



canadianavalancheassociation

Canadian Avalanche Association Bylaws

(Adopted November 15, 2016)

PART 1 – DEFINITIONS AND INTERPRETATION

1. **Definitions.** In these Bylaws, in addition to those terms defined in the context in which they appear, the following terms have the following meanings unless the context otherwise requires:
 - (a) “**Act**” means the *Canada Not-for-profit Corporations Act* and all regulations made under that Act, as it may be amended or replaced;
 - (b) “**Articles**” means the articles of incorporation of the Society, as amended;
 - (c) “**Avalanche**” means a snow avalanche;
 - (d) “**Avalanche-Related Activity**” means:
 - (i) Avalanche forecasting or control, including: field work necessary to evaluate Avalanches and Avalanche conditions; Avalanche hazard mitigations such as public warnings; restriction of human activities in Avalanche-prone areas; guiding in Avalanche terrain; Avalanche control with explosives and other means; search and rescue in Avalanche terrain; decision-making that affects the safety of persons and property with regard to Avalanches and Avalanche conditions; and other activities to protect against seasonally fluctuating Avalanche conditions;
 - (ii) education, training or consulting involving the transfer of expert knowledge and/or experience regarding Avalanches or protection against Avalanches; and/or
 - (iii) scientific or technical services involving the assessment, development or delivery of information, products or services for protection against Avalanches;
 - (e) “**Board**” means the Board of Directors of the Society;
 - (f) “**Directors**” means the Directors of the Society for the time being;
 - (g) “**Engaged Full-Time in Avalanche-Related Activities**” means that a person’s major annual or winter-season economic endeavours are in Avalanche-Related Activities;
 - (h) “**Executive Director**” means the person appointed by the Board to be the Executive Director of the Society;
 - (i) “**Members**” means those persons who have been admitted as members of the Society in accordance with these Bylaws;

- (j) “**Officer**” means an officer of the Society;
- (k) “**Ordinary Resolution**” means a resolution passed by a majority of the votes cast on that resolution;
- (l) “**Public Representative**” means a member of the public who is not currently and has not been a Member;
- (m) “**Society**” means the CANADIAN AVALANCHE ASSOCIATION / ASSOCIATION CANADIENNES DES AVALANCHES; and
- (n) “**Special Resolution**” means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

2. **Interpretation.** In the interpretation of this Bylaw, unless the context otherwise requires, the following rules shall apply:

- (a) words importing the singular number include the plural and *vice versa* and words importing the masculine gender include the feminine and neuter genders and *vice versa*;
- (b) the words “includes” or “including” mean includes or including without limitation;
- (c) the word “person” includes an individual, body corporate, partnership, trust and unincorporated organization; and
- (d) if any of the provisions contained in the Bylaw are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

PART 2 – MEMBERSHIP

3. **Membership.** The membership of the Society consists of all persons that have applied for and been admitted as Members of the Society by the Board on the recommendation of the Membership Committee into one of the following classes of membership: (1) voting Members; and (2) non-voting Members. The Board, on the recommendation of the Membership Committee, will determine the allocation of a Member into one of the membership classes, and the allocation of the Member into one or more subcategories within such class. Notwithstanding the foregoing or any provision of this Bylaw to the contrary, the Board may admit any persons as Members who are members of the Canadian Avalanche Association, a society incorporated under the *Society Act*, R.S.B.C. 1996, c 433, and the Canadian Avalanche Association, a society incorporated under the *Societies Act*, R.S.A. 2000, c S-14. **Subcategories of Members.**

- (a) For the voting Member class, the subcategories consist of:
 - (i) Practicing Professional Members, as more particularly described in sections 6-9;
 - (ii) Active Members, as more particularly described in sections 13-16; and
 - (iii) Public Representative Members, as more particularly described in section 21.
- (b) For the non-voting Member class, the subcategories consist of:
 - (i) Non-Practicing Professional Members, as more particularly described in sections 10-12;

- (ii) Affiliate Members, as more particularly described in section 17; and
 - (iii) Associate Members, as more particularly described in sections 18-20.
 - (c) For greater certainty, those individuals admitted as Honorary Members under section 22 will remain within the membership class and applicable subcategories of that membership class that they occupied before being admitted as Honorary Members.
5. **Registers of Members.** The Executive Director shall maintain registers of Members corresponding to the classes and subcategories of membership contemplated in these Bylaws.
6. **Practicing Professional Members – Eligibility.** A person is eligible to be a Practicing Professional Member if:
- (a) the person has successfully completed Canadian Avalanche Association Industry Training Program Level 2 or equivalent technical training; or
 - (b) the person has successfully completed academic studies acceptable to the Membership Committee at a recognized post-secondary institution; and
 - (c) during four (4) of the previous six (6) winters, the person was Engaged Full-Time in Avalanche-Related Activities, or was the direct supervisor of one or more persons engaged in such activities and was involved in making decisions that affected the safety of persons and property with regard to Avalanches and Avalanche conditions.
7. **Practicing Professional Members – Applications.** Applications to be a Practicing Professional Member must be accompanied by at least two (2) letters of reference from Practicing Professional Members in good standing recommending the applicant.
8. **Practicing Professional Members – Continuing Professional Development.**
- (a) A Practicing Professional Member shall comply with the requirements of the Society's Continuing Professional Development program to maintain his or her membership status.
 - (b) On request of the Membership Committee, Practicing Professional Members shall submit documentation of their Avalanche-Related Activities and Continuing Professional Development for the past three (3) years. This review may be used to determine the Member's compliance with the terms and conditions of the Society's Continuing Professional Development program.
9. **Practicing Professional Members – Cessation.** A Practicing Professional Member shall cease to be a Practicing Professional Member if:
- (a) the Member has declared to the Membership Committee that he or she is no longer engaged in Avalanche-Related Activities and is therefore no longer able to comply with the terms and conditions for Continuing Professional Development for Practicing Professional Members; or
 - (b) in the opinion of the Membership Committee, the Member has failed to comply with the terms and conditions for Continuing Professional Development for Practicing Professional Members.
10. **Non-Practicing Professional Members – Eligibility.** A person shall be eligible to be a Non-Practicing Professional Member if the person is a Practicing Professional Member whose occupation has altered so that he or she is no longer directly engaged in Avalanche-Related

Activities, or is not sufficiently engaged to be able to comply with the terms and conditions for Continuing Professional Development for Practicing Professional Members, provided that:

- (a) the Member has been a Practicing Professional Member in good standing for at least five (5) years; and
- (b) the Member is able to comply with the terms and conditions for Continuing Professional Development for Non-Practicing Professional Members.

11. **Non-Practicing Professional Members – Continuing Professional Development.**

- (a) A Non-Practicing Professional Member shall comply with the requirements of the Society's Continuing Professional Development program to maintain his or her membership status.
- (b) On request of the Membership Committee, Non-Practicing Professional Members shall submit documentation of their Avalanche-Related Activities and Continuing Professional Development for the past three (3) years. This review may be used to determine the Member's compliance with the terms and conditions of the Society's Continuing Professional Development program for Non-Practicing Professional Members.

12. **Non-Practicing Professional Members – Cessation.** A Non-Practicing Professional Member shall cease to be a Non-Practicing Professional Member if:

- (a) the Member has declared to the Membership Committee that he or she is no longer able to comply with the terms and conditions for Continuing Professional Development for Non-Practicing Professional Members; or
- (b) in the opinion of the Membership Committee, the Member has failed to comply with the terms and conditions for Continuing Professional Development for Non-Practicing Professional Members.

13. **Active Members – Eligibility.** A person is eligible to be an Active Member if:

- (a) the person has successfully completed Canadian Avalanche Association Industry Training Program Level 1 or equivalent technical training; or
- (b) the person has successfully completed academic studies acceptable to the Membership Committee at a recognized post-secondary institution; and
- (c) during two (2) of the previous four (4) winters, the person was engaged in Avalanche-Related Activities, or was the direct supervisor of one or more persons engaged in such activities and was involved in making decisions that affected the safety of persons and property with regard to Avalanches and Avalanche conditions.

14. **Active Members – Applications.** Applications to be an Active Member must be accompanied by at least one (1) letter of reference from a Practicing Professional Member in good standing recommending the applicant.

15. **Active Members – Continuing Professional Development.**

- (a) An Active Member shall comply with the requirements of the Society's Continuing Professional Development program to maintain his or her membership status.

- (b) On request of the Membership Committee, an Active Member shall submit documentation of his or her Avalanche-Related Activities and Continuing Professional Development for the past three (3) years. This review may be used to determine the Member's compliance with the terms and conditions of the Society's Continuing Professional Development program.
16. **Active Members – Cessation.** An Active Member shall cease to be an Active Member if:
- (a) the Member has declared to the Membership Committee that he or she is no longer engaged in Avalanche-Related Activities and is therefore no longer able to comply with the terms and conditions for Continuing Professional Development for Active Members; or
- (b) in the opinion of the Membership Committee, the Member has failed to comply with the terms and conditions for Continuing Professional Development for Active Members.
17. **Affiliate Members.** A person is eligible to be an Affiliate Member if:
- (a) the person is engaged in Avalanche-Related Activities on a regular or part time basis, or involved in Avalanche studies, research or related work; and
- (b) the person has successfully completed the Canadian Avalanche Association Industry Training Program Level 1 or equivalent technical training acceptable to the Membership Committee.
18. **Associate Members – Eligibility.** A group, club, business, agency, corporation or association is eligible to be an Associate Member if, in the opinion of the Membership Committee, the applicant is involved in an Avalanche-Related Activity, or supplies a product or service that has application to Avalanche-Related Activities, and otherwise supports the purposes of the Society.
19. **Associate Members – Representatives.** Each Associate Member shall, in writing, identify one (1) individual to represent that Associate Member to the Society. Each representative so named will have the right to act for that Associate Member for all things as authorized in these Bylaws. An Associate Member may, by notice in writing to the Society, change its representative, but the original representative shall remain as the representative until such time as the Associate Member appoints a different representative, unless the representative presents his or her resignation.
20. **Associate Members – Cessation.** An Associate Member shall cease to be a Member of the Society:
- (a) by resolution of the Board upon recommendation of the Membership Committee, when the Member has ceased to be involved in an Avalanche-Related Activity, or has ceased to supply a product or service that has application to Avalanche-Related Activities, or is no longer supporting the purposes of the Society;
- (b) by delivering its resignation in writing to the Secretary-Treasurer of the Society or by mailing or delivering it to the address of the Society;
- (c) on dissolution of the Associate Member;
- (d) on being expelled; or
- (e) on being a Member not in good standing for four (4) consecutive months.

21. **Public Representative Members.** Public Representative Members consist of the Public Representatives who are elected as Directors of the Society. Public Representative Members cease to be Members when they cease to be Directors or are removed as Members in accordance with these Bylaws.
22. **Honorary Membership – Eligibility.**
- (a) Any Member may nominate a person to be admitted as an Honorary Member, provided the nominee meets the following eligibility criteria:
 - (i) he or she is a Former Member or a Practicing Professional Member, a Non-Practicing Professional Member, or an Active Member;
 - (ii) he or she was or has been a Member for a significant number of years;
 - (iii) he or she has made an extraordinary contribution to the profession or the Society;
 - (iv) he or she has demonstrated exceptional ability in Avalanche safety, outstanding work in Avalanche research or education, or similar achievements; and
 - (v) he or she has demonstrated professional integrity.
 - (b) A nomination for a person to be admitted as an Honorary Member must:
 - (i) use the nomination form approved by the Board;
 - (ii) include sufficient evidence that the nominee meets the requirements set out in section 22(a); and
 - (iii) be submitted to the Society’s office no later than January 1st of the year of the next annual general meeting.
 - (c) On receipt of a nomination that meets the requirements of section 22(b), the Board will assess the nomination, and if the Board determines that a nominee meets the requirements in section 22(a), the Board may then recommend to the Members that the nominee be admitted as an Honorary Member, except that the Board may not recommend that more than two (2) persons be admitted as Honorary Members in any given year.
 - (d) Following consideration of the Board’s recommendation to admit a person as an Honorary Member at an annual general meeting, the Members may admit the person as an Honorary Member by Ordinary Resolution.
23. **Honorary Members – Membership Status.** A person who has been admitted as an Honorary Member:
- (a) remains a member of the class and subcategory of membership that the Member was occupied prior to being admitted as an Honorary Member and continues to be entitled to the rights, privileges and obligations of such class and category;
 - (b) is not required to pay any fee to maintain his or her membership; and
 - (c) may, in addition to using the title that applies to a Practicing Professional Member or Active Member, use the additional designation “Honorary”.

24. **Honorary Members – Cessation.** The Board may revoke the Honorary Member status of a Member if the Board determines that the Honorary Member in question has engaged in conduct that is:

- (a) is not in the interest of the Society or its members; or
- (b) is not otherwise in keeping with the criteria set out in section 22(a).

For greater certainty, the Board may not delegate its powers under this section 24 to a committee or panel.

25. **Membership Obligations.** Each Member shall abide by any: (a) Code of Ethics; (b) standards of practice; and/or (c) rule, policy or procedure that has been adopted by the Board from time to time. For greater certainty, these Bylaws constitute a binding contract between the Society and each Member that obliges each Member to comply with all of the applicable provisions of this Bylaw.

26. **Good Standing.** All Members are in good standing, except any Member who:

- (a) has not paid his or her current annual membership fee or any other subscription or debt due and owing by him or her to the Society (and, for greater certainty, the Member shall remain not in good standing so long as the fee, subscription or debt remains unpaid);
- (b) has ceased to be a Practicing Professional Member under section 9(a) or 9(b) and has not yet been admitted as a Non-Practicing Professional Member, an Active Member, or an Affiliate Member;
- (c) has ceased to be a Non-Practicing Professional Member under section 12(a) or 13(b) and has not yet been admitted as an Active Member or Affiliate Member; or
- (d) has ceased to be an Active Member under section 16(a) or 16(b) and has not yet been admitted as an Affiliate Member.

27. **Cessation of Membership.** Without limiting any other provisions of this Bylaw, a person who is a Member shall cease to be a Member of the Society:

- (a) by delivering his or her resignation in writing to the Secretary-Treasurer of the Society or by mailing or delivering it to the address of the Society;
- (b) on his or her death;
- (c) on being expelled;
- (d) on being a Member not in good standing for four (4) consecutive months; or
- (e) on cancellation of his or her membership by the Discipline Committee under section 114(a)(v).

28. **Re-instatement of Members.**

- (a) A Member whose membership in the Society has ceased under section 27(a), 27(c), or 27(d) may, if the reasons for ceasing to be a Member no longer exist, be re-instated by vote of the Board.

- (b) A Member whose membership in the Society has been cancelled by the Discipline Committee under section 114(a)(v) may apply for, and be, re-instated by the Board only with the approval of the Complaint Investigation Committee.

29. **Disclosure of Membership Status.**

- (a) Where the Society receives an inquiry about the membership status of a Member, the Member acknowledges that the Executive Director may disclose whether:
 - (i) that person is a Member or a Former Member of the Society;
 - (ii) a Consent Agreement has been executed with that person under section 90 or 91, and the details of the agreement that can be released in accordance with that agreement;
 - (iii) that person has been or was named in a Citation issued under section 99, and, in turn:
 - (A) a summary of the allegations set out in that Citation; or
 - (B) a summary of the final disposition of that Citation; and
 - (iv) the Discipline Committee has issued an order relating to that person under section 114 and the details of that order.
- (b) The Executive Director shall not release the names of complainants, clients, or their families or information which might otherwise enable a person inquiring about the status of a Member to establish the identity of a complainant, clients or their families, unless any person so affected consents to such a disclosure.

PART 3 – MEETINGS OF MEMBERS

30. **Annual Meetings.** Subject to the Act, the annual general meeting of Members will be held on the date and at the time and at the place in Canada determined by the Board, but in any case, not (i) more than fifteen (15) months after the holding of the last preceding annual general meeting, and (ii) later than six (6) months after the end of the Society's preceding financial year. At every annual general meeting, in addition to any other business that may be transacted, the Members shall:

- (a) review and consider the financial statements, the report of the public accountant and any other reports required by the Act to be placed before the Members at the annual general meeting;
- (b) elect Directors in accordance with section 43(c);
- (c) appoint the public accountant; and
- (d) transact any other business that may be properly brought before the Members.

31. **Special Meetings and Requisition Meetings.** The Directors shall have the power to call at any time a special meeting of the Members. In addition, the Directors shall call a meeting of the Members on written requisition of Members who hold not less than five percent (5%) of the votes that may be cast at a meeting of Members, for the purposes stated in the requisition. Should the Directors fail to call such meeting within twenty-one (21) days of receipt of such requisition, any Member who signed the requisition may call such meeting.

32. **Meeting by Electronic Means, etc.** Any person entitled to attend a meeting of Members may participate in the meeting, in accordance with the Act, by means of a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting, if the Society makes available such a communication facility. A person participating in a meeting by such means is deemed for the purposes of the Act to be present at the meeting.
33. **Notice of Meetings.** Notice of the time and place of a meeting of Members shall be given to each Member who, at the close of business on the record date for notice or if no record date for notice is fixed, at the close of business on the preceding day on which the notice is given, is entitled to receive notice, by the following means:
- (a) by mail, courier or personal delivery to each such Member, during a period of twenty-one (21) to sixty (60) days before the day on which the meeting is to be held; or
 - (b) by telephonic, electronic or other communication facility to each such Member, during a period of twenty-one (21) to thirty-five (35) days before the day on which the meeting is to be held.
34. **Special Business.** Notice of any meeting where special business will be transacted shall state the nature of that business in sufficient detail to permit a Member to form a reasoned judgment on the business and state the text of any Special Resolution to be submitted to the meeting. For purposes of this section, all business transacted at a special meeting or annual general meeting of Members, except consideration of the financial statements, public accountant's report, election of Directors and re-appointment of the incumbent public accountant, is "special business". The President, the Vice-President, the Secretary-Treasurer, the public accountant, the Directors and any other person or persons designated by the Board, will be entitled to receive notice of every meeting of the Members, and to attend and be heard thereat, but will not be entitled to vote at any such meeting.
35. **Annual Financial Statements.** The Society shall send to the Members a copy of the annual financial statements and other documents referred to in subsection 172(1) of the Act or a copy of a publication of the Society reproducing the information contained in the documents. Instead of sending the documents, the Society may send a summary to each Member along with a notice informing the Member of the procedure for obtaining a copy of the documents themselves free of charge. The Society is not required to send the documents or a summary to a Member who, in writing, declines to receive such documents.
36. **Waiver of Notice.** A meeting of Members may be held at any time and place without notice if all the Members waive notice or otherwise consent to such meeting being held. The attendance of a Member at a meeting of Members is a waiver of notice of the meeting, except where that Member attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
37. **Persons Entitled to be Present.** The only persons entitled to be present at a meeting of Members will be those entitled to vote at that meeting, the Directors, the President, the Vice-President, the Secretary-Treasurer, the public accountant and any other person or persons designated by the Board to be present at the meeting. Any other person may be admitted only on the invitation of the chair of the meeting or with the consent of the Members.
38. **Quorum.**

- (a) No business, other than the election of a Chair and the adjournment or termination of the meeting, shall be conducted at a meeting of the Members at a time when a quorum is not present.
- (b) If at any time during a meeting of the Members there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- (c) The quorum for a meeting is forty (40) Members who are entitled to vote or five percent (5%) of the membership who are entitled to vote, whichever is the larger at the start of the meeting.
- (d) If within thirty (30) minutes from the time appointed for a meeting a quorum is not present, the meeting shall be adjourned.

39. **Voting.**

- (a) Each voting Member is entitled to one (1) vote at a meeting of Members.
- (b) At all meetings of Members, every question will be determined by Ordinary Resolution, unless otherwise specifically provided by the Bylaws or the Act.
- (c) If a meeting of Members is held by telephonic, electronic or other communication facility, then any person participating in, and entitled to vote at, that meeting may vote, in accordance with the Act, by means of the telephonic, electronic or other communication facility that the Society has made available for that purpose.

40. **Chair of Meetings.**

- (a) The President of the Society, Vice-President, or in the absence of both, one of the other Directors present shall preside as Chair of a meeting.
- (b) If at a meeting of the Members:
 - (i) there is no President, Vice-President, or other Director present within fifteen (15) minutes after the time appointed for holding the meeting; or
 - (ii) the President and all the other Directors present are unwilling to act as Chair, then the Members present shall choose one of their number to be Chair.
- (c) In case of an equality of votes at a general meeting, the Chair shall not have a casting or second vote in addition to the vote to which he or she may be entitled as a Member and the proposed resolution shall not be passed.

41. **Adjournment.** Any meeting of the Members may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. If the meeting is adjourned:

- (a) for less than thirty-one (31) days, it is not necessary to give notice of the adjourned meeting, other than by announcement at the earliest meeting that is adjourned; or
- (b) by one or more adjournments for an aggregate of more than thirty (30) days, notice of the adjournment will be given as if for an original meeting.

PART 4 – DIRECTORS

42. **Powers of the Directors.** The Directors shall manage or supervise the management of the activities and affairs of the Society in all things. The Directors may make or cause to be made for the Society, in its name, any kind of contract which the Society may lawfully enter into and may exercise all such other powers and do all such other acts and things as the Society is authorized to exercise and do.
43. **Size and Composition of the Board.** The Board will consist of a minimum of eight (8) Directors and maximum of fifteen (15) Directors. The number of Directors shall be determined from time to time by the Members. To the greatest extent possible, the Board will include:
- (a) at least five (5) Practicing Professional Members;
 - (b) at least one (1) Active Member; and
 - (c) two (2) Public Representatives.
44. **Election of Directors.**
- (a) The Directors shall be elected by the Members by Ordinary Resolution at annual meetings of the Members.
 - (b) The term of office of a Director is up to two (2) years or until his or her successor is elected. Directors are eligible for re-election, except that no Director shall serve as a Director for more than six (6) years.
 - (c) The Board may approve criteria, policies and procedures for the purposes of administering the nomination and appointment of the Directors under these Bylaws, provided such criteria, policies and procedures do not conflict with these Bylaws.
 - (d) To the greatest extent possible, the terms of half of the Directors will expire in one year and the other half of the Directors in the following year.
45. **Removal of Directors.**
- (a) The office of Director shall be automatically vacated:
 - (i) if the Director is less than eighteen (18) years of age;
 - (ii) if the Director is declared incapable by a court in Canada or in another country;
 - (iii) if the Director has the status of a bankrupt; or
 - (iv) on the Director's death.
 - (b) The Members may, by Ordinary Resolution, at a special meeting remove any Director from office for any reason.
 - (c) The office of Director shall be vacated upon the written resignation of the Director, effective at the time the written resignation is sent to the Society or at the time specified in the resignation, whichever is later.
 - (d) A Director whose membership class or subcategory has changed, thereby making that Director otherwise ineligible for the Director's position, may remain as a Director until the next annual general meeting, at which time that Director will be deemed to have resigned.

46. **Vacancies.**

- (a) Subject to the Act, a quorum of the Board may fill a vacancy among the Directors, except a vacancy resulting from:
 - (i) a failure to elect the minimum number of Directors provided for in the Articles; or
 - (ii) an increase in the minimum or maximum number of Directors provided for in the Articles.
- (b) Subject to the Act, if there is not a quorum of the Board, or if the vacancy has arisen in the circumstances referred to in section 46(a)(i), the Directors then in office will forthwith call a special meeting of Members to fill the vacancy with regard to the desired composition of the Board under section 43 and, if they fail to call a meeting or if there are no Directors then in office, the meeting may be called by any Member.
- (c) A Director appointed under section 46 will only hold office for the unexpired term of their predecessor.

47. **Remuneration.** No amount is payable by way of salary, bonus or otherwise to any Director for acting as a Director of the Society. Each Director is entitled to be reimbursed for reasonable out-of-pocket expenses incurred in attending Board meetings, committee meetings, and Members' meetings and in performing other duties of Directors of the Society.

PART 5 – MEETINGS OF THE BOARD

48. **Notice.** The Directors may meet together at such places as they think fit to dispatch business, adjourn, and otherwise regulate their meetings and proceedings as they see fit. A notice of a meeting of the Board need not specify the purpose of or the business to be transacted at the meeting except where required by the Act.
49. **Quorum.** A quorum shall be a majority of the Directors then in office.
50. **Chair of Meetings.** The President shall be Chair of all meetings of the Board, but if at any meeting the President is not present within thirty (30) minutes after the time appointed for holding the meeting, the Vice-President shall act as Chair. If the Vice-President is not present, the Secretary-Treasurer shall act as Chair, but if neither the Vice-President nor Secretary-Treasurer is present the meeting shall be adjourned.
51. **Voting.** Each Director is entitled to one (1) vote on each question arising at any meeting of the Board or committee of Directors and such questions shall be decided by a majority of votes. In case of an equality of votes at a meeting of the Directors or committee of Directors the Chair will not have a second or casting vote. Voting by proxy at a meeting of the Board or committee of Directors shall not be permitted. No resolution proposed at a meeting of the Board or committee of Directors need be seconded and the Chair of the meeting may move or propose a resolution.
52. **Resolution in Writing.** A resolution in writing signed by all the Directors is valid and effective as if regularly passed at a meeting of the Board. Signatures transmitted by facsimile machine or email shall be considered valid.

PART 6 - OFFICERS

53. **Officers.** The Society will have the following Officers on its Board:

- (a) a President;
- (b) a Vice-President;
- (c) a Secretary-Treasurer; and
- (d) any other Officer(s) as the Board may appoint from time to time.

54. **Election of Officers.** At the first meeting of the Board following an annual general meeting of the Members, the Directors will elect:

- (a) from the Directors who are Practicing Professional Members, a President and a Vice-President; and
- (b) from the other Directors, a Secretary-Treasurer.

55. **Officer's Terms of Office.** Except as otherwise provided herein, the term of office of an Officer is two (2) years or until his or her successor is elected, but an Officer may not serve as an Officer for more than six (6) years.

56. **President's Term of Office.** Notwithstanding sections 44(b) and 55, the President may:

- (a) if he or she has already served six (6) years in one or more Officer positions, serve as President for up to two (2) additional terms of office of two (2) years each; and
- (b) may run for re-election as a Director for such additional term(s) as may be required to serve as President,

provided, however, that the President may not serve longer than six (6) years consecutive years in that office.

57. **Removal.**

- (a) Each Officer shall continue in office until:
 - (i) their term of election or appointment expires;
 - (ii) the election or appointment of a successor;
 - (iii) the Officer's resignation by delivery of a written resignation to the Secretary-Treasurer of the Society;
 - (iv) the Officer ceasing to be a Director (if a necessary condition of office);
 - (v) the Officer's removal by resolution of the Board; or
 - (vi) the Officer's death.
- (b) If the office of any Officer of the Society shall be or becomes vacant, the Directors may by resolution appoint a person to fill such vacancy for the remainder of the predecessor's term or until their successor is elected or appointed.

58. **Remuneration.** No amount is payable by way of salary, bonus or otherwise to any Officer on the Board for acting as an Officer on the Board of the Society. Each Officer is entitled to be reimbursed for reasonable out-of-pocket expenses incurred in attending Officers' meetings,

Board meetings, committee meetings, and Members' meetings and in performing other duties of Officers of the Society.

PART 7 – DUTIES OF OFFICERS

59. **President.** The President is the Chief Executive Officer of the Society and shall supervise the other Officers in the execution of their duties. The President shall preside at all meetings of the Society and of the Directors. On retiring from office, the President may serve as a non-voting advisor to the Board as Past-President for a period of one (1) year. The President will have any other powers and duties as the Board may specify.
60. **Vice-President.** The Vice-President shall carry out the duties of the President during his or her absence. The Vice-President will have any other powers and duties as the Board may specify.
61. **Secretary-Treasurer.** The Secretary-Treasurer may in writing delegate any, but not all, of his or her responsibilities to staff of the Society, and shall: issue notice of meetings of the Society and Directors; keep minutes of the meetings of the Society and Directors; have custody of all records and documents of the Society; have custody and use of the seal of the Society; maintain the registers of Members; collect all fees and other revenue and settle all bills of the Society; keep financial records; render financial statements to the Directors, Members and others when required; and have any other powers and duties as the Board may specify.

PART 8 – COMMITTEES

62. **Committees – General.** The Board may establish, by resolution, committees on such terms and conditions as the Board deems appropriate, whose members will hold their offices at the discretion of the Board or as otherwise determined by the Board.
63. **Powers.** A committee so formed in the exercise of the powers so delegated shall conform to any rules that may from time to time be imposed on it by the Directors, and shall report every act or thing done in exercise of those powers to the earliest meeting of the Directors.
64. **Chair of Meetings.** A committee may elect a Chair of its meetings; but if no Chair is elected, or if at any meeting the Chair is not present within thirty (30) minutes after the time appointed for holding the meeting, the Members of the committee shall choose one of their number to be Chair of the meeting. Committees shall report to the Directors, through their Chair, in a manner and frequency set by the Directors.
65. **Procedure.** Unless otherwise determined by the Board or prescribed by these Bylaws, each committee will have the power to fix its quorum at not less than a majority of its members, and to regulate its procedure.
66. **Membership Committee.** The Membership Committee shall be appointed by the Board from time to time, and consist of:
- (a) a Director who is a Practicing Professional Member, who shall serve as Chair of the committee; and
 - (b) four (4) other Practicing Professional Members.

No Member of the Society shall be a member of the Membership Committee for a continuous period of more than six (6) years.

PART 9 – FINANCIAL MATTERS

67. **Application Fees.** Applications for membership in the Society may be subject to a non-refundable processing fee authorized by the Directors.
68. **Annual Membership Fees.**
- (a) Changes to annual fees for Members shall be decided by a vote of the Members at an annual general meeting.
 - (b) The Directors may authorize a payment schedule for membership fees and other membership services, specifying charges and overdue or arrears penalties, as the Directors see fit.
69. **Financial Year.** The financial year of the Society shall end on the 30th of November in each year.
70. **Public Accountant.** Subject to the Act, at each annual general meeting, the Members shall appoint a public accountant to hold office until the close of the next annual general meeting and, if an appointment is not so made, the public accountant in office will continue in office until a successor is appointed. The Members may, at any special meeting, remove the public accountant by Special Resolution before the expiration of such public accountant's term of office, and shall, by a majority of the votes cast at that meeting, appoint another public accountant in such public accountant's place for the remainder of such public accountant's term. If the Members fail to appoint a successor public accountant, the Directors shall immediately fill any vacancy in the office of public accountant. The remuneration of the public accountant shall be fixed by the Board.
71. **Borrowing.** The Board may, without the authorization of the Members:
- (a) borrow money on the credit of the Society;
 - (b) issue, reissue, sell, pledge or hypothecate debt obligations of the Society;
 - (c) give a guarantee on behalf of the Society to secure performance of an obligation of any person; and
 - (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Society, owned or subsequently acquired, to secure any obligation of the Society.

The Board may, by resolution, delegate the powers referred to in this section 71 to a Director, a committee of Directors or an Officer.

72. **Banking Arrangements.** The banking business of the Society shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the Board may designate, appoint or authorize from time to time. The banking business or any part of it shall be transacted by an Officer or Officers of the Society and/or other persons as the Board may by resolution from time to time designate, direct or authorize.

PART 10 - AMENDMENTS

73. **Bylaw Amendments.** Subject to the Act, the Board may, by resolution, make, amend or repeal any bylaws (including this Bylaw) that regulate the activities and affairs of the Society. Any such bylaw, amendment or repeal shall be effective from the date of the resolution of Directors until the next meeting of Members where it may be confirmed, rejected or amended by the Members. If the bylaw, amendment or repeal is confirmed or confirmed as amended by the Members it

remains effective in the form in which it was confirmed. The bylaw, amendment or repeal ceases to have effect if it is not submitted to the Members at the next meeting of Members or if it is rejected by the Members at the meeting. Notwithstanding the foregoing, bylaw amendments or repeals that relate to the subject matter of section 197(1) of the Act will only be effective when confirmed by a Special Resolution of the Members, or bylaw amendments or repeals that relate to the subject matter of section 199 of the Act will only be effective when confirmed by each class of Member entitled to vote on the amendment or repeal by Special Resolution.

PART 11 – COMPLAINTS, MEDIATION, DISCIPLINE and APPEALS

74. **Definitions.** In this Bylaw, the following terms have the following meanings:
- (a) **“Citation”** means the citation or notice of hearing issued pursuant to section 99, and, if the circumstances so require, includes a separate notice of hearing as may be issued under section 100.
 - (b) **“Subject Member”** means the Member who is identified or named in a complaint being investigated by the Complaint Investigation Committee.
 - (c) **“Respondent Member”** means the Member who is:
 - (i) named in a Citation; or
 - (ii) the subject of an order made under section 114.

Division 11.1 – Standing Committees

75. **Ethics and Standards Committee.**
- (a) The Ethics and Standards Committee shall consist of at least three (3) persons.
 - (b) The Board shall appoint the members of the Ethics and Standards Committee, the chair and, if so required, a vice-chair.
 - (c) The Ethics and Standards Committee shall:
 - (i) review the Code of Ethics and the standards of practice of the Society;
 - (ii) recommend any necessary changes to the Code or standards;
 - (iii) facilitate a review by the membership of the Code or standards, or changes to same; and
 - (iv) recommend changes to the Code or standards for approval by the Board pursuant to section 25.
76. **Complaint Investigation Committee.**
- (a) The Complaint Investigation Committee shall consist of at least three (3) persons.
 - (b) The Board shall appoint the members of the Complaint Investigation Committee, the chair and, if so required, a vice-chair.
 - (c) The Complaint Investigation Committee:
 - (i) shall investigate and attempt to resolve complaints against Members in accordance with Divisions 11.2 and 11.3; and
 - (ii) may prepare policies and procedures that are necessary for it to administer the applicable provisions of Divisions 11.2 and 11.3 for approval by the Board pursuant to section 22.

- (d) No person may be a member of the Complaint Investigation Committee if that person:
 - (i) is or was a member of a Discipline Committee adjudicating a Citation against a Respondent Member;
 - (ii) has a relationship with either the Subject Member or the complainant that would compromise that member's objectivity.

77. Discipline Committee.

- (a) The Discipline Committee shall consist of at least three (3) persons.
- (b) The Board shall appoint the members of the Discipline Committee, the chair and, if so required, a vice-chair.
- (c) The Discipline Committee:
 - (i) shall adjudicate Citations issued against Members and conduct discipline hearings in accordance with Division 11.4; and
 - (ii) may prepare policies and procedures that are necessary for it to administer the applicable provisions of Division 11.4 for approval by the Board pursuant to section 22.
- (d) If a Citation is issued under section 99, the chair of the committee may direct that the matter be heard by a panel of at least three (3) members of the committee, and:
 - (i) a discipline panel may exercise all of the powers and duties assigned to the Discipline Committee in the remainder of this Part; and
 - (ii) the committee or panel conducting a hearing must be composed of the following members:
 - (A) at least one (1) Practicing Professional Member; and
 - (B) a non-Member with relevant experience.
- (e) No person may be a member of the Discipline Committee if that person:
 - (i) is or was a member of the Complaint Investigation Committee investigating the Subject Member; or
 - (ii) has a relationship with either the Subject Member or the complainant that would compromise that member's objectivity.

Division 11.2 – Complaint Investigation

78. Investigators.

- (a) The Complaint Investigation Committee may appoint a person as investigator and such a person may be appointed from the committee itself.
- (b) An investigator has the powers of the Complaint Investigation Committee prescribed under this Bylaw, unless the committee sets limits or conditions on the exercise of its powers by the investigator.

- (c) On completion of an investigation, the investigator must promptly report in writing the results of that investigation to the Complaint Investigation Committee, and do so in a form and style as required by the committee.

79. Complaints to be made to Executive Director.

- (a) A person who wishes to make a complaint against a Member must deliver the complaint in writing to the Executive Director.
- (b) As soon as practical after receiving a complaint, the Executive Director shall deliver to the chair of the Complaint Investigation Committee a copy of the complaint, an initial assessment of the complaint and any recommendations the Executive Director may have for the disposition of the complaint.

80. Essential Complaint Information.

- (a) A complaint must include or disclose the following information:
 - (i) the complainant's name and contact information;
 - (ii) the name of the Member against whom the complaint is made or sufficient information to identify a Member; and
 - (iii) sufficient information concerning an alleged act or omission so as to allow the Complaint Investigation Committee to make a decision under section 81.
- (b) If after receiving a complaint, the Executive Director determines that the complaint does not contain the information listed in section 80(a), the Executive Director shall:
 - (i) advise the complainant in writing that, because it is not yet complete, the complaint will not be forwarded to the Complaint Investigation Committee; and
 - (ii) so report that decision to the Complaint Investigation Committee.
- (c) The Executive Director's determination under section 80(a) is not a decision that can be appealed to the Board under Division 11.5.

81. Investigation by Complaint Investigation Committee.

- (a) Where the Executive Director delivers a complaint to the chair of the Complaint Investigation Committee, the Complaint Investigation Committee may investigate the matter raised by that complaint.
- (b) Notwithstanding section 81(a), the Complaint Investigation Committee may on its own motion investigate a Member regarding any of the following matters:
 - (i) a contravention of these Bylaws;
 - (ii) a failure to comply with a limit or condition imposed under these Bylaws;
 - (iii) any type of professional misconduct or conduct unbecoming of a Member;
 - (iv) competence to provide Avalanche risk assessment and management services;
 - (v) a Member who is or may be incapacitated.

- (c) The Complaint Investigation Committee may require the Member who is the subject of an investigation under this Bylaw to provide it with any information regarding the matter the Complaint Investigation Committee believes should be considered during its investigation.
- (d) After considering information collected during an investigation, the Complaint Investigation Committee may do one or more of the following:
 - (i) take no further action if the Complaint Investigation Committee is of the view that:
 - (A) the matter is trivial, frivolous, vexatious or made in bad faith;
 - (B) the conduct or competence to which the matter relates is satisfactory;
 - (C) the complaint gives rise to an abuse of process;
 - (D) the complaint was filed for an improper purpose or motive;
 - (E) the matter concerns an issue over which the Society does not have jurisdiction; or
 - (F) the substance of the matter will be, could be or has been dealt with in another proceeding;
 - (ii) issue an advisory statement pursuant to section 87;
 - (iii) request the Subject Member take remedial actions and, if necessary, enter into a Consent Agreement pursuant to section 90;
 - (iv) facilitate Mediation involving the Subject Member pursuant to Division 11.3;
 - (v) direct the Executive Director to issue a Citation pursuant to section 99; or
 - (vi) take any other action it considers appropriate and necessary to resolve the complaint.
- (e) The Complaint Investigation Committee shall notify a Subject Member and any complainant of the disposition of the investigation and any action taken under this Bylaw.
- (f) The committee's decision to act under section 81(d)(i)(A) or 81(d)(i)(F) or sections 81(d)(ii) to 81(d)(v) is not a decision that can be appealed to the Board under Division 11.5.

82. **Duty to Cooperate.**

- (a) For the purposes of this Bylaw, "**Avalanche Records**" includes a Member's field notes, appointment records, invoices and billing records, and any other documents produced by the client or a third party that are in a Member's possession.
- (b) Every Member shall cooperate with an investigation under this Division and shall not:
 - (i) withhold information from the Complaint Investigation Committee; or
 - (ii) hinder or obstruct an investigator.

- (c) When required by the Complaint Investigation Committee or investigator under section 81(c), a Subject Member shall within 30 days of receipt of the request:
 - (i) respond to the committee's questions and information requests;
 - (ii) provide the committee with originals or copies of requested Avalanche Records, or permit access to originals and the copying of records; and
 - (iii) permit an inspection of the Member's office, files and Avalanche Records during normal business hours.

83. Failure to Cooperate.

- (a) If a Subject Member fails to comply with a requirement of section 82, the Complaint Investigation Committee may, subject to subsection (b):
 - (i) direct the Executive Director to suspend that Member's registration in the Society until such time as the Member cooperates with the committee or responds to the committee's request; or
 - (ii) add the Member's failure as a new allegation in a Citation issued under section 99.
- (b) Before acting under section 83(a), the Complaint Investigation Committee must notify the Subject Member that:
 - (i) his or her registration may be suspended because of a failure to comply with a requirement of section 82; and
 - (ii) the Member has 30 days from the receipt of the notification to provide the committee with an explanation for that Member's failure to comply with a requirement of section 82.
- (c) A Subject Member who has been notified pursuant to section 83(b) has the burden to explain to the satisfaction of Complaint Investigation Committee why he or she should not be suspended pursuant to section 83(b)(i), and the Member's explanation must be reasonable and acceptable to the committee.
- (d) If a Subject Member has been suspended pursuant to section 83(a), that Member's membership in the Society may not be renewed unless the Complaint Investigation Committee otherwise approves that Member's renewal.
- (e) For clarity, a show cause proceeding under section 83(b) is separate and distinct from a disciplinary hearing conducted under Division 11.4.
- (f) A Subject Member whose membership is not renewed under this Bylaw may appeal that decision to the Board pursuant to Division 11.5.
- (g) Notwithstanding section 82 and sections 83(a)-(b), a Subject Member may refuse to participate in an alternative dispute resolution process to resolve a complaint under Division 11.3, and the Complaint Investigation Committee may not use that refusal against the Member in any subsequent proceeding.

84. Conviction for a Criminal Offence. Notwithstanding any provision in this Division, if the Complaint Investigation Committee receives proof that a Member has been convicted in a court

of law of a criminal offence, which, in the opinion of the committee, would constitute professional misconduct or is otherwise contrary to the public interest, the Complaint Investigation Committee may act in accordance with this Division.

85. Notifying the Subject Member.

- (a) If the Complaint Investigation Committee determines that a complaint raises a bona fide concern about a Subject Member's practice or conduct, the committee must within 90 days of receipt of the complaint:
 - (i) inform the Subject Member that a complaint has been made against him or her;
 - (ii) provide the Subject Member with a copy or a summary of the complaint, and any other information the committee determines is necessary to disclose to the Subject Member; and
 - (iii) ask the Subject Member to respond to specific issues of concern as may be identified by the committee.
- (b) Notwithstanding the ninety (90) day notification period in section 85(a), if the Complaint Investigation Committee determines that it is necessary for the effective and fair investigation of a complaint, the committee may delay notifying the Subject Member of the complaint until such time as the committee has determined it is appropriate to do so.
- (c) When acting under section 85(a) or (b), the Complaint Investigation Committee may decline to identify within the copy or summary of the complaint the identity of complainant or the source of the complaint, if the committee is of the view that such disclosure may place the complainant at risk of harm.

86. Report to be made where no Remedial or Disciplinary Action Taken.

- (a) Where the Complaint Investigation Committee decides that no remedial or disciplinary action will be taken under this Part regarding the matter investigated, it shall:
 - (i) report to the Board regarding its decision and the results of its investigation; and
 - (ii) in the case of an investigation respecting a complaint, notify the complainant in writing of its decision.
- (b) A complainant who is dissatisfied with a decision of the Complaint Investigation Committee referred to in subsection 86(a) may appeal that decision to the Board in accordance with Division 11.5.
- (c) The Board may, on its own motion after considering a report of the Complaint Investigation Committee under section 86(a):
 - (i) direct the Complaint Investigation Committee to act under this Division; or
 - (ii) direct the Executive Director to issue a Citation under section 99.

87. Advisory Statements.

- (a) The Complaint Investigation Committee may at any time issue an advisory statement to a Subject Member who is being investigated under this Division.

- (b) An advisory statement may contain the following information:
 - (i) a summary of the results of the investigation;
 - (ii) a description of the committee's attempts to resolve the complaint, if applicable;
 - (iii) an explanation as to why the advisory statement is being issued;
 - (iv) the Subject Member's right to contest the statement;
 - (v) what will happen if the statement is not contested;
 - (vi) the complainant's right to appeal the final statement.
- (c) A Subject Member who receives an advisory statement may within fifteen (15) days contest the statement by advising the committee in writing as to why the Member disagrees with the information or advice set out in the statement.
- (d) In contesting an advisory statement, the Subject Member must:
 - (i) identify the specific information or advice that the Member disagrees with;
 - (ii) provide new information or alternative advice the Member thinks should replace the contested information or advice; and
 - (iii) explain why the new information or alternative advice is more accurate or appropriate than the original.
- (e) A Subject Member is entitled to only one opportunity to contest an advisory statement under section 87(d).
- (f) If a Subject Member who receives an advisory statement does not contest the statement within fifteen (15) days:
 - (i) the information and advice set out in the statement is deemed to have been accepted by the Member as presented; and
 - (ii) a copy of the statement may then be placed in the Member's file and provided to the complainant.

88. Appeals of Advisory Statements.

- (a) A Subject Member or a complainant may not appeal to the Board the Complaint Investigation Committee's decision to issue an advisory statement under section 87.
- (b) If a complainant disagrees with the information or advice in a final advisory statement, the complainant may appeal that information or advice to the Board in accordance with Division 11.5.

Division 11.3 – Remedial Actions by Consent and Mediation

- 89. Definitions.** In this Bylaw, the following terms have the following meanings:

- (a) **"Consent Agreement"** means a written agreement between the parties that records an undertaking or a consent given by a Subject Member for the purposes of resolving a complaint;
- (b) **"Mediated Agreement"** means a written agreement between the parties that is reached through Mediation;
- (c) **"Mediation"** means an informal but confidential way to resolve a complaint rather than holding a disciplinary hearing under Division 11.4 which, if successful, would then result in a Mediated Agreement; and
- (d) **"Remedial Action by Consent"** means a proposal by the Complaint Investigation Committee or a Subject Member to resolve a complaint which, if accepted, would then be documented in a Consent Agreement.

90. **Committee's Remedial Action by Consent.**

- (a) In relation to a matter investigated under this Division, the Complaint Investigation Committee may propose to the Subject Member that he or she do one or more of the following by consent:
 - (i) undertake not to repeat the conduct to which the matter relates;
 - (ii) undertake to take educational courses specified by the Complaint Investigation Committee;
 - (iii) accept a reprimand;
 - (iv) accept a limit or condition on the Member's practice, including a suspension for a defined period of time;
 - (v) accept a cancellation of the Member's registration;
 - (vi) pay a fine in an amount not exceeding the maximum fine established under section 114(a)(vi); and/or
 - (vii) undertake any other action proposed by the Complaint Investigation Committee.
- (b) If the Subject Member accepts a Remedial Action by Consent from the committee received under section 90(a):
 - (i) the Complaint Investigation Committee must within thirty (30) days enter into a Consent Agreement with the Member that is consistent with that proposal; and
 - (ii) on completion of the Consent Agreement, the Executive Director must cancel any issued Citation and the hearing if scheduled.
- (c) If the Subject Member rejects a Remedial Action by Consent received under section 90(a):
 - (i) a hearing of the Citation must proceed as though the proposal had not been made; and

- (ii) the Discipline Committee must not consider the Member's admissions or consents, if any, in determining the matter or in making an order under section 114.
- (d) The committee's decision to propose a Remedial Action by Consent under this section is not a decision that can be appealed to the Board under Division 11.5.

91. **Subject Member's Proposal.**

- (a) A Subject Member may give the Complaint Investigation Committee a written proposal at any time before the commencement of a hearing under section 103 wherein the Member may agree to do one or more of the following by consent:
 - (i) admit the nature of the complaint or any other matter that is to be the subject of the hearing;
 - (ii) undertake or accept any action listed in section 90;
 - (iii) to the making of an order described in section 114;
 - (iv) to indemnify the Society for cost of its the investigation under section 81 in an amount not to exceed the costs for the inquiry as specified in section 117.
- (b) If the Member gives the proposal to the Complaint Investigation Committee less than seven (7) days before the hearing is scheduled to commence, the Member must also consent to indemnify the Society for the cost of preparing for the hearing in an amount not to exceed one half the costs to that date of preparing for that hearing.
- (c) The Complaint Investigation Committee may accept or reject a proposal received under section 91(a) based on its investigation of the complaint.
- (d) If the Complaint Investigation Committee accepts a proposal from the Subject Member received under section 91(a):
 - (i) the Complaint Investigation Committee must within thirty (30) days enter into a Consent Agreement with the Member that is consistent with the proposal; and
 - (ii) on completion of the Consent Agreement, the Executive Director must cancel any issued Citation and the hearing if scheduled.
- (e) If the Complaint Investigation Committee rejects a proposal received under section 91(a):
 - (i) a hearing of the Citation must proceed as though the proposal had not been made; and
 - (ii) the Discipline Committee must not consider the Member's admissions or consents in determining the matter or in making an order under section 114.
- (f) If the discipline hearing has commenced under section 103 before the Subject Member has given the Complaint Investigation Committee a written proposal under subsection 91(a):
 - (i) the Member may give to the Complaint Investigation Committee a written proposal described in sections 91(a) to (c), but must also consent to indemnify

the Society for preparing for and conducting the hearing in an amount not to exceed the actual costs of preparing for and conducting the hearing; and

- (ii) the Complaint Investigation Committee may accept or reject the proposal in its discretion.
- (g) If the Complaint Investigation Committee accepts a proposal under section 91(f):
 - (i) the Complaint Investigation Committee must within 30 days enter into a Consent Agreement with the Member that is consistent with the proposal; and
 - (ii) on completion of the Consent Agreement, the Discipline Committee must cancel the hearing.
- (h) If the Complaint Investigation Committee rejects a proposal received under section 91(f):
 - (i) a hearing of the Citation must proceed as though the proposal had not been made; and
 - (ii) the Discipline Committee must not consider the Member's admission or consent in determining the matter or in making an order under section 114.
- (i) The committee's decision to accept or reject a Member's Remedial Action by Consent under this Bylaw is not a decision that can be appealed to the Board under Division 11.5.

92. **Consent Agreement.**

- (a) A Consent Agreement reached under section 90 or 91 must:
 - (i) include an undertaking, acceptance or consent given by the Subject Member pursuant to section 90 or 91, as applicable;
 - (ii) specify the length of time that an undertaking, acceptance or consent is binding on the Subject Member;
 - (iii) specify the procedure that the Subject Member may follow to be released from an undertaking, acceptance or consent; and
 - (iv) specify which terms of the Consent Agreement may be disclosed to the public, and the timing of such disclosure.
- (b) The committee's decision on the terms of a Consent Agreement is not a decision that can be appealed to the Board under Division 11.5.

93. **Mediation.**

- (a) The Complaint Investigation Committee may recommend that a complaint be mediated between the complainant and the Subject Member if:
 - (i) the committee believes it is in the public interest to mediate the complaint; and
 - (ii) the complainant and the Subject Member agree to Mediation.
- (b) The Complaint Investigation Committee may recommend that a complaint be mediated between the committee and the Subject Member if:

- (i) the committee believes it is in the public interest to mediate the complaint without the complainant; and
 - (ii) the committee and the Subject Member agree to Mediation in the absence of the complainant.
- (c) The Complaint Investigation Committee may recommend that a complaint be mediated between the committee, the complainant and the Subject Member if:
- (i) the committee believes it is in the public interest to mediate the complaint with all three parties; and
 - (ii) the committee, the complainant and the Subject Member agree to Mediation.
- (d) If the parties agree to Mediation under sections 93(a) or (b), the Complaint Investigation Committee must appoint a mediator at the Society's expense who is acceptable to the parties that will attend the Mediation.
- (e) The committee's decision to enter into Mediation is not a decision that can be appealed to the Board under Division 11.5.

94. **Agreement to Mediate.**

- (a) A Mediation must be conducted in accordance with such Mediation policies and procedures as approved by the Board under section 22 that are not inconsistent with this section.
- (b) The mediator must conduct the Mediation process in accordance with the terms of a written agreement to mediate.
- (c) An agreement to mediate:
 - (i) must contain a confidentiality provision that is acceptable to the Complaint Investigation Committee;
 - (ii) may list any exceptions to that condition; and
 - (iii) must be executed by the parties and any other persons the parties agree may attend or participate in the Mediation.
- (d) The committee's decision on the terms of an agreement to mediate or to accept such an agreement is not a decision that can be appealed to the Board under Division 11.5.

95. **Mediated Agreement.**

- (a) Where an agreement between the parties is reached through Mediation, the terms of the agreement must be set out in a Mediated Agreement.
- (b) A Mediated Agreement must:
 - (i) contain a monitoring and enforcement provision that is acceptable to the Complaint Investigation Committee;
 - (ii) state whether the terms of the agreement may be disclosed to persons who did not participate in the Mediation;

- (iii) be executed by the mediating parties; and
 - (iv) be submitted by the mediator to the Complaint Investigation Committee.
 - (c) Where a term of a Mediated Agreement requires the Subject Member to undertake or consent to a remedial action, that undertaking or consent must be monitored and enforced by the Complaint Investigation Committee.
 - (d) The mediator must file the original of the signed Mediated Agreement to the Complaint Investigation Committee care of the Society's office.
 - (e) When Mediated Agreement has been filed, the Complaint Investigation Committee must:
 - (i) report the resolution of the matter to the Board;
 - (ii) if the Mediation did not involve the complainant, report the resolution of the matter to the complainant; and
 - (iii) retain a copy of the signed Mediated Agreement on file.
 - (f) The committee's decision to enter into or to agree to the terms of a Mediated Agreement is not a decision that can be appealed to the Board under Division 11.5.
96. **Agreement not reached by Mediation.** Where an agreement is not reached through Mediation, the mediator must refer the matter back to the Complaint Investigation Committee with or without recommendations, and, on receipt of that referral, the committee may then take any other action permitted under this Part.
97. **Monitoring Compliance.**
- (a) The Executive Director shall monitor a Subject Member's compliance with an undertaking or consent the Member agreed to in:
 - (i) a Consent Agreement reached under sections 90 to 92; or
 - (ii) a Mediated Agreement reached under sections 93 to 95.
 - (b) If the Executive Director determines that a Subject Member has not complied with an undertaking, consent or the terms of an agreement, the Executive Director must so report the matter to the Complaint Investigation Committee, with or without recommendations.
98. **Failure to Comply.** If the Complaint Investigation Committee concludes that a Subject Member has not complied with an undertaking, consent or the terms of an agreement, the committee may:
- (a) direct that a Citation be issued against the Subject Member under section 99;
 - (b) direct that the Subject Member be suspended without further notice to the Member and until such time as the Member complies with the undertaking, consent or agreement; or
 - (c) take such other action permitted under this Part.

Division 11.4 – Citations and Disciplinary Hearings

99. **Citation for hearing by Discipline Committee.**

- (a) Where directed by the Complaint Investigation Committee or the Board, the Executive Director shall issue a Citation that:
 - (i) names the affected Member as the Respondent Member;
 - (ii) describes the nature of the complaint or other matter that is to be the subject of the hearing, including the particulars of any evidence in support of that subject matter;
 - (iii) specifies the date, time and place of the hearing, if known; and
 - (iv) advises the Respondent Member that the Discipline Committee is entitled to proceed with the hearing in his or her absence.
- (b) The Executive Director shall have a Citation either delivered to the Respondent Member by personal service or sent by registered mail to the Respondent Member at the last known address for that person not fewer than 30 days before the date of the hearing.
- (c) Where the subject matter of a Citation is a complaint, the Executive Director shall notify the complainant in writing of the date, time and place of the hearing not fewer than 14 days before the date of the hearing.
- (d) The Complaint Investigation Committee or the Board may direct the Executive Director to cancel a Citation that has been issued on its direction if the Complaint Investigation Committee or the Board afterwards determines that a hearing by the Discipline Committee is not required and the Executive Director shall then cancel the Citation and notify the Respondent Member and the complainant, if any, of the cancellation.
- (e) On the direction of a Committee of the Discipline Committee, the Executive Director may do the following:
 - (i) join one or more complaints or other matters which are to be the subject of a discipline hearing in one Citation as appropriate in the circumstances;
 - (ii) sever one or more complaints or other matters which are to be the subject of a discipline hearing as appropriate in the circumstances;
 - (iii) amend a Citation issued under this Bylaw.
- (f) Where a Citation is amended under section 99(e)(iii) prior to a discipline hearing, the amended Citation shall be delivered to the Respondent Member by personal service or sent by regular mail to the Respondent Member at the last known address for the person not fewer than thirty (30) days before the date of the hearing, unless the Respondent Member consents to a shorter notice period.
- (g) Where a Citation is amended under section 99(e)(iii) prior to a discipline hearing and the amended Citation changes the date, time or place of the hearing, the Executive Director shall notify any complainant of the amendment not fewer than fourteen (14) days before the date of the hearing, unless the Respondent Member consents to a shorter notice period.

100. **Notice of Hearing.**

- (a) If a Citation issued under section 99 does not specify the date, time or location of the disciplinary hearing, the Executive Director may issue a separate notice of hearing after

the date when that Citation was issued, but at least thirty (30) days before the hearing date, unless the Respondent Member consents to a shorter notice period.

- (b) If the date, time or location of the disciplinary hearing changes from the information that was set out in either a Citation or a notice of hearing, the Executive Director must issue a new notice of hearing containing that change at least thirty (30) days before the new date, time or location, unless the Respondent Member consents to a shorter notice period.

101. Posting of a notice of Disciplinary Hearing.

- (a) If the Executive Director issues a Citation under section 99 or notice of hearing under section 100, the Executive Director shall, subject to section 101(b), post at the Society website a notice of disciplinary hearing setting out the following information:
 - (i) the name of the Respondent Member;
 - (ii) a summary description of the general nature of the complaint or other matter that is to be the subject of the discipline hearing;
 - (iii) the date, time and place for the discipline hearing.
- (b) The Executive Director may refuse to post a notice of disciplinary hearing if the Complaint Investigation Committee advises the Executive Director that:
 - (i) there are reasons for confidentiality respecting financial, personal or other matters that may be disclosed at the hearing that outweigh the public interest in having an open hearing;
 - (ii) an open hearing may result in prejudice to a person involved in a criminal or civil proceeding; or
 - (iii) an open hearing may jeopardize the safety of a person.
- (c) The accidental omission or failure to post a notice of disciplinary hearing at the Society's website in accordance with this Bylaw does not invalidate the proceedings at that hearing.
- (d) The Executive Director shall post the notice of disciplinary hearing at the Society's website not fewer than fourteen (14) days before the date of the hearing, but may post the notice in a shorter period of time if circumstances so warrant and the Complaint Investigation Committee so directs.

102. Pre-hearing Conference.

- (a) Unless the Discipline Committee directs otherwise, at least fifteen (15) days before a disciplinary hearing begins:
 - (i) the Respondent Member or legal counsel; and
 - (ii) the chair of the Complaint Investigation Committee or legal counsel;
 - (iii) must attend a pre-hearing conference with the chair of the Committee at a date and time, and in such a form as the chair may approve, to discuss any of the matters described in section 102(b).

- (b) At the pre-hearing conference, the chair of the Discipline Committee may make orders concerning the following matters:
 - (i) production of documents and how they are to be delivered;
 - (ii) an agreed statement of facts or the admission or proof of certain facts;
 - (iii) any evidence issue, including admissibility of a document;
 - (iv) witnesses to be called, the general nature of their anticipated testimony, and how long they will testify;
 - (v) expert witnesses to be called, disclosure of an expert reports, and how long the expert will testify;
 - (vi) direction on the conduct of the hearing;
 - (vii) an objection to a hearing procedure;
 - (viii) an estimate for the time each party will require during the hearing;
 - (ix) a request for a delay of the hearing;
 - (x) the need for a language or sign-language interpreter;
 - (xi) any other matter that is necessary to ensure the hearing will proceed in a timely and fair fashion or to resolve the matter prior to the start of the hearing.
- (c) The chair of the Discipline Committee may direct one of the parties to draft an order or decision letter confirming the orders made at the pre-hearing conference.

103. Discipline Hearings.

- (a) The Discipline Committee shall hear and determine a matter that has been set for hearing by a Citation issued pursuant to section 99.
- (b) The Respondent Member, an investigator, any member of the Complaint Investigation Committee, or any other person authorized by the Discipline Committee may appear as parties and with counsel at a discipline hearing.
- (c) Information about the date, time and subject matter of the hearing shall be provided to any person on request.
- (d) A discipline hearing shall be in public unless:
 - (i) the complainant or the Respondent Member requests the Discipline Committee hold the hearing in private; and
 - (ii) the Discipline Committee is satisfied that a private hearing would be appropriate in the circumstances.
- (e) The Discipline Committee may order the Respondent Member or any other person to attend at a hearing to give evidence and to produce records in the possession of or under the control of the Respondent Member or person.

- (f) The Discipline Committee shall provide notice by registered mail or by personal service to a person who is required to attend a hearing under section 103(e).

104. Recording Disciplinary Hearings.

- (a) The Discipline Committee alone may record or make arrangements to have a discipline hearing recorded, and no person attending a hearing may record the proceedings without the consent of the committee.
- (b) The failure of the means to record all or part of a discipline hearing does not invalidate the proceedings nor does that failure render the Discipline Committee's resulting decision a nullity.
- (c) A person may obtain, at that person's own expense, a transcript of any part of the hearing that was recorded and which the person was entitled to attend as a party.

105. Appointment of Legal Counsel.

- (a) The Discipline Committee may appoint at its expense legal counsel to advise the committee prior to, during and after the discipline hearing.
- (b) The Complaint Investigation Committee may appoint at its expense legal counsel to prosecute the Citation at a discipline hearing.
- (c) A Respondent Member may appoint at his or her expense legal counsel to represent and advise the Member prior to, during and after the discipline hearing, but the Respondent Member must attend the hearing in person.
- (d) A complainant may be represented by legal counsel, at the complainant's cost, but only when the complainant is giving evidence at a discipline hearing.

106. Witness Attendance and Cross-Examination.

- (a) Notwithstanding that section 103(b) allows a person authorized by the committee to appear as a party at a discipline hearing and to be represented by legal counsel, only the Respondent Member or a member of the committee, or legal counsel who represents the Respondent Member, the Complaint Investigation Committee or the committee, may request that a witness attend a hearing or examine a witness.
- (b) For clarity, a complainant's legal counsel may only examine the complainant as a witness at a disciplinary hearing.

107. Procedure at a Hearing.

- (a) The members of the Discipline Committee will be neutral, impartial, and follow transparent procedures.
- (b) The Discipline Committee is not bound by the strict rules of procedure as would apply in a court of law, but has the authority to:
 - (i) govern its own proceedings;
 - (ii) order an adjournment thereof; and

- (iii) make such other decisions or orders as it considers necessary for the expeditious and fair conduct of a hearing as are consistent with this Part and the discipline policies and procedures.
- (c) Prior to or at the hearing, the Discipline Committee may make decisions on all procedural matters concerning the discipline hearing, including but not limited to the following:
 - (i) claims of procedural deficiencies in the hearing;
 - (ii) requests for severance of allegations in the Citation;
 - (iii) the holding of a Preliminary Hearing to resolve a claim of bias or conflict of interest;
 - (iv) challenges to the Discipline Committee's jurisdiction to hearing all or part of the allegations set out in the Citation;
 - (v) requests for delay of the hearing;
 - (vi) requests for a closed hearing or part of a hearing under section 103(d);
 - (vii) requests for an adjournment or postponement of a hearing.
- (d) Before rendering a decision on a procedural issue listed in the section 107(c), the Discipline Committee may give the Complaint Investigation Committee and Respondent Member an opportunity to address the issue in question, and – at its sole discretion – the committee may make receive written submissions, hold a separate hearing, or do both.

108. **Protection of Witnesses.** For a witness, other than the Respondent Member, and whose testimony is of a confidential, personal or sexual nature, the Discipline Committee make an order that no person publish the identity of the witness or any information that could disclose the identity of the witness, or order that any such witness be identified only by pseudonym, provided that the true name, address and occupation of the witness is given to the parties present or represented at the hearing.

109. **Evidence at a Hearing.**

- (a) The Discipline Committee is not bound by the strict rules of evidence, but shall be entitled to act upon such evidence as it considers relevant, sufficient and credible.
- (b) The Discipline Committee may:
 - (i) receive oral evidence by oath or affirmation;
 - (ii) receive exhibits presented by the Complaint Investigation Committee, Respondent Member or witness;
 - (iii) rule on an objection to the evidence that is raised by the Respondent Member or the Complaint Investigation Committee;
 - (iv) proceed with the hearing upon the basis of a statement of facts agreed to in writing by or on behalf of the Complaint Investigation Committee and the Respondent Member.

- (c) Prior to or at a disciplinary hearing, the Discipline Committee may make decisions on any question of evidence, including but not limited to the following:
 - (i) requests for particulars denied by the Complaint Investigation Committee;
 - (ii) demands for disclosure of information denied by the Respondent Member or the Complaint Investigation Committee.
- (d) Before rendering a decision concerning a question of evidence, the Discipline Committee may give the Complaint Investigation Committee or Respondent Member an opportunity to address the issue in question, and – at its sole discretion – may also receive written submissions, hold a separate hearing, or do both.

110. Disclosure to Respondent Member prior to Disciplinary Hearing.

- (a) At the time a Citation is issued pursuant to section 99 or at least thirty (30) days before a hearing scheduled to begin, the Executive Director shall disclose to the Respondent Member all information in the Complaint Investigation Committee's possession relating in any way to the allegations set out in the Citation, whether it be inculpatory or exculpatory of the conduct of the Member.
- (b) The information to be disclosed pursuant to section 110(a) includes but is not limited to:
 - (i) the particulars known to the committee of the Member's conduct;
 - (ii) the proposed exhibits;
 - (iii) a list of witnesses expected to be called, including any expert witness;
 - (iv) copies of witness statements of those witnesses who may be called, including any expert reports;
 - (v) the investigator's notes; and
 - (vi) the originating complaint.
- (c) Section 110(a) does not apply to information that is protected by a recognized form of privilege.
- (d) If privileged information is not disclosed in accordance with section 110(c) the Executive Director shall at the time a Citation is issued or at least thirty (30) days before the scheduled hearing advise the Respondent Member what information is not being disclosed and the reason why.

111. Disclosure by Respondent Member prior to Disciplinary Hearing.

- (a) At least thirty (30) days before a hearing is scheduled to begin, the Respondent Member must disclose to the Executive Director all information the Member intends to present to the Discipline Committee during a hearing.
- (b) The information to be disclosed pursuant to section 111(a) includes but is not limited to:
 - (i) any exhibits the Respondent Member may present;
 - (ii) a list of witnesses the Member who may be called, including any expert witness;

- (iii) copies of witness statements of those witnesses who may be called, including any expert reports;
- (iv) any other information, document or evidence the Member may want to present.

112. Failure to Disclose.

- (a) If either the Complaint Investigation Committee or Respondent Member fails to act in accordance with section 110 or 111, respectively, the Discipline Committee may, on application of a party:
 - (i) refuse to accept the document or report;
 - (ii) refuse to hear the witness;
 - (iii) refuse to receive or consider the evidence;
 - (iv) grant an adjournment of the hearing to allow for consideration of the document, report, witness statement or other evidence; or
 - (v) make any other direction it considers appropriate in the circumstances.

113. Scope of Inquiry.

- (a) The Discipline Committee is not limited to inquiry into only that conduct of the Respondent Member that is described in the Citation, but may also inquire into other conduct of the Member that is related or similar to the allegations described in the Citation.
- (b) If the Discipline Committee proceeds under section 113(a), the Respondent Member may request an adjournment of the hearing, and that request may be granted if the committee considers it is necessary to do so in fairness to the Member.

114. Action by the Discipline Committee.

- (a) On completion of a hearing, the Discipline Committee may, by order, do one or more of the following:
 - (i) dismiss the matter;
 - (ii) reprimand the Respondent Member;
 - (iii) impose limits or conditions on the practice of the Respondent Member, including practicing under supervision for a defined period of time;
 - (iv) suspend the registration of the Respondent Member for a defined period of time;
 - (v) cancel the registration of the Respondent Member;
 - (vi) fine the Respondent Member an amount not to exceed \$25,000;
 - (vii) assess costs or part of the costs of the investigation of the Respondent Member's conduct and the hearing of the Citation.

- (b) An order of the Discipline Committee under section 114(a) shall be in writing and shall be delivered to the Respondent Member and to the complainant, if any.
- (c) Unless the Discipline Committee directs otherwise, the Executive Director may disclose to any person on request:
 - (i) an order of the Discipline Committee under section 114(a); or
 - (ii) any reasons the committee may issue in relation to the results of a discipline hearing.

115. Penalty Hearing.

- (a) If the Discipline Committee determines that a Respondent Member is guilty of an allegation set out in a Citation, it must hold a later and separate hearing on the question of the appropriate penalty to apply as per section 114, unless the Member agrees that the penalty hearing can be held sooner.
- (b) The Discipline Committee may consider a request from the Respondent Member or the Complaint Investigation Committee to hold a later, separate hearing on the question of penalty.

116. Factors the Discipline Committee may Consider. In determining the penalty to be imposed on a Respondent Member after making a determination on the facts, the Discipline Committee may consider a previous relevant disciplinary decision regarding the Member or an undertaking or consent to a reprimand given by the Member under this Part.

117. Costs.

- (a) Costs awarded under section 114(a)(vii) must not exceed, in total:
 - (i) fifty percent (50%) of the total costs of the investigation leading up to the hearing, including legal costs; and
 - (ii) fifty percent (50%) of the actual costs for legal representation during the hearing.
- (b) In making an order for an assessment of costs under section 114(a)(vii), the Discipline Committee may receive submissions as to what costs should be applied in writing or a separate proceeding or hearing.

118. Committee Decision.

- (a) The Discipline Committee may give its decision on the matter orally at the end of the hearing, but if the committee's decision will be issued later in writing, it shall be so issued as soon as practical after the hearing, but not less than sixty (60) days after the hearing.
- (b) The committee's written decision must:
 - (i) be written in a manner that protects the personal privacy of the third parties, and is suitable for public disclosure in full;
 - (ii) include the names of the committee members issuing the decision;
 - (iii) identify the parties in the proceeding, and their legal counsel or representatives, including the Respondent Member;

- (iv) not include the names of a complainant or any witnesses, except when they have appeared at an open hearing in an official capacity;
 - (v) not include other possible personal identifiers of a complainant or a third party, except where necessary to adequately explain the reasons for the decision;
 - (vi) be written in plain language.
- (c) A decision of a Discipline Committee does not have to be unanimous, but must be in writing and signed by each concurring member.
- (d) A committee member not concurring may make a minority decision, which may be issued separately from the majority decision, but must be issued within sixty (60) days of the hearing.
119. **With-holding Public Disclosure of a Decision.** The Discipline Committee may withhold the public disclosure its written decision under section 29(a)(iv) or the notification of its decision under section 132, if the Respondent Member informs the committee that he or she intends to or has initiated an appeal under Division 11.5.
120. **Committee Remains Active.** Until the Discipline Committee releases its final written decision under section 118, the committee remains active, is seized of the matter and may re-open the hearing as may be required.
121. **Member under Suspension.** A Member while under suspension shall not:
- (a) represent herself or himself as a Member;
 - (b) display a certificate of registration as a Member; and
 - (c) use any title or designation as may be approved by the Board.
122. **Monitoring compliance with Disciplinary Orders.**
- (a) The Executive Director shall monitor a Respondent Member's compliance with an order the Discipline Committee has issued pursuant to section 114.
 - (b) If the Executive Director determines that a Member has not complied with a Discipline Committee order, the Executive Director must so report the matter to the Complaint Investigation Committee with or without recommendations.
123. **Failure to Comply with a Disciplinary Order.** If the Complaint Investigation Committee concludes that a Respondent Member has not complied with a Discipline Committee order issued pursuant to section 114, the committee may:
- (a) direct that the Member be suspended until such time as the Member complies with the order; or
 - (b) take such other actions as are permitted under this Division.
124. **Appeal of Discipline Committee decision to the Board.**
- (a) A person aggrieved or adversely affected by an order of the Discipline Committee made under section 114 may appeal the order to the Board in accordance with Division 11.5.

- (b) An appeal initiated under this Bylaw must be served on the other parties to the Discipline Committee proceeding in which the order being appealed was made and, if the matter relates to a complaint, on the complainant.
- (c) The persons served with a notice of appeal under section 124(b) may be parties to an appeal under section 124(a).
- (d) On request by a party to an appeal under section 124(a) and on payment by the party of any disbursements and expenses in connection with the request, the Executive Director shall provide that party with copies of part or all, as requested, of the record of the proceeding before the Discipline Committee.
- (e) An appeal initiated under this section shall be:
 - (i) a new hearing if there is no transcript of the proceedings in which the decision being appealed was made; or
 - (ii) a review of the transcript and proceedings if there is a transcript, unless the Board is satisfied that a new hearing or the admission of new evidence is necessary in the interests of justice.
- (f) The Discipline Committee, on application by the Respondent Member, may by order:
 - (i) stay an order made under section 114, pending the hearing of an appeal of that order under this section; and
 - (ii) impose limits or conditions on the practice of the Respondent Member during the term of that stay.

Division 11.5 – Appeal of a Committee Decision

125. Appeals to the Board.

- (a) Where a provision of these Bylaws grants a person a right to appeal a decision or order to the Board, that appeal shall be conducted in accordance with this Division.
- (b) Except as otherwise provided by these Bylaws or the law, the Board may make rules governing the manner of initiating an appeal, how an appeal shall be heard, considered, resolved and related matters.

126. Notice of Appeal.

- (a) An appeal must:
 - (i) be in writing;
 - (ii) set out the grounds for the appeal;
 - (iii) provide new evidence to be considered by the Board, if applicable; and
 - (iv) be delivered to the Executive Director within thirty (30) days of the decision or order.

- (b) On receipt of a notice of appeal, the President shall decide, in the exercise of his or her discretion, which may not be appealed, whether the appeal raises issues of concern or allegations of procedural unfairness that are sufficient for the appeal to proceed.

127. **Appeal Panel.**

- (a) If an appeal has been received and screened in accordance with section 126, the President may then strike an appeal panel of at least three (3) persons.
- (b) Two of the appeal panel members must be Directors, and at least one member may be a lawyer duly qualified to practice law in the Province of British Columbia.
- (c) No member of the Board who has been involved in the decision or matter under appeal may sit on the appeal panel.
- (d) When an appeal panel has been appointed pursuant to sections 127(a) and (b), it may exercise all of the powers and duties assigned to the Board in the remainder of this Division.

128. **Penalty continues, Unless.** Any penalty imposed by the Discipline Committee under section 114 remains in effect during the appeal process, unless the Board orders otherwise.

129. **Conduct of an Appeal.**

- (a) In hearing an appeal under this Bylaw, the Board may:
 - (i) review any information, documents, or other evidence whether or not that information was produced before the original committee;
 - (ii) make such inquiries of any person it considers necessary; and
 - (iii) at its sole discretion, hold an oral hearing to hear the appeal.
- (b) After it has completed its review, inquiries or hearing, the Board shall:
 - (i) confirm, vary or reverse the decision or order of the committee;
 - (ii) refer the matter back to the committee, with or without directions; or
 - (iii) make any other decision or order that it considers appropriate in the circumstances.
- (c) A decision of the Board under section 129(b) is final and conclusive, and is not open to question or review in any court, and proceedings by or before the Board shall not be restrained by injunction, prohibition or other process or proceeding in any court or be removable by certiorari or otherwise in any court.

Division 11.6 – Jurisdiction and Publication

130. **Jurisdiction over a Former Member.**

- (a) For the purposes of this Bylaw, a “**Former Member**” means:

- (i) a Subject Member who has resigned or failed to renew his or her membership in the Society prior to the completion of an investigation of a complaint against that Member under Division 11.2; or
 - (ii) a Respondent Member who has resigned or failed to renew his or her membership in the Society prior to the completion of a disciplinary hearing into that Member's conduct under Division 11.4.
- (b) If the Complaint Investigation Committee is satisfied that a Former Member has been:
- (i) notified of the complaint;
 - (ii) provided with an opportunity to respond to the complaint; and
 - (iii) informed that the investigation of the complaint may continue in his or her absence,

the committee may continue its investigation of the complaint in the absence of the Former Member and, on completion of its investigation, the committee may act or make any order it could have made if the Former Member had continued to be a Member.

- (c) If the discipline panel is satisfied that a Former Member has been:

- (i) served with the Citation or notice of discipline hearing;
- (ii) provided with an opportunity to be heard; and
- (iii) informed that the hearing may continue in his or her absence,

the panel may order the hearing to continue in the absence of the Respondent Member and, on completion of the hearing, the panel may act or make any order it could have made if the Former Member had continued to be a Member or had attended the hearing.

- (d) For clarity, if a subject or Respondent Member resigns or fails to renew his or her membership in the Society and, therefore, ceases to be a Member of the Society, or if a Respondent Member fails to attend or leaves a hearing:

- (i) the Complaint Investigation Committee continues to have the jurisdiction to investigate the complaint, and may take such actions or make such decisions as it would otherwise be able to take or make under Division 11.2; and
- (ii) the discipline panel continues to have the jurisdiction to conduct a discipline hearing into that Member's conduct, and may take such actions or make such decisions as it would otherwise be able to take or make under Division 11.4.

131. **Notification re: Membership Status.**

- (a) If a Member fails to renew his or her membership in the Society or resigns his or her membership during a complaint investigation being conducted under Division 11.2 or a disciplinary hearing being conducted under Division 11.4, the Executive Director may in the form of a notification advise the membership and the general public of:
- (i) the name of the Member who has failed to renew his or her membership; and
 - (ii) the effective date of that Member's loss of membership.

- (b) If a Member has resigned his or her membership in the Society, the Executive may in the form of a notification advise the membership and the general public of:
 - (i) the name of the Member who has resigned;
 - (ii) the facts leading up to the Member's resignation, including a summary of:
 - (A) allegations set out in a Citation that may have been issued against that Member pursuant to section 99; or
 - (B) disciplinary orders that may have been issued against that Member pursuant to section 114;
 - (iii) a summary of the Member's reasons for resigning, if known; and
 - (iv) the effective date of that Member's resignation.

132. Publication and Notification of a Discipline Decision.

- (a) Where disciplinary proceedings result in a limitation imposed on a Respondent Member's practice or the suspension of the Respondent Member's membership, the Executive Director shall advise the membership and the general public of:
 - (i) the name of the Respondent Member;
 - (ii) the facts of the case;
 - (iii) the reasons for the decision; and
 - (iv) the nature of a limitation or suspension and the date it is in effect.
- (b) In addition to advising the membership and public, the Executive Director may also notify the following of the Member's limitation or suspension:
 - (i) any association or organization responsible for the regulation of the profession in any other Canadian jurisdiction;
 - (ii) on request, to any other association in a jurisdiction outside Canada;
 - (iii) the institution where the Member is or was employed.
- (c) If the Executive Director is aware that the Member is or was a Member of another regulatory body, the Executive Director must also notify that other body.

133. Non-disclosure of Information. Except as otherwise permitted in any other section, the Executive Director, the Complaint Investigation Committee and the Discipline Committee may not provide or disclose documents, physical evidence or other information:

- (a) obtained during an investigation of a complaint;
- (b) concerning a resolution of a complaint or an attempt to resolve a complaint; or
- (c) provided to the Discipline Committee or a committee during a discipline hearing.

134. Retention of Records. The Executive Director shall keep:

- (a) all records of an investigation of the Complaint Investigation Committee;
- (b) all evidence presented to a disciplinary committee during a hearing; and
- (c) all decisions of the Discipline Committee for a period of not less than seven (7) years, but if the circumstances warrant and after consulting the Society's legal counsel, the Executive Director may keep these records for a longer period of time that counsel may advise.