officer shall destroy the record of the electronic votes on the sixth business day following the election, unless a request to challenge the results of the election has been made in accordance with Article 10.17, in which case, the

electronic votes will be destroyed following the recount and the pronouncement of the successful candidate.

- 9.16 The results of the election of Board members shall be announced at the annual general meeting.

## **10. EXECUTIVE COMMITTEE**

10.1 The Board shall appoint officers from among its members as outlined in board approved nominations committee policy and process.

10.2 The officers shall serve on the Executive Committee.

10.3 The Executive Committee shall consist of the following officers:

- the chair
- the vice-chair, and
- the secretary,

10.4 Terms for the executive positions shall be determined by resolution of the Board.

10.5 The Executive Director shall be an *ex-officio* member of the Executive Committee.

10.6 Subject to the provisions of the Act and Regulations, the Executive Committee may exercise all of the powers and shall perform all the duties of the Board with respect to any matters that the Board may delegate to it or that, in the reasonable opinion of the Executive Committee, require urgent and immediate attention.

## **11. DUTIES OF OFFICERS**

### **11.1 Duties of the Chair**

- (i) The Chair shall have general supervision of the activities of the College.
- (ii) The Chair shall chair Board meetings and the annual general meetings.
- (iii) The Chair shall perform such additional duties as are assigned by the Board.

### **11.2 Duties of the Vice Chair**

- (i) The vice chair, in the absence of the chair, shall perform all duties of the chair.
- (ii) The vice chair shall assist the chair in all matters of the College as requested by the chair.

- (iii) The vice chair shall perform such additional duties as are assigned by the Board.

### **11.3 Duties of the Secretary**

- (i) The secretary shall record minutes of all Board meetings and AGM.
- (ii) The secretary shall perform such additional duties as are assigned by the Board.

## **12. DUTIES OF BOARD MEMBERS**

12.1 Board members shall attend Board meetings and annual general meetings.

12.2 Board members shall perform such additional duties as are assigned by the Board.

## **13. REMOVAL OF BOARD MEMBERS AND OFFICERS**

13.1 A Board member or officer may be removed from office by resolution of the Board approved by at least two-thirds of the members of the Board casting votes following a properly constituted meeting of the Board at which notice of the vote has been properly given.

13.2 In the event the Board seeks to remove a public representative from the Board, the Board may submit a letter of consideration to the Executive Council Office (ABC) following a resolution approved by at least two-thirds of the members of the Board casting votes following a properly constituted meeting of the Board at which notice of the vote has been properly given.

## **14. BOARD VACANCY**

14.1 In the event a Board member or officer vacates from office prior to the expiration of their term, the Board may:

- (a) leave the position vacant until the next election; or
- (b) appoint an interim Board member or officer to fill such vacancy for the period of the unexpired term.

14.2 The period served pursuant to Article 15.1(b) is not to be considered a term for the purposes of Article 10.8.

## **15. ANNUAL LICENSING FEES**

15.1 Notice of change in annual fees will be given at least 60 days prior to the date by which the fees must be paid.

## **16. AFFILIATED MEMBERS**

- 16.1 An affiliated member:
- (a) is not a licensed registrant of the College;
  - (b) pays the fees and other charges determined by the Board;
  - (c) may attend as a non-voting member at annual general meetings and special meetings;
  - (d) is eligible to serve on non-statutory committees.
- 16.2 The following are the categories of affiliated membership:
- (a) Student member: A person enrolled in a medical imaging or radiation therapy accredited educational program in Nova Scotia as defined in the Act.
  - (b) Honorary member: A person who was a member of the College and has retired from practice and who is no longer directly or indirectly involved in the practice of the medical imaging or radiation therapy professions as defined in the Act.
  - (c) Non-Active member: A member eligible for licensure, but not currently licensed.

## **17. GENERAL AND SPECIAL MEETINGS OF THE BOARD**

- 17.1 Meetings of the Board shall be called by the chair, with not less than three meetings being held between annual general meetings.
- 17.2 At a minimum of 15 days prior to a general meeting of the Board, notice shall be issued electronically to each Board member of the time, place and agenda for the meeting.
- 17.3 The chair may call a special meeting of the Board at any time or upon the written request of one-third of Board members indicating the subject(s) to be considered.
- 17.4 At least 3 days prior to a special meeting of the Board, notice in writing shall be issued electronically to each Board member. The notice shall state the purpose of the meeting. No matter shall be discussed at any special meeting of the Board apart from that specified in the notice.
- 17.5 With the exception of the chair, each Board member shall be entitled to 1 vote at any meeting of the Board. The chair shall not vote, except in the case of a tie.
- 17.6 A quorum for meetings of the Board shall consist of fifty percent plus one of Board members, regardless of whether the members of the Board are registrants of the College or public member representatives.

17.7 The Board may make rules for voting at general and special meetings of the Board providing they are not in conflict with the Act, Regulations, or these policies.

## **18. ANNUAL GENERAL MEETING**

18.1 The College will hold an annual general meeting at a time and place determined by the Board, with an agenda approved by the Board.

18.2 At least 30 days prior to a meeting date, registrants shall be issued a notice of the meeting, indicating the time and place of the meeting, the agenda for the meeting, and copies, if any, of resolutions proposed pursuant to Article 20.1.

18.3 Board members, including public representatives on the Board, are expected to be present at an annual general meeting.

18.4 An annual general meeting shall be open to all registrants and to the public.

18.5 The agenda for an annual general meeting shall include the following:

- (a) approval of the minutes of the preceding annual general meeting;
- (b) annual reports from the chair, the Executive Director, and committees;
- (c) the auditor's financial report;
- (d) appointment of auditors of the College;
- (e) notice of annual fees for the College for the upcoming fiscal year;
- (f) announcement of results of election of Board members;
- (g) business arising from the preceding annual general meeting;
- (h) any matters to be voted upon pursuant to Article 20; and
- (i) any other matters as determined by Board.

18.6 The following matters shall be voted upon at an annual general meeting:

- (a) motions arising out of the business of the annual general meeting; and
- (b) resolutions proposed pursuant to Article 20.1, and related motions arising out of such resolutions.

18.7 A quorum for an annual general meeting shall be the number of registrants present.

18.8 Once the meeting has commenced, further registrants may be admitted to the annual general meeting, but any such registrants will not have voting rights on any subject



which the registrant was not present during all discussions pertaining to said subject.

18.9 The Board may make rules for voting at general annual and special meetings of the College providing they are not in conflict with the Act, Regulations, or these policies.

18.10 The minutes from any general meeting shall be made available within thirty days.

## **19. RESOLUTIONS AND MOTIONS**

19.1 In order for a resolution to be considered for voting at an annual general meeting, it must be:

- (a) deemed by the Board to be consistent with the objects of the Act and within the jurisdiction of the College; and
- (b) submitted by a practising registrant, and seconded by another practising registrant, at least 90 days prior to an annual general meeting.

19.2 Where a resolution has been passed at an annual general meeting, the Board shall consider the resolution and act upon it in such manner the Board determines is consistent with the Act and within the jurisdiction of the College, but such motion or resolution is not binding on the Board.

19.3 A motion must be made prior to voting on a matter that requires a vote under these by-laws, and a motion shall be moved and seconded by practising registrants.

## **20. SPECIAL MEETINGS OF THE COLLEGE**

20.1 Special meetings of the College may be called to deal with extraordinary circumstances of an immediate nature.

20.2 Special meetings of the College may be called:

- (a) by at least a two-thirds majority vote of the Board; or
- (b) upon receipt of written requests from a minimum of 10% of the total College registrants holding a practising licence.

20.3 Requests shall include the subject(s) to be considered.

20.4 The Board must call a special general meeting of the College within 30 days of receipt of a written request.

20.5 At least 15 days prior to a special meeting of the College, notice shall be issued electronically to each registrant of the College indicating the time, place and business to be transacted at the meeting. No matter shall be discussed at any special meeting of the College apart from that specified in the notice.

- 20.6 Once the meeting has commenced, further registrants may be admitted to the special meeting of the College, but any such registrants will not have voting rights on any subject which the registrant was not present during all discussions pertaining to said subject.

## **21. PROCEDURES AT MEETINGS**

- 21.1 Unless otherwise specified in the Act, Regulations, or these by-laws, proceedings of meetings of the Board, the College, and Committees shall be conducted according to Robert's Rules of Order (latest edition).
- 21.2 Unless otherwise specified in the Act, Regulations, or these by-laws, notice requirements for any meetings of the Board, the College, and Committees may be waived by unanimous vote of those participating in a meeting.
- 21.3 The Board may make rules for meetings of the Board and meetings of the College that are not inconsistent with the Act, Regulations, or these by-laws.
- 21.4 Committees may make rules for Committee meetings that are not inconsistent with the Act, Regulations, or these by-laws.
- 21.5 Meetings of the College, the Board, and Committees may be conducted in person, by teleconference or other electronic means.
- 21.6 The chair shall preside as chairperson at every meeting of the College. If there is no chair, or if at any meeting the chair is not present, the vice chair shall preside as chairperson.
- 21.7 The Board shall appoint a chairperson for each Committee.
- 21.8 The chairperson may adjourn any meeting. No business shall be transacted once the meeting has been adjourned.
- 21.9 Accidental omission to deliver a notice, or non-receipt of such notice, does not invalidate proceedings at a meeting of the College, the Board, or Committee.
- 21.10 If within 30 minutes from the time appointed for a meeting of the Board or a meeting of the College a quorum of registrants is not present, the meeting shall be dissolved and rescheduled.

## **22. VOTING AT ANNUAL AND SPECIAL MEETINGS**

- 22.1 At each annual general meeting and special meetings of the College, each practising registrant shall have one (1) vote.
- 22.2 A vote shall be passed by a majority of practising registrants in attendance, according to the scrutineers' poll, at the time the vote is taken.

- 22.3 The chair will not vote initially but will vote in the case of a tie.
- 22.4 The Board may make rules for voting at annual and special meetings of the College providing they are not in conflict with the Act, Regulations, or these policies.

## **23. COMMITTEES**

- 23.1 In addition to Committees established under the Act, Regulations, and By-Laws, the Board may appoint other committees to perform such duties as determined by the Board.
- 23.2 All Committees established under article 23.1 shall consist of:
  - (a) at least one public representative; and
  - (b) at least two registrants.
- 23.3 The Chair for each Committee is appointed by the Board.
- 23.4 Unless otherwise prescribed by the Act, Regulations, or By-Laws, committee appointments are for a term of three years, with the option to renew once. No Committee member will serve more than two consecutive terms.
- 23.5 The members of a committee may waive notice of any meeting or proceeding of the committee.
- 23.6 Fifty percent plus one of the committee members constitutes a quorum.
- 23.7 A committee member may be removed by a majority vote of the Board.
- 23.8 Expenditures by any committee shall be limited to those funds approved in the annual budget of the College, unless further approval of the Board has been obtained.
- 23.9 Each Committee Chair shall prepare and submit an annual report of its activities to the Board, not later than 60 days prior to the distribution of the Annual Report.

## **24. RECORDS**

- 24.1 The Board shall ensure that all necessary books and records of the College required by the by-laws or by any applicable statute or law are regularly and properly kept.
- 24.2 A registrant may review the books and records of the College upon advanced written request.
- 24.3 The Board may establish policies governing the use of membership information and records of the College.

24.4 The Board may establish policies respecting the records and accounts to be kept by a registrant with respect to a registrant's practice, and providing for the production, inspection, and examination of such records and accounts.

## **25. EXECUTION OF DOCUMENTS**

25.1 Contracts to be executed on behalf of the College related to approved budgeted items may be signed by the Executive Director/Registrar.

25.2 Contracts and documents related to non-approved items must be signed by two members of the Executive Committee.

25.3 The seal of the College may be affixed to documents by any officer or officers appointed by resolution of the Board.

## **26. REMUNERATION AND EXPENSES**

26.1 Members of the Board receive a small honorarium for their services and are entitled to reimbursement for expenses actually incurred on Board business and which are approved by the Board.

26.2 Honoria for Board and Committee members may be approved by resolution of the Board.

## **27. FORMS**

27.1 Any forms required pursuant to the Act, Regulations or the Bylaws shall be approved by the Executive Director.

## **28. STANDARDS OF PRACTICE AND CODE OF ETHICS**

28.1 The Standards of Practice and Code of Ethics shall be those documents as approved by resolution of the Board.

## **29. OTHER**

29.1 Enacting, Amending and Repealing By-laws

(a) The by-laws may be repealed or amended by by-law, or a new by-law may be enacted, by resolution of the approved by at least two-thirds of the Board.

Last revised Jan 2022