



## **BY -LAW NO. 1: GENERAL**

Amended June 2016

### **1. DEFINITIONS**

**1.01** 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 Dietetics Act, 1991, Statutes of Ontario, 1991, Chapter 26, as amended from time to time;

**“committee appointee”** means a member of the College who is not councillor (as hereinafter defined) and who is appointed to a committee of the College and includes a member appointed to fill a vacancy;

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

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

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

**“committee”** means a committee of the College and includes statutory, standing and ad hoc committees;

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

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

**“designated election address”** means

- i) where the member is engaged in the practice of dietetics in Ontario, a location in Ontario in which the member regularly engages in the practice of dietetics designated by the member; and
- ii) where the member does not engage in the practice of dietetics in Ontario, the member's principal Ontario residence;

**“elected councillor”** means a member of the Council described in clause 5(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 April 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 April election of councillors;

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

**“public councillor”** means a councillor who is appointed to the 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;

**“Registrar”** means the Registrar and Registrar of the College;

**“Regulation”** means a Regulation 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;

**“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 the Council;

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

## **2. BY-LAWS**

**2.01** 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.

**2.02** 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.

**2.03** Every by-law shall be signed by the Registrar and one of the President or Vice-President and sealed.

**2.04** 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**

**3.01** The College shall be known as the College of Dietitians of Ontario / l'Ordre des Diététistes de

l'Ontario.

#### **4. SEAL**

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

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

#### **5. HEAD OFFICE**

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

#### **6. QUORUM**

**6.01** Unless specifically provided for otherwise under the Act, the RHPA, a Regulation or the by-laws, a majority of councillors constitutes a quorum for any meeting of Council and a majority of committee members constitutes a quorum for a meeting of a committee.

**6.01.1** Where this by-law requires a committee to have a minimum number of persons by using the phrase "at least" or words of a similar meaning, a vacancy which reduces the number of members of the committee below the minimum number, whether created by failure to appoint or by any other event, shall not affect the validity of the committee or any panel of the committee.

**6.02** In determining whether a quorum of Council or a committee is present, the number of members of the Council or committee shall be deemed not to be reduced as a result of any vacancy.

**6.03** 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.

**6.04** 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**

**7.01** The fiscal year of the College shall be the year, 01 April to and including 31 March.

## **8. MEETINGS OF COUNCIL**

- 8.01** Council shall have at least four meetings during each calendar year.
- 8.02** Council by resolution 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.
- 8.03** Special meetings of Council may be called by
- i) the President; or
  - ii) the Registrar upon receipt of a written request or requests for a meeting signed by at least a majority of the councillors and containing the matter or matters for decision at the meeting.
- 8.04** Special meetings called by the President shall be held on the date and at the time and place designated by the President and special meetings called by the Registrar shall be held on the date and at the time and place designated by the Registrar.
- 8.05** Council may by resolution determine to hold a regular meeting by teleconference.
- 8.06** Where a special meeting is called by the President, he or she 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.
- 8.07** For the purposes of section 7 of the Code, meetings of Council held by teleconference shall be deemed to be held at the head office of the College unless Council otherwise determines.
- 8.08** The Registrar shall give each councillor reasonable notice in writing of the date, time and place of all Council meetings.
- 8.09** In the case of a regular meeting, the notice referred to in Article 8.08 shall be sent by ordinary prepaid first class mail 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 courier, facsimile, e-mail 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 Executive Committee;
  - b) matters brought by 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 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, the Council shall, by resolution, appoint a councillor to preside.

**8.16** Unless otherwise required by law or by the by-laws, every motion which properly comes before the 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** 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.

**8.19** 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.

- 8.20** 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.
- 8.21** The chair is not required to vote whether or not that vote would affect the outcome.
- 8.22** Except where inconsistent with the RHPA, the Act, the Regulations or the by-laws of the College, the rules of order as contained in *Robert's Rules of Order* shall be the rules of order for meetings of Council.
- 8.23** 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 of that meeting.
- 8.24** 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.

## **9. OFFICERS**

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

## **10. ELECTION AND REMOVAL OF PRESIDENT AND VICE-PRESIDENT**

- 10.01** At the First Council meeting each year, the Council shall elect by secret ballot from among councillors eligible for election the President and a Vice-President in accordance with this by-law and the "Process for Election of Council Officers" which is set out in Schedule 1.
- 10.02** 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.
- 10.03** The President or a 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.
- 10.04** Any other officer may be removed from office by a majority vote of Council at a Council meeting duly held for that purpose.

**10.05** 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.

**10.06** 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, the Council may elect a new President or Vice-President to hold office for the remainder of the term.

**10.07** 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**

**11.01** The President shall,

- i) if present, preside as chair at all meetings of the Council unless the President designates an alternate chair for all or any portion of the meeting;
- ii) be the chair of the Executive Committee, Appointments Committee, Audit Committee, and the Registrar Performance and Compensation Review 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.

**11.02** In the event that the President shall be unable to perform the duties of the President, he or she may designate the Vice-President to perform those duties and responsibilities; however, the designation shall only be effective until the next meeting of the Executive Committee unless approved by the Executive Committee or until the next meeting of Council unless approved by the Council.

**11.03** 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 refuses to approve the President's designate, the Executive Committee shall appoint a councillor as acting President who shall have all the powers and responsibilities of the President until

- i) the President becomes able to perform the duties of President; or
- 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 10.03 and 10.05.

## **12. REGISTRAR**

- 12.01** The Registrar shall be appointed by Council and shall be the chief executive officer of the College.
- 12.02** The terms of employment of the Registrar 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.
- 12.03** No candidate for the position of Registrar shall be offered a contract of employment until that candidate has been approved by the Council.
- 12.04** Despite subsection 12(1) of the Code, the Executive Committee shall not exercise the authority of the Council under Article 12.01.
- 12.05** 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.
- 12.06** In addition to the duties referred to in Article 12.05, the Registrar may, from time to time,
- i) sign summons, 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; and
  - iii) manage and maintain the College's property including disposing of College furniture and equipment which becomes obsolete, worn out or is no longer required by the College.

## **13. ACTING REGISTRAR**

- 13.01** If a vacancy occurs in the office of the Registrar, the Executive Committee or the Council shall appoint an Acting Registrar.
- 13.02** During extended absences, the Registrar shall appoint in writing a person approved by the Executive Committee as the Acting Registrar.
- 13.03** 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.
- 13.04** A person appointed as Acting Registrar under Article 13.01 or 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**

- 14.01** In addition to statutory committees, the Council may establish by by-law standing committees and may from time to time establish by resolution ad hoc committees.
- 14.02** Council shall determine by by-law the composition and responsibilities of any standing committee and by resolution the composition and responsibilities of any ad hoc committee.
- 14.03** 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.
- 14.04** 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 statutory committee, unless expressly provided by Council, is subject to the approval of Council.
- 14.05** Save and except for the filling of vacancies, the Council shall appoint the committee members to each committee giving due consideration to the recommendations, if any, of the Executive Committee acting as a nominating committee.
- 14.06** Save and except for the filling of vacancies, appointments to statutory and standing committees as well as ad hoc committees whose responsibilities have yet to be completed shall take place at the First Council meeting.

## **15. STATUTORY COMMITTEES**

- 15.01** The statutory committees of the College are the Executive Committee, Registration Committee, Inquires, Complaints and Reports 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**

- 16.01** The Executive Committee shall be composed of the President, the Vice-President and two other members of the Council.
- 16.02** One member of the Executive Committee shall be a public councillor.
- 16.03** In addition to the duties provided to the Executive Committee under the RHPA and by-laws of the College, the Executive Committee shall 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 budgets for each committee of the College;

- ii. oversee the reserves of the College;
- iii. report at least annually to the Council on the financial affairs of the College;
- iv. liaise with and provide support to the Registrar.

**17. REGISTRATION COMMITTEE**

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

- i) at least two elected councillors;
- ii) at least two public councillors; and
- iii) at least one committee appointee.

**18. INQUIRIES, COMPLAINTS AND REPORTS COMMITTEE**

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

- i) at least three elected councillors;
- ii) at least three public councillors; and
- iii) at least two committee appointees.

**18.02** Except where otherwise provided by the Act, the RHPA, or a Regulation, three members of the Inquiries, Complaints and Reports Committee, at least one of whom shall be a public councillor, constitute a quorum of that committee or a panel of that committee.

**19. DISCIPLINE COMMITTEE**

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

- i) at least three elected councillors;
- ii) at least two public councillors; and
- iii) at least one committee appointee.

**20. FITNESS TO PRACTISE COMMITTEE**

**20.01** The Fitness to Practise Committee shall be composed of

- i) at least three elected councillors;
- ii) at least two public councillors; and
- iii) at least one committee appointee.

**21. QUALITY ASSURANCE COMMITTEE**

**21.01** The Quality Assurance Committee shall be composed of

- i) at least two elected councillors;
- ii) at least two public councillors; and
- iii) at least one committee appointee.

**22. PATIENT RELATIONS COMMITTEE**

**22.01** The Patient Relations Committee shall be composed of

- i) at least two elected councillors;
- ii) at least two public councillors; and
- iii) at least one committee appointee.

**23. STANDING COMMITTEES**

**ELECTIONS COMMITTEE**

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

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

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

- i) dealing with disputes relating to election of elected councillors as provided in the by-laws;
- ii) dealing with disputes relating to the distribution by the College of election material prepared by a candidate for election; and
- iii) studying and making recommendations to Council on improving the election process;

## **23.1 APPOINTMENTS COMMITTEE**

**23.1.01** The Appointments Committee shall be a standing committee of the College composed of the members of the Executive Committee.

**23.1.02** The Appointments Committee shall

- i) prepare a list of members who are eligible to be appointed as committee appointees;
- ii) make recommendations to Council at any time the Council or the Executive Committee is considering the appointment of committee appointees;
- iii) prepare a list of members who are eligible to be appointed as committee appointees for use by Council in the event a vacancy occurs in a statutory committee; and
- iv) prepare a recommended slate of candidates for each statutory committee, standing committee and ad hoc committee for consideration of the (new) Executive Committee when it acts as a nominating committee in accordance with Article 24.

**23.1.03** The list of members who are eligible to be appointed as committee appointees shall be provided to the Council at the regular meeting of Council prior to the First Council meeting.

**23.1.04** The list referred to in Article 23.1.03 shall include the Appointments Committee recommendations for appointment at the First Council meeting.

## **23.2 REGISTRAR PERFORMANCE AND COMPENSATION REVIEW COMMITTEE**

**23.2.01** The Registrar Performance and Compensation Review Committee shall be a standing committee of the College composed of the members of the Executive Committee and one other councillor who is not a member of the Executive Committee.

**23.2.02** The Registrar Performance and Compensation Review Committee shall

- i) annually conduct a performance review of the Registrar and present the results of that review to the Council;
- ii) every three years conduct a compensation review for the Registrar which compensation review shall include the consideration of a market survey at least once every three years;
- iii) present to the Council the results of all compensation reviews conducted by the Committee; and
- v) every three years present recommendations to the Council respecting changes to the compensation [including salary and benefits] to be provided to the Registrar.

### **23.3 AUDIT COMMITTEE**

23.01 The Audit Committee shall be a standing committee of the College composed of the members of the Executive Committee and one other councillor who is not a member of the Executive Committee.

**23.02** The Audit Committee shall

- i) meet at least once a year with the College's auditors;
- ii) review draft audit reports prepared by the College's auditors; and
- iii) receive and oversee the implementation of recommendations made by the College's auditors.

### **24. APPOINTMENTS TO COMMITTEES**

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

**24.02** During the recess, the Executive Committee acting as a nominating committee shall meet, consider the recommendations of the Appointments Committee and prepare a proposed slate of candidates for

- i) each statutory committee,
- ii) each standing committee,
- iii) each ad hoc committee whose responsibilities have yet to be completed, and
- iv) other committees which Council has directed to 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 the Council.

**24.03** Upon Council reconvening, the Executive Committee in performing this task will present the slate to Council for its consideration and, subject to any amendment by Council, ratification.

**24.04** Once ratified, each member on the slate shall be deemed to have been appointed to that committee by Council.

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

**24.06** Where for any reason the 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 provided that a quorum exists.

## **25. COMMITTEE AND PANEL CHAIRS**

- 25.01** Save and except where specifically otherwise provided in this by-law, the chair of each committee shall be selected in accordance with the process set out in Schedule 2.
- 25.02** 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 at least two-thirds of the members of the committee or by a vote of at least two-thirds of the members of the committee present at a meeting duly called for that purpose.
- 25.03** Where a chair is removed by the vote of a committee, the committee shall elect a new chair by secret ballot in accordance with the principles set out in Schedule 2.
- 25.04** Where a chair is removed under Article 25.02 or where a chair becomes vacant for any other reason, the Executive Committee may appoint an interim chair who shall serve until a new chair can be elected by the committee in accordance with the principles set out in Schedule 2.
- 25.05** 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 chair from among its members.
- 25.06** 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**

- 26.01** Where one or more vacancies occur in the membership of a committee, the remaining members of the Committee constitute the committee until such time as the vacancy shall be filled, so long as the committee continues to have a quorum.
- 26.02** If the vacant appointment was the chair of the committee and a quorum continues to exist, the remaining members shall select a chair in a manner consistent with the principles set out in Schedule 2.
- 26.03** 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.
- 26.04** Where the vacancy to be filled was the chair of a committee and the committee does not have a quorum or where there is an urgent need to appoint a chair, the Executive Committee shall also appoint an interim chair to serve until the committee members select a chair in a manner consistent with the principles set out in Schedule 2.
- 26.05** A member of a committee appointed by the Executive Committee in accordance with Article

26.03 is subject to confirmation by Council but continues to be a member of the committee until confirmed or replaced by Council.

**26.06** Should Council determine not to confirm the Executive Committee's appointment made under Article 26.03, it shall appoint another person in replacement of the member and/or interim chair so appointed by the Executive Committee.'

**26.06.1** Where a vacancy occurs on the Executive Committee in respect of a member who is neither the president nor the vice-president, Council shall fill the vacancy by election held in accordance with the process set out in Schedule 1 to this by-law.

**26.07** A member of a committee who is a councillor member may be removed from the committee, with or without cause, by a vote of at least two-thirds of the councillors present at a meeting of Council duly called for that purpose.

**26.08** A member of a committee who is not a councillor may be removed from the committee, with or without cause, by resolution of the Council at a meeting duly called for that purpose.

## **27. COMMITTEE MEETINGS**

**27.01** In this Article, "meeting" does not include a hearing pursuant to the Code and "committee" includes a panel of a committee.

**27.02** Committee meetings may be held in person or, at the direction of the chair, by teleconference.

**27.03** 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.

**27.04** 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.

**27.05** 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.

**27.06** The chair or his or her appointee for the purpose shall preside over meetings of the committee.

**27.07** 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.

**27.08** 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.

**27.09** 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 effect 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 members of the committee;
- 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.

## **29. INDEMNITY FOR COUNCILLORS, OFFICERS AND OTHERS**

**29.01** Every councillor, every committee member, every officer, and every employee of the College, including any assessor 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 wilful neglect or default or because he or she failed to act in good faith.

## **30. INSURANCE**

**30.01** 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 and insurance to protect the College from loss occasioned by the disappearance or destruction of property as a result of the dishonesty of councillors, committee members, officers or staff of the College.

## **31. BANKING**

**31.01** In this Article “bank” means the bank appointed under Article 31.02.



**31.02** Council shall appoint one or more banks chartered under the Bank Act, Canada for the use of the College.

**31.03** All money belonging to the College shall be deposited in the name of the College with the bank.

**31.04** 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.

**31.05** 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**

**32.01** 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.

**32.02** 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 types of investments approved by Council.

## **33. EXPENDITURES**

**33.01** The Council shall annually approve

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

**33.02** 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.

**33.03** 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 the Council's annual objectives; and
- ii) the operating expense and capital budgets for the fiscal year will not be exceeded.

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

**33.05** 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 the Council's annual objectives.

**33.06** 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.

**33.07** Unless otherwise authorized by Council, no contract or commitment for expenditure for goods and services, excluding employment contracts, greater than \$40,000 plus applicable taxes, shall be entered into on behalf of the College unless and until at least three competitive bids have been obtained.

## **34. BORROWING**

**34.01** 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.

**34.02** 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**

**35.01** Cheques and other forms of payments not exceeding \$10,000 and requiring the signature of the College shall be signed by one of the President, Vice-President or the Registrar where the payment is

- i. in an amount not exceeding \$10,000, or
- ii. to the Government of Ontario or Canada in relation to a routine payment (e.g. Government remittance for source deductions).

**35.02** Cheques and other forms of payments requiring the signature of the College and not referred to in Article 35.01 shall be signed by two of the President, the Vice-President and the Registrar.

## **36. CONTRACTS AND OTHER DOCUMENTS**

**36.01** Subject to Article 36.02 contracts reasonably expected to exceed \$40,000 excluding applicable taxes, shall be subject to Executive Limitations and require the signature of the Registrar and one of the President or Vice-President.

**36.02** 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 instructions in writing.

## **37. GRANTS**

**37.01** 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; and/or
- ii) to maintain or improve the standards of practice of the profession.

## **38. MEMBERSHIP IN NATIONAL ORGANIZATIONS**

**38.01** 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 whose objects are not inconsistent with those of the College and to pay annual assessments in relation to that membership

**38.02** 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**

**39.01** Certificates of Registration shall bear the signatures of the Registrar and President or a likeness thereof.

## **40. FINANCIAL AUDIT**

- 40.01** The Council shall annually appoint auditors to audit the accounts of the College and to hold office for the ensuing year.
- 40.01.1** The auditors shall be a firm of chartered accountants registered with the Institute of Chartered Accountants of Ontario.
- 40.02** 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 the Council for approval.
- 40.03** 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.
- 40.04** 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.
- 40.05** The auditors shall be invited to attend the meeting at which the audited financial statements are presented to Council.

## **41. STIPENDS AND EXPENSES**

- 41.01** Council officers, elected councillors and committee appointees 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.
- 41.02** Persons who are not councillors or committee appointees 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 Articles 42.02 and 42.02.1, 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 certificate, diploma or degree in dietetics.
- 42.2** The Registrar shall direct that a name other than as provided in Article 42.01 be entered

in the register of the College if such a request is made by the member and the Registrar is satisfied that the member has validly changed his or her name.

**42.02.1** The Registrar may direct that a name other than as provided in Article 42.01 be entered in the register of the College if such a request is made by the member and the Registrar is satisfied that the change of name being proposed by the member is not being made for any improper purpose and would not be misleading to the public.

**42.3** A member's business address in the register of the College shall be

- (i) where the member is employed in dietetics in Ontario, the location in Ontario where the member is so employed, if the member is only employed at one location in Ontario, or if the member is employed in more than one location in Ontario, the location in Ontario in which the member primarily engages in the practice of dietetics; or
- (ii) such other business address approved by the Registrar.

**42.4** A member's business telephone number in the register of the College shall be the telephone number associated with the location referred to in Article 42.03 or such other telephone number designated by the member.

**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 June 4, 2009, 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. The name, business address and business telephone number of every health profession corporation.
3. The names of the shareholders of each health profession corporation who are members of the College.
4. Each member's class of registration and specialist status.
5. The terms, conditions and limitations that are in effect on each certificate of registration.
6. 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 has not been finally resolved, until the matter has been resolved.
7. The result, including a synopsis of the decision, of every disciplinary and incapacity proceeding, unless a panel of the relevant committee makes no finding with regard to the proceeding.

8. 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.
9. A notation of every revocation or suspension of a certificate of registration.
10. A notation of every revocation or suspension of a certificate of authorization.
11. Information that a panel of the Registration, Discipline or Fitness to Practise Committee specifies shall be included.
12. Where findings of the Discipline Committee are appealed, a notation that they are under appeal, until the appeal is finally disposed of.
13. 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.
14. Information that is required to be kept in the register in accordance with the by-laws.

#### 42.6

In accordance with the authorization provided by paragraph 14 of subsection 23(2) of the Code and subject to Article 42.07, the following additional information shall be kept in the register of the College and is designated public pursuant to subsection 23(5) of the Code:

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. Each member's certificate of registration number.
3. The classes of certificate of registration held by each member and the date on which each was issued.
4. Where the College is aware that a member is currently registered or licensed to practise a profession inside or outside of Ontario, a notation of that fact.
5. A list of the languages in which each member is capable of practising.
6. The date on which each certificate of authorization was issued by the College.
7. Where a certificate of authorization is revised, a notation of the effective date of the revision.
8. Where a member is engaged in the practice of dietetics in Ontario, the address and telephone number of each location at which the member regularly engages in

that practice.

9. Where a member is engaged in the practice of dietetics in Ontario, the name and address of the person or business for whom or through which the member primarily engages in the practice of dietetics in Ontario.
10. Where a member has resigned, the date upon which the resignation took effect.
11. Where the College is satisfied based upon reliable information that a person ceased to be a member as a result of his or her death, a notation to that effect and the date upon which the person ceased to be a member if that date is known to the College.
12. A summary of any currently existing charges against a member, of which the College is aware, in respect of a federal, provincial or other offence that the Registrar believes is relevant to the member's suitability to practise.
13. A summary of any currently existing conditions, terms, orders, directions or agreements relating to the custody or release of the member in respect of provincial or federal offence processes of which the College is aware and that the Registrar believes is relevant to the member's suitability to practise.
14. A summary of any findings of guilt, of which the College is aware, made by a court against a member in respect of a provincial, federal or other offence that the Registrar believes is relevant to the member's suitability to practise.
15. 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 and where applicable, the Committee responsible for the imposition of those terms, conditions and limitations.
16. Where a member has terms, conditions or limitations on his or her certificate of registration varied or removed, the effective date of the variance or removal of those terms, conditions and limitations and where applicable, the Committee responsible for the variance or removal of those terms, conditions and limitations.
17. 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.
18. 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.

19. Where 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.
20. Subject to Article 42.07, where a member's certificate of registration is revoked, suspended, cancelled, or otherwise terminated, a notation of that fact and the effective date and the basis of the revocation, suspension, cancellation, or other termination which shall include but not be limited to circumstances where
  - a) a member's certificate of registration is subject to an interim order of the Executive Committee or the Inquiries, Complaints and Reports Committee;
  - b) a member's certificate of registration is suspended for non-payment of the annual fee or any fee required by the College, or
  - c) a member's certificate of registration is suspended for failure to submit to a physical or mental examination as ordered by a Board of Inquiry or the Inquiries, Complaints and Reports Committee.
21. Where a member's temporary or provisional class certificate of registration expires, the effective date of the expiry of that class of certificate.
22. Where, on or after January 1, 2016, for a complaint or for a matter in which an investigator is appointed under 75(1)(a) or 75(1)(b) of the *Code*, a panel of the Inquiries, Complaints and Reports Committee requires a member to appear before a panel of the Inquiries, Complaints and Reports Committee to be cautioned:
  - a) a notation of the fact, including a summary of the caution;
  - b) the date of the panel's decision; and
  - c) if applicable, a notation that the panel's decision is subject to review and therefore is not yet final, which notation shall be removed once the review is finally disposed of.
23. Where, on or after January 1, 2016, for a complaint or for a matter in which an investigator is appointed under 75(1)(a) or 75(1)(b) of the *Code*, a panel of the Inquiries, Complaints and Reports Committee requires a member to complete a specified continuing education or remediation program (SCERP):
  - a) a notation of the fact, including a summary of the SCERP;
  - b) the date of the panel's decision; and
  - c) if applicable, a notation that the panel's decision is subject to review and therefore is not yet final, which notation shall be removed once the review is finally disposed of.



24. Where applicable, a summary of any restriction on a member's right to practise:
  - a) resulting from an undertaking given by the member to the College or an agreement entered into between the member and the College; or
  - b) of which the College is aware and which has been imposed by a court or other lawful authority, in which event the summary of the restriction shall also include the source of the restriction.
  
25. Where an allegation of professional misconduct or incompetence has been referred to the Discipline Committee in respect of the member and is outstanding,
  - a) the date of the referral;
  - b) a brief summary of each specified allegation;
  - c) the notice of hearing;
  - d) the anticipated date of the hearing if the hearing date has been set or 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;
  - e) if the hearing is awaiting scheduling, a statement of that fact; and
  - f) if the hearing of evidence and arguments is completed and the parties are awaiting a decision of the Discipline Committee, a statement of that fact .
  
26. Where the College is aware that a pending allegation of professional misconduct or incompetence or a similar allegation has been referred to a discipline type of hearing against a member registered or licensed to practise a profession inside or outside of Ontario,
  - a) a notation of that fact;
  - b) the date of the referral if available;
  - c) a brief summary of each allegation if available; and
  - d) the notice of hearing if available.
  
27. 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.
  
28. For every application to the Discipline Committee or Fitness to Practice Committee for reinstatement that has not been finally resolved, until that matter has been resolved,
  - a) a notation of that fact, including the date of the application;
  - b) the anticipated date of the hearing, if the hearing date has been set or the next

- scheduled date for the continuation of the hearing if the hearing has commenced;
- c) if the hearing has been adjourned and no future date has been set, the fact of that adjournment, and
  - d) if the decision is under reserve, that fact.
29. If an application to the Discipline Committee or Fitness to Practice Committee for reinstatement has been decided, the decision of the committee.
30. 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 the finding of professional misconduct or incompetence and the date on which the panel made any order.
31. Where the College is aware that a finding of professional misconduct or incompetence or a similar finding has been made against a member registered or licensed to practise a profession inside or outside of Ontario and that finding has not been reversed on appeal,
- a) a notation of that fact;
  - b) the date of the finding and the name of the governing body that made the finding if available;
  - c) the order made if available; and
  - d) information regarding any appeals of the finding or order if available.
32. Where the College is aware that a finding of incapacity or similar finding has been made against a member registered or licensed to practise a profession inside or outside of Ontario, and that finding has not been reversed on appeal,
- a) a notation of the finding;
  - b) the name of the governing body that made the finding;
  - c) the date the finding was made if available; and
  - d) information regarding any appeals of the finding or order if available.
33. Where a decision of the Discipline Committee has been published by the College with the member's name included in any medium,
- a) a notation of that fact; and
  - b) identification of the specific publication of the College which contains that information.
34. 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.

35. Where a finding of professional negligence or malpractice is contained in the College's register, the following information;
  - a) the notice of and a description of the finding;
  - b) the date the finding was made against the member;
  - c) the name and location of the court that made the finding against the member; and
  - d) the status of any appeal respecting the finding made against the member.
36. Any information the College and the member have agreed should be included in the register.
37. 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.
38. Where, after January 1, 2016, the Registrar confirms whether the College is investigating a member because there is a compelling public interest in disclosing this information pursuant to 36(1)(g) of the RHPA, the fact that the member is under investigation.

**42.7** The provisions of paragraph 20 of Article 42.06 do not apply to a member's temporary or provisional certificate which expired.

**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.

**42.9** Notwithstanding paragraphs 22 and 23 of Article 42.06 where, after a review, the Inquiries, Complaints and Reports Committee has been required to remove or vary the appearance for a caution or a SCERP, may be removed once the Committee makes its new decision. Where the original requirement to appear for a caution or to complete a SCERP has been varied, the Registrar may enter a summary of the process leading up to and the results of the variation.

**42.10** The information required by paragraph 22 of Article 42.06 shall be removed from the Register after twenty-four months once the Registrar is satisfied that the member has appeared before a panel of the Inquiries, Complaints and Reports Committee and received the caution.

**42.11** The information required by paragraph 23 of Article 42.06 shall be removed from the Register once the Registrar is satisfied that the member has successfully completed the SCERP that was the subject of the decision of the panel of the Inquiries, Complaints and Reports Committee.

**42.12** If, upon application of the member, and in the opinion of the Registrar, the information required by paragraph 14 of Article 42.06 is no longer relevant to the member's suitability to practise, the information may be removed from the Register.

### **43. INFORMATION FROM MEMBERS**

**43.1** 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 five 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.

**43.2** Notwithstanding Article 43.01, a member shall immediately provide the particulars of any information required under paragraphs 12 and 13 of Article 42.06..

**43.3** A member shall inform the College of any change of citizenship or immigration status within thirty days of the change occurring.

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

**43.5** 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 and home telephone number being the address and telephone number of the principal Ontario residence of the member or if the member does not have a residence in Ontario, the member's principal residence and, where available, the member's e-mail;
- (ii) whether the member wishes the College to communicate with him or her in French or English;
- (iii) where a member is engaged in the practice of dietetics, whether inside or outside of Ontario, the name, address and telephone number of each person, other than patients, or business for whom or through which the member engages in the practice of dietetics;

- (iv) the nature of the dietetic services provided at the location in Ontario where the member primarily engages in the practice of dietetics;
- (v) information respecting his or her participation in the Quality Assurance Program;
- (vi) 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;
- (vii) 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;
- (viii) information that relates to the professional characteristics and activities of the member that may assist the College in carrying out its objects;
- (ix) information for the purposes of compiling statistical information to assist the College in fulfilling its objects;
- (x) without limiting the generality of paragraph (vi) and (vii), information about any finding by a court made after June 3, 2009 that the member is guilty of any of the following:
  - a) an offence under the Criminal Code of Canada;
  - b) an offence related to prescribing, compounding, dispensing, selling or administering drugs;
  - c) an offence that occurred while the member was practising or that was related to the practice of the member (other than a municipal by-law infraction or an offence under the Highway Traffic Act);
  - d) an offence based on the impairment or intoxication of the member; or
  - e) any other offence relevant to the member's suitability to practise the profession; and
- (xi) information about any finding by a court made after June 3, 2009 of professional negligence or malpractice against the member.

**43.6** The form required by Article 43.05 shall be fully completed by the member and returned to the College by the 1<sup>st</sup> day of November next following the forwarding of the form to the member.

**43.7** Where a member fails for any reason to return a fully completed form, the Registrar may cause the member to be notified in writing of that failure.

- 43.8 Where the Registrar causes written notice to be given to a member in accordance with Article 43.07 and a fully completed form is not provided to the College within thirty days of the date of that notice, the late filing fee required by the by-laws shall immediately be payable by the member.
- 43.9 Where any of the information provided to the College under Article 43.05 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. ANNUAL PAYMENT VERIFICATION**

- 44.01 The College shall annually prepare and send to each member an annual payment verification in a form approved by the Registrar attesting to the fact that the member named in the verification was a current member of the College when the verification was issued.
- 44.02 The annual payment verification shall be provided electronically or made available electronically to each member within a reasonable period of time after receipt of the member's annual fees. In addition, the annual payment verification shall be sent out by mail to the member if the member makes a written request to the Registrar.
- 44.03 No annual payment verification shall be provided to a member or former member whose certificate of registration is under suspension until the suspension is removed.
- 44.04 The annual payment verification shall be issued as of November 1<sup>st</sup> for the year in respect of which the annual payment has been made provided the annual fee was received by the College either before it was due (i.e. on or before October 31<sup>st</sup>) or by November 1<sup>st</sup> of the year in which it was due. If the annual fee is received by the College after November 1<sup>st</sup> of the year for which it was due, the annual payment verification shall be issued as of the date of receipt of the payment of the annual fee.
- 44.05 The annual payment verification shall bear the signature of the Registrar or a likeness (electronic) thereof.

### **ELECTION OF COUNCILLORS**

#### **45. ELECTORAL DISTRICTS –INTERPRETATION**

- 45.01 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**

**46.01** The following electoral districts are established for the purpose of the election of members to the Council and the election of elected:

1. Electoral district 1, the south-western area, composed of the counties of Elgin, Essex, Kent, Lambton, Middlesex, Oxford, Bruce, Grey, Perth and Huron.
2. Electoral district 2, the central-western area, composed of the counties of Brant, Dufferin and Wellington and the Regional Municipalities of Haldimand, Norfolk, Halton, Hamilton Wentworth, Niagara and Waterloo.
3. Electoral district 3, the central-eastern area, composed of the Municipality of Metropolitan Toronto, and the Regional Municipality of York.
4. Electoral district 4, the eastern area, 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, the north-eastern area, composed of the territorial districts of Algoma, Cochrane, Manitoulin, Nipissing, Parry Sound, Sudbury, Timiskaming and The District Municipality of Muskoka.
6. Electoral district 6, the north-western area, composed of the territorial districts of Kenora, Rainy River and Thunder Bay.
7. Electoral district 7, the central-eastern area, composed of the counties of Haliburton, Northumberland, Peterborough, Victoria, Simcoe, and the Regional Municipalities of Peel and Durham.

**46.02** 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 election address.

**47. VOTING ELIGIBILITY**

**47.01** 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 5(2) of the Act; and
- ii) the member has his or her designated election address in the electoral district for which an election is being held

**48. ELECTED COUNCILLORS**

**48.01** Eight members of the College shall be elected to the Council as elected councillor.

**48.02** The number of members elected in an electoral district is

- i) one for each of electoral districts 1, 2, 4, 5, 6 and 7; and
- ii) two for electoral district 3.

**50. TERM OF OFFICE**

**50.01** Subject to Article 50.06, the term of office of an elected councillor commences at the First Council meeting and the elected councillor shall continue to serve until his or her successor takes office in accordance with the by-laws.

**50.02** No elected councillor shall serve for more than two consecutive terms in that capacity.

**50.03.1** Subject to Article 52.02.1, no member shall serve for more than four consecutive terms in the capacity of an elected councillor, committee appointee or any combination thereof.

**50.04** 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 50.02 or 50.03.

**50.05** An elected councillor who is appointed to a particular committee may be reappointed to the same committee for as long as the elected councillor holds office.



**51. TIMING OF ELECTIONS**

**51.01** Subject to Article 53.30, elections for elected councillors shall be held simultaneously as follows:

- i) in April of the year 2004 and in April of every third year thereafter for electoral districts 1 and 3;
- ii) in April of the year 2002 and in April of every third year thereafter for electoral districts 2 and 4;
- iii) in April of the year 2003 and in April of every third year thereafter for electoral districts 5, 6 and 7.

**51.02** Unless otherwise approved by Council

- i) the date for each election shall be the third Wednesday of April; and
- ii) the deadline for the receipt of ballots shall be 5:00 p.m. on the date for each election.

**52. ELIGIBILITY FOR ELECTION**

**52.01** Subject to the balance of the provisions of Article 52, 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 of 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) on the deadline for receipt of nominations, the member is not in default of the payment of any fee prescribed by the Regulations or required by the by-laws;
- iii) on the deadline for receipt of nominations, 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 election 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 election;

- vi) the member has not been disqualified by the Council in the three years preceding the date of the election;
- vii) on the deadline for receipt of nominations, the member has his or her designated election address in the electoral district for which he or she is nominated and has been nominated in accordance with this by-law; and
- viii) 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 53.06.

**52.02** An employee of the College shall not be eligible for election as an elected councillor unless he or she provides an irrevocable written notice of termination of employment which must be received by the Registrar and be effective on or before the deadline for receipt of nominations.

**52.02.1** A member referred to in Article 50.03.1 is not eligible for election as an elected councillor until at least three calendar years have expired following the member's last serving as an elected councillor or committee appointee.

**52.04** A member may not be an elected councillor and committee appointee at the same time.

**52.05** 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 included on the ballot. In all other cases, the Registrar shall make reasonable efforts to remove the name from the ballot or to notify the members eligible to vote that the candidate has withdrawn from the election.

**52.06** 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 53.06 a written agreement to resign from the other position if elected as a councillor.

**52.07** A person shall be deemed to have a position which would result in a competing fiduciary obligation under Article 52.06 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 dietitians or nutrition professionals.

**52.08** Disputes as to whether a member is eligible for election or to vote in an election will be determined by the Elections Committee.

**52.09** 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 the Council for such decision as Council considers appropriate.

### **53. ELECTIONS**

**53.01** The Registrar shall supervise the nominating and election of elected councillors.

**53.02** 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.

**53.03** The Registrar shall provide each member who is eligible to vote with a nomination form.

**53.04** 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 six eligible nominators.

**53.05** 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.

**53.06** 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.

**53.07** 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.

**53.08** If, after the deadline referred to in Article 53.06, 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.

- 53.09** If, after the deadline referred to in Article 53.06, 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.
- 53.10** Time frames referred to in Articles 53.02, 53.04 and 53.06 do not apply where the Registrar acts under Article 53.09.
- 53.11** Where the Registrar acts under Article 53.09, 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.
- 53.12** Where the Registrar acts under Article 53.09, the Registrar shall notify in writing each member referred to in Article 53.02 of the date of the election and the deadline for returning nominations to the College which deadline shall be determined by the Registrar.
- 53.13** 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.
- 53.14** 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.
- 53.15** The Registrar shall advise each eligible candidate that he or she has an opportunity to have included with the information that the College sends to each eligible voter, 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.
- 53.15.1** Where the Registrar has doubts as to whether a candidate information page contains information which is appropriate for distribution by the College, the Registrar shall notify the candidate of those concerns and refer the issue to the Elections Committee.
- 53.15.2** The Registrar shall not include with the valid candidate information page where the Registrar has doubts about the appropriateness of the contents of the document unless the Registrar is instructed to do so by the Elections Committee.
- 53.16** 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 shall include a list of eligible candidates and instructions on how to vote

- electronically.
- 53.17** Voting for eligible candidates for election to Council shall be by electronic ballot cast in a manner determined by the Registrar.
- 53.18** A member eligible to vote may cast as many votes on a ballot as there are members to be elected from that electoral district, however, a member shall not cast more than one vote for any one eligible candidate.
- 53.19** On the day of the election, ballots received on or before the deadline for receipt of ballots, will be counted by Returning Officers appointed by the Registrar or in such other manner as the Registrar directs.
- 53.20** 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.
- 53.21** 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.
- 53.22** A recount shall be held within fifteen days of receipt of the request referred to in Article 53.21 at a time and place determined by the Registrar.
- 53.25** Subject to Article 53.27,
- i) in an election where only one candidate is to be elected, the successful candidate is the eligible candidate with the highest number of votes; and
  - ii) in an election where more than one candidate is to be elected, the successful candidates are those eligible candidates with the highest and next highest number of votes and so on until the number of successful candidates equals the number of persons to be elected in that election.
- 53.26** Subject to Article 53.27, in each election the Elections Committee shall declare the successful candidates elected after the ballots have been counted or in the case of a recount, after the ballots have been recounted.
- 53.27** 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 Elections Committee shall designate a person to break the tie by lot and then declare that candidate elected.

**53.28** The College shall notify its members of the results of all elections by publication of those results in *Résumé* or in such other manner as Council may direct.

**53.29** The Registrar may authorize destruction of all ballots including all electronic data required to verify the receipt and accuracy of the election results thirty-one days after the announcement to eligible candidates of the results of an election including any recount.

**53.30** The Registrar may extend the date for receipt of nominations or the date of the election, or both, for such period of time as the Registrar considers necessary in the event of an interruption in mail service, power or other service which, in the Registrar's opinion, would, without the extension, directly and substantially affect the fairness of the nomination or election processes.

#### **54. DISQUALIFICATION**

**54.01** The Council shall disqualify an elected councillor member if he or she

- i) ceases to be the holder of a general of certificate of registration which is not subject to a term, condition or limitation other than one applicable to all members of the class;
- ii) subject to Article 54.01.1, ceases to have his or her designated election address in the electoral district for which he or she was elected;
- iii) in the case of an elected councillor, fails, without reasonable cause, to attend two consecutive meetings of the Council;
- iv) fails, without reasonable cause, to attend three consecutive meetings of a committee of which he or she is a member;
- v) fails, without reasonable cause, to attend a hearing or proceeding of a panel for which he or she has been selected;
- vii) is found to have committed an act of professional misconduct or to be incompetent by a panel of the Discipline Committee;
- viii) is found to be incapacitated by a panel of the Fitness to Practise Committee; or
- ix) obtains a position which creates a conflict of interest by virtue of having competing fiduciary obligations to both the College and another organization.

- 54.01.1** An elected councillor shall not be disqualified under Article 54.01 (ii) if he or she has his or her principal residence in the electoral district in which he or she was elected.
- 54.02** An elected councillor is also subject to disqualification pursuant to the College's Conduct of Councillors and Committee Members By-Law.
- 54.03** An elected councillor who is disqualified by Council under this or any other by-law of the College ceases to be an elected councillor and ceases to be a member of all committees.
- 54.05** An elected 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.
- 54.06** An elected councillor who becomes in default of the payment of 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.
- 54.07** Where a councillor believes that Council should consider disqualifying an elected councillor on the basis that he or she meets one or more of the disqualification factors set out in Article 54.01, the councillor shall advise the Executive Committee in writing.
- 54.08** If the Registrar receives information that if true may result in Council disqualifying an elected councillor on the basis that he or she meets one or more of the disqualification factors set out in Article 54.01, the Registrar shall advise the Executive Committee in writing.
- 54.09** The Executive Committee shall notify the elected councillor 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.
- 54.10** The Executive Committee shall make a preliminary determination of the relevant facts and report those facts to the elected councillor whose conduct is the subject of concern and, where applicable, to the councillor who brought the concern to the Executive Committee's attention.
- 54.11** 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.

- 54.12** Should, pursuant to this by-law, the matter of the potential disqualification of an elected councillor 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 the Council, should he or she wish to do so.
- 54.13** After providing the opportunity referred to in Article 54.12, Council shall determine the relevant facts and, if appropriate, disqualify the elected councillor in accordance with this by-law.
- 54.14** 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 councillor pursuant to Article 54.
- 54.15** Where an elected councillor is the subject matter of a motion for disqualification under this Article, that elected 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.
- 54.16** 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.

**54.1 ELIGIBILITY FOR APPOINTMENT**

- 54.1.01** The Registrar shall approve a form of application for appointment as a committee appointee.
- 54.1.01.1** At least once each year, the Registrar shall notify members of the opportunity to apply to be appointed as a committee appointee and establish a deadline for receipt of applications from members.
- 54.1.02** Subject to the balance of the provisions of Article 54.1, a member is eligible for appointment if,
- i) the member has completed and filed with the Registrar an application for appointment in the form approved by the Registrar prior to the deadline for applications established by the Registrar;
  - ii) the member is the holder of a general class of 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;



- iii) the member is not in default of the payment of any fee prescribed by the Regulations or required by the by-laws;
  - iv) the member is not the subject of any disciplinary or incapacity proceeding;
  - v) the member's certificate of registration has not been revoked or suspended in the six years preceding the date of appointment for any reason other than non-payment of fees;
  - vi) the member has not been the subject of any professional misconduct, incompetence or incapacity finding in the three years preceding the date of appointment; and
  - vii) the member has not been disqualified by the Council in the three years preceding the date of appointment.
- 54.1.04** Subject to Article 54.1.06, a member is not eligible for appointment as a committee appointee if the member served for three consecutive terms
- i) as a councillor or as a committee appointee, or
  - ii) as any combination of a councillor, non-Council member (as that term was previously defined in the by-laws) and committee appointee.
- 54.1.05** Time spent as a committee appointee as a result of an appointment to fill a vacancy shall not be included for the purposes of Article 54.1.04.
- 54.1.06** A member who is ineligible as a result of Article 54.1.05 shall once again be eligible for appointment in the third calendar year following the year in which the member last served as a councillor, non-Council member (as that term was previously defined in the by-laws) or committee appointee.
- 54.1.07** An employee of the College shall not be eligible for appointment as a committee appointee unless he or she provides an irrevocable written notice of termination of employment which must be received by the Registrar and be effective on or before the deadline for receipt of applications.
- 54.1.08** A councillor, other than one whose term will automatically expire prior to the date of appointment, shall not be eligible to be appointed as a committee appointee unless he or she provides a written resignation from his or her position as a councillor or a committee appointee which resignation must be effective on or before the deadline

for receipt of applications.

**54.1.09** A member may not apply to be appointed a committee appointee if the member is a candidate for election as a councillor.

**54.1.10** A member is not eligible for appointment if the member holds a position which would cause the individual, if appointed, to have a conflict of interest by virtue of having competing obligations to both the College and another organization unless the member files with the Registrar, prior to the deadline for receipt of applications, a written agreement to resign from the other position if appointed as a committee appointee.

**54.1.11** A person shall be deemed to have a position which would result in a competing obligation under Article 54.1.10 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 dietitians or nutrition professionals.

**54.1.12** Any question as to whether a member is eligible for appointment as a committee appointee will be determined by the Appointments Committee.

## **54.2 TERM OF OFFICE COMMITTEE APPOINTEES**

**54.2.01** The term of office of a committee appointee shall be approximately two years, commencing on the day of appointment and subject to Article 55.01.1 continues

- i) except in the case of a committee appointee who is appointed to fill a vacancy, until the commencement of the First Council meeting in the second calendar year after that member's appointment; and
- ii) in the case of an appointment to fill a vacancy, until the committee appointee's predecessor's term would have expired.

**54.2.02** No committee appointee shall serve in that capacity for more than three consecutive terms.

**54.2.03** Time spent as a committee appointee as a result of an appointment to fill a vacancy

shall not be included for the purposes of Article 54.2.02.

### **54.3 DISQUALIFICATION OF COMMITTEE APPOINTEES**

**54.3.01** The Executive Committee shall disqualify a committee appointee if he or she

- i) ceases to be the holder of a general class of certificate of registration which is not subject to a term, condition or limitation other than one applicable to all members of the class;
- ii) fails, without reasonable cause, to attend three consecutive meetings of a committee of which he or she is a member;
- iii) fails, without reasonable cause, to attend a hearing or proceeding of a panel for which he or she has been selected;
- iv) becomes the subject of a disciplinary or incapacity proceeding;
- v) becomes in default of payment of any fee prescribed by the Regulations or required by the by-laws and fails to remedy that default within thirty days despite written notice from the Registrar; or
- vi) obtains a position which if obtained prior to the appointment would have made the member ineligible for appointment under Article 54.1.10.

**54.3.02** A committee appointee is also subject to disqualification pursuant to the College's conduct of councillors and committee members by-law.

**54.3.03** A committee appointee who is disqualified under this or any other by-law of the College ceases to be a committee appointee and ceases to be a member of all committees.

**54.3.04** Where a councillor believes that a committee appointee should be disqualified on the basis that he or she meets one or more of the disqualification factors set out in Article 54.3.01, the councillor shall advise the Executive Committee in writing.

**54.3.05** If the Registrar receives information that if true may result in the disqualification of a committee appointee on the basis that he or she meets one or more of the disqualification factors set out in Article 54.3.01, the Registrar shall advise the Executive Committee in writing.

**54.3.06** The Executive Committee shall notify the committee appointee 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.

**54.3.07** Provided the Executive Committee has fulfilled its obligations under Article 54.3.06, the Executive Committee shall disqualify a committee appointee where the Executive Committee determines that a committee appointee has met one or more of the disqualification factors set out in Article 54.3.01 and shall thereafter notify the committee appointee of its decision.

**54.3.08** A committee appointee who receives notification under Article 54.3.06, shall not participate as a member of any committee including a panel of any committee until a decision of the Executive Committee has been made.

**54.3.09** The decision of the Executive Committee under Article 54.3.07 is not subject to review or appeal.

## **55. VACANCY**

**55.01** The seat of an elected councillor shall be deemed to be vacant upon the death, resignation or disqualification of the elected.

**55.01.1** A committee appointee shall cease to be a committee member and a vacancy shall be created on that committee upon death, resignation, disqualification or other removal of the committee appointee.

**55.02** If the seat of an elected councillor becomes vacant in an electoral district less than one year before the next election in that electoral district, the 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.

**55.03** If the seat of an elected councillor becomes vacant in an electoral district no more than two years and no less than one year before the next election in that electoral district, the 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.
- 55.04** Subject to Article 55.05, if the seat of an elected councillor becomes vacant in an electoral district more than two years before the next election in that electoral district, Council shall appoint as a councillor the eligible candidate who had the most votes of the unsuccessful candidates in the last election for that electoral district for that position or if that candidate is not willing to accept the appointment, 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.
- 55.05** Where the seat of an elected councillor member becomes vacant in an electoral district because, after two calls for nomination, there were insufficient eligible candidates for election in that electoral district, the Council shall either direct the Registrar to hold a by-election for that electoral district which by-election shall be held in a manner consistent with the elections held under this by-law or appoint a member who at the time of the appointment has his or her designated election address in that electoral district to fill the vacancy.
- 55.05.1** Where a vacancy occurs as a result of the death, resignation, disqualification or removal of a committee appointee, the Executive Committee shall
- i) leave the position vacant until the First Council meeting; or
  - ii) appoint as a committee appointee, member, on the recommendation of the Appointments Committee, a member who continues to be eligible for appointment and whose name is listed on the list of eligible members prepared by the Appointments Committee for the previous First Council meeting or a list of eligible members prepared by the Appointments Committee at any time after the previous First Council meeting.
- 55.06** The term of an elected councillor member elected or appointed under Article 55.02, 55.03, 55.04, 55.05 or 55.05.1 shall continue until the term of the former councillor member would have expired.
- 55.06.1** The term of a committee appointee, appointed to fill a vacancy shall continue until the term of the former committee appointee, member would have expired.
- 55.07** Failure to fill a vacancy as required by this Article shall not affect the rights of the remaining councillors or committee members to fulfil their duties and responsibilities.

**56. INTERPRETATION**

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

**56.02** 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.

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

**56.04** 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.

**56.05** 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, electronic 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 if:
  - i) the person was elected/appointed within ten days of the First Council meeting;  
or
  - ii) approved by Council.
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 the 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, the interim presiding officer will, with the concurrence of the Council appoint two returning officers to count the ballots and to report the results to the 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.
9. Where an election is held hereunder and two consecutive ballots have resulted in a tie vote involving the same persons, the tie shall be broken by lot.



**SCHEDULE 2 TO BY-LAW NO. 1**

**PROCESS FOR THE SELECTION OF CHAIRS**

1. The members of each committee, other than the Executive Committee, Appointments Committee, Audit Committee and the Registrar Performance and Compensation Review Committee, who are present at the First Council meeting shall meet informally and select for recommendation to the Executive Committee an interim chair who shall be a member of the committee.
2. Following receipt of each committee's recommendation the Executive Committee shall appoint an interim chair for that committee.
3. The interim chair of each committee shall serve as chair until an eligible chair is elected in accordance with this Schedule.
4. As soon as is reasonably possible following the first Council meeting, the Registrar shall arrange for an election to take place either in person, in which case the election shall be by secret ballot, or by mail, in which case the election shall be by mail ballot, so as to permit each committee to elect a chair.
5. In the event of a tie vote, the tie shall be broken by the Registrar by lot.