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## BL 1.0 Definitions

Adopted 03/2012, Effective 03/2012

In these Bylaws:

- HPA means the *Health Professions Act*;
- Act means the *Health Professions Act*;
- ACAC means the Alberta College and Association of Chiropractors;
- College means the Alberta College and Association of Chiropractors;
- costs, fees, levies and assessments are the costs, fees, levies and assessments referred to in the *Health Professions Act*;
- Council means the Council of the College;
- Council member or Councillor means a member of the Council;
- Majority in reference to Council means a number more than half of the total members;
- Member means a regulated member or another member;
- Other member means a member as described under clause 9.5 of these Bylaws;
- Officers of the Council means the Chair in accordance with Section 7 of the HPA and the Vice Chair in accordance to Part 4 of the Bylaws;
- Registrar means the Registrar of the College appointed in accordance with the HPA;
- Regulated member means a person whose name is entered in the General Register or Courtesy Register pursuant to the Registration section of the Chiropractic Regulation and who engages in the practice of chiropractic;
- Regulation means the Chiropractic Profession Regulation enacted under the HPA;
- Seal means the official seal of the College as prescribed in section 2.2 of these Bylaws.

### 1.1 Interpretation

Adopted 03/2012, Effective 03/2012

- a) Words importing a masculine gender include the feminine gender.
- b) A reference in these Bylaws to Council, an officer, a person or a committee includes any delegate of the Council, officer, person or committee.

## BL 2.0 Objectives of the College

Adopted 03/2012, Effective 03/2012

The College is a not-for-profit organization with the following objectives:

- a) to generally carry out the intent of the HPA and the Regulation;
- b) to establish, maintain and enforce standards for registration, as well as the Standards of Practice, Code of Ethics and Continuing Competence Program;
- c) to conduct the activities, affairs, management and governance of the College consistent with the Bylaws and College policies, procedures and directives;
- d) to promote generally the practice of chiropractic in a manner that protects the public interest;
- e) to provide public education and information as it pertains to the chiropractic profession.

## 2.1 Location of Head Office

Adopted 03/2012, Effective 03/2012

The head office of the College shall be located at such address or premises as may be determined from time to time by the Council.

## 2.2 Seal of the College

Adopted 03/2012, Effective 03/2012

- a) The seal of the College (*seal*) shall be the official seal of the College.
- b) The seal shall be in the custody of the Registrar of the College.
- c) Subject to these Bylaws, the seal shall be affixed to all certificates, permits, or documents or instruments executed on behalf of the College, in accordance with College policy and section 3.0(j) of these Bylaws.

## 2.3 College Administration

Adopted 03/2012, Effective 11/2018

The Council may appoint and/or hire personnel to assist in the activities, administration, affairs, conduct, management, and governance of the College and for the implementation of policies, procedures and directives of the College. Such personnel may include:

- a) a Registrar to perform those duties as may be required by the Act, Regulation, Bylaws and from time to time by any officers of the College or Council;
- b) a Deputy Registrar to perform duties as may be required;
- c) a Chief Executive Officer, who shall have such powers as are designated by Council;
- d) administrative staff and other support staff as may be required, and
- e) any other appointed or hired personnel as may be required from time to time.

## 2.4 Finances

Adopted 03/2012, Revised and Effective 09/2016

- a) The fiscal year of the College shall be from July 1 to June 30 in each year.
- b) The accounts and financial transactions of the College shall be subject to annual audit by the auditor(s) appointed or re-appointed annually by Council.
- c) The College shall make available to members an audited statement of the finances of the College for the preceding fiscal year within 30 days of the formal acceptance of the statement.
- d) College funds may only be deposited in a recognized Canadian financial institution.
- e) Investment of College funds must occur as per approved College investment policy.

## 2.5 Expenditure of Funds

Adopted 03/2012, Effective 03/2012

- a) Council shall apply and cause to be applied the funds of the ACAC in any manner Council may decide in carrying out or promoting the objects of the ACAC.
- b) In the event of dissolution or winding up of the ACAC, all its remaining assets after payment of its liabilities shall be used to promote chiropractic in the Province of Alberta or for such other charities or educational purposes as Council shall deem appropriate.

## BL 3.0 Authority of Council

Adopted 03/2012, Effective 03/2012

The governing body of the ACAC is the Council. The Council shall manage and conduct the business and affairs of the College and exercise the rights, powers and privileges of the College in the name and on behalf of the College. In addition, Council is empowered to:

- a) establish, revise and approve policies, procedures, Bylaws and directives which govern the activities of the members, Council, officers of the College and committees;
- b) ensure that ACAC policies, procedures and directives are implemented;
- c) appoint or hire personnel to assist in the activities, affairs, conduct, management, and governance of the College and to implement policies, procedures and directives of the College;
- d) delegate authority and responsibility for implementation of ACAC policies, procedures and directives to the Registrar and/or Chief Executive Officer and/or officers of the College;
- e) appoint any committees, in addition to the committees referenced in this Bylaw or HPA, as Council may consider necessary or advisable and may, by resolution and without requirement of further Bylaws, designate such further committees and the powers and duties of any committee;
- f) provide for the appointment of individuals in accordance to the HPA;
- g) conduct reviews or appeals in accordance to the HPA;
- h) establish a continuing competence program in accordance to the HPA;
- i) establish and oversee the financial structure of the ACAC including the auditing of the finances for the College;
- j) determine from time to time who shall have the authority to sign documents required to be signed on behalf of the College.

### 3.1 Composition of Council

Adopted 03/2012, Effective 07/2017

The Council shall consist of:

- a) six regulated members each elected in accordance with these Bylaws;
- b) the number of public members required to be appointed pursuant to section 5(2)(c) and 12(1) of the Act, and
- c) any ex-officio members appointed by Council.

### 3.2 Terms of Office

Adopted 03/2012, Effective 06/2020

Each elected Council member shall serve a term of three (3) years or until their successor is elected, and their term of office shall begin and end upon the adjournment of the scheduled September meeting of the Council.

### 3.3 Eligibility for Election

Adopted 03/2012, Revised and Effective 11/2019

In order to be eligible for election, a regulated member must:

- a) be a regulated member on the general register; and
- b) have been engaged for a minimum of five years in the active practice of chiropractic in Alberta at the time of his/her election; and

- c) be in good standing with the ACAC and any other colleges of regulated health professions that he/she is a member of; and
- d) practice in full compliance with ACAC Standards of Practice, Code of Ethics, Administrative Policies, Position Statements, and Directives; and
- e) have successfully passed their most recent practice review, which may not have been a remedial review; and
- f) be nominated in accordance with the provisions of these Bylaws.

A regulated member is **not eligible** to be nominated for or elected as a member of Council if:

- 1. the member has not consistently maintained all professional obligations without interruption for the five-year period immediately prior to his or her nomination; or
- 2. the member provides false information at any time during the nomination, campaign or election process; or
- 3. the member is currently subject to certain undertakings, conditions imposed under section 55 or 65, or directions under section 118 of the Act; or
- 4. the member has been formally charged with unprofessional conduct that has not yet been determined by a Hearing Tribunal; or
- 5. the member has been formally charged with criminal offences under the Criminal Code of Canada that have not yet been determined by legal proceedings; or
- 6. the member has been found to have committed unprofessional conduct pursuant to Part 4 of the Act for the five-year period immediately prior to his or her nomination; or
- 7. the member has been employed by the College in the three years immediately prior to his or her nomination.

### 3.4 Election of Council

Adopted 03/2012, Revised and Effective 11/2018

- (i) The election of Council members shall be conducted each year, to fill the upcoming vacancies on Council, and Council shall specify the method, timing, processes and if the election will be conducted by ballot, electronic vote, or mail vote held at the annual meeting.
- (ii) The Nominating Committee of the College shall make known to each regulated member contained in the records of the College who is in good standing with the ACAC and eligible to vote:
  - a) a notice providing details of the method, timing and processes for the election of Council members;
  - b) a nomination paper, together with a notice as to the date by which the completed nomination papers must be received by the Registrar in order to be valid.
    - (iii) In order to be valid, a nomination must be:
      - a) evidenced by a duly completed nomination paper, received by the Registrar no later than the date prescribed in the notice provided for in subsection (b.2);
      - b) made by at least two regulated members on the General Register qualified to vote at the election; and
      - c) confirmed by the nominated person.
        - (iv) For each vacancy, a regulated member who is eligible to vote, may nominate only one regulated member, who qualifies for nomination.
    - (v) The election of Council members shall provide the opportunity for each voting member to vote for candidates up to the maximum number of vacancies available for

election; and those candidates who receive the highest number of votes shall be declared elected to vacant positions as Council Members;

- (vi) In the event that the number of nominations is equal to the number of Council positions open for election, there is no need for a formal vote by ballot and the election(s) shall be declared by acclamation.
- (vii) The Chair of the College shall not vote in the election of Council members, however, in the event of a tie between any candidates in an election, the Chair of the College may vote to break the tie.

### 3.5 Notification of Results

Adopted 03/2012, Effective 06/2020

Election results will be electronically delivered to the membership at the conclusion of the voting period directly from the chosen voting platform. The voting results shall contain the number of positions on Council to be filled, and for each position, the name of the candidate[s] who met the election criteria outlined in Bylaw 3.4. Additional election statistics may be provided at the discretion of Council.

### 3.6 Interruption of Mail Service/Omissions in the Giving of Notice

Adopted 03/2012, Effective 03/2012

- a) When there is an interruption of mail service during a nomination or election, the Registrar or Chief Executive Officer shall extend the holding of nominations and elections for such minimum period of time as the Registrar or Chief Executive Officer considers necessary to compensate for the interruption.
- b) An accidental oversight or omission in the giving of a notice required for an election at the annual meeting or an election by mail does not render an election void.

### 3.7 Meetings and Quorum of Council

Adopted 03/2012, Revised and Effective 10/2020

- a) A quorum for a meeting of Council exists when a majority of Council members are present, excluding ex-officio members.
- b) Council or panels of Council may meet for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings as required or subject to the provision of the HPA.
- c) If the Chair or the Vice-Chair is not present within 30 minutes after the time appointed for holding such meetings, the Council present shall designate one of their members to act as chair.
- d) A Council member or a member of a committee may participate in a meeting of Council or of a committee of Council by means of telephone or other communication facilities that permit all persons participating in the meeting to hear each other.
- e) The Chair shall have the power to call special meetings of Council when necessary or desirable or subject to the provisions of the HPA.
- f) A majority of members of Council, excluding ex-officio members, may, by a requisition in writing signed by them, require the Chair to convene a special meeting of Council which requisition shall state the object of the meeting so required.
  - (i) two days notice of such meeting shall be given to all Council members.
  - (ii) in the event that the Chair does not cause a meeting to be held within 14 days after receipt by him/her of a requisition, the requisitioners may themselves convene a meeting, in which case not less than six business days of notice in writing shall be provided to all Council members.

- (iii) in the event that the Chair is not in attendance within 30 minutes after the time appointed for holding such a specially requisitioned meeting, the members of Council present shall choose one of their members to preside as chair.

### 3.8 Votes of Council

Adopted 03/2012, Revised and Effective 09/2016

- (i) All Council members, including the Chair, present at the Council meeting shall each be entitled to one vote.
- (i) in the event of a tie vote at any meeting of the Council, the Chair or designate may cast the deciding vote.
- (ii) Written, fax or e-mail resolutions of Council shall be deemed to have the same effect as resolutions passed in person by Council members at a Council meeting.
- (iii) Decisions by a quorum of Council shall be made as follows:
  1. at a Council meeting, by a vote of a simple majority of those present and voting at the meeting;
  2. during a telephone conference, by a vote of a simple majority of those Council members participating in the conference and who vote;
  3. a vote held by mail, fax, or e-mail shall only occur in urgent circumstances where time does not permit a Council meeting and must be passed with a two thirds majority, or the resolution shall be returned to Council for further discussion.
- (iv) Voting by proxy at Council meetings shall not be permitted in any circumstances.

### 3.9 Vacancy or Disqualification of an elected Council/Public Member

Adopted 03/2012, Revised and Effective 10/2020

- a) An elected member of Council may at any time resign from the Council by a letter directed to the Chief Executive Officer of the College;
  - (i) in the event of the resignation of an elected Council member, or in the event of a vacancy occasioned by death or otherwise, the remaining members of Council may elect, by simple majority of Council, a regulated member, with the consent of that member, to fill the vacancy for the balance of the term of the vacant position.  
or
  - (ii) the position may remain vacant until the next election.
- b) An elected member of the Council may be removed from office where the remaining two-thirds of the voting members of Council vote to remove this individual. The circumstances where an elected Council member can be removed from Council pursuant to this section include that the individual:
  - (i) is found to have committed an act of unprofessional conduct pursuant to Part 4 of the Act or is incapacitated as that term is defined in section 1(1)(s) of the Act;
  - (ii) fails, without reasonable cause, to attend two consecutive meetings of the Council or of a committee or of a subcommittee in which he or she is a member;
  - (iii) fails, without reasonable cause, to attend a hearing or review of a panel for which he or she has been selected;
  - (iv) ceases to be a regulated member in active practice;
  - (v) becomes an employee of any professional chiropractic association;
  - (vi) becomes a member of the Council or a committee of the College of any other health profession;



- (vii) fails, in the opinion of the Council, to discharge properly or honestly any office to which he or she has been elected or appointed.

Council will consider the conduct of a public member which could result in a recommendation for removal made by the Council. The conduct would include but is not limited to:

- (i) is found guilty of an offence under the Criminal Code of Canada; or
- (ii) is or has been engaged in any conduct or activity that undermines the ACAC or its objectives;
- (iii) fails, without reasonable cause, to attend two consecutive meeting of the Council or of a committee or of a subcommittee in which he or she is a member.

Council, by a two-thirds vote at a meeting of Council, may recommend to Lieutenant Governor in Council that the appointment of a public member be rescinded.

Before a vote may be held, the Chair of Council shall give the public member seven (7) days written notice of the date on which the vote is to be held and the public member facing the vote for removal the opportunity to make submission to Council before the vote is held. The public member shall not be entitled to attend the part of the meeting when Council debates and votes on the matter. There is no appeal process allowed once a decision has been made.

### **3.10 Approval of Bylaws**

Adopted 03/2012, Effective 10/2020

- a) Council may, by resolution of Council and with a two-thirds vote of Council members present and eligible to vote at the meeting enact, amend or repeal any Bylaws of the ACAC necessary for good governance.
- b) Prior to final discussion and a decision of Council held for the purpose of enacting, amending or repealing any Bylaws, Council may circulate the proposed changes for member consultation.
  - (i) such circulation will be by paper or electronic communication to each regulated member on the general register who is in good standing with the ACAC and would be eligible to vote at an annual meeting.
- c) Council shall take due account of, but shall not be bound by the views of the member consultation if it is contrary to the well-being or good governance of the College.
- d) When there is an interruption of paper or electronic communication that would prohibit eligible members on the general register from receiving a notice of proposed changes to the Bylaws, the Registrar or Chief Executive Officer shall take all reasonable actions to notify the membership through other means of communication.
- e) No proposed changes to the ACAC Bylaws shall be made void because of an accidental oversight or omission in giving notice. Whenever an amendment is made to the bylaws, any consequential editorial changes to the bylaws as required may be authorized by the Chair.

### **3.11 Severability**

Adopted 08/2015, Effective 08/2015

In the event that any provision of these Bylaws or its application to any circumstance is determined to be invalid, illegal or unenforceable, in whole or in part, by a court of competent jurisdiction, such provision shall only be ineffective to the extent of its invalidity, illegality or unenforceability without

affecting the validity or the enforceability of the remaining Bylaw provisions and without affecting its application to other circumstances.

### **3.12 Validity of Acts**

Adopted 08/2015, Effective 08/2015

- a) An act of a Council member or an officer is valid notwithstanding any irregularity in the officer's or Council member's election or appointment, or any defect in the officer's or Council member's qualification.
- b) Acts and decisions of Council undertaken in good faith shall be valid notwithstanding any defect in the calling or conduct of the meeting at which the act took place or the decision was made.

### **BL 4.0 Officers of the Council of the College**

Adopted 03/2012, Revised and Effective 10/2020

- a) The officers of the College shall each hold office for a one-year term and shall be the:
  - (i) Chair
  - (ii) Vice-Chair
- b) The Chair and the Vice-Chair shall be elected by a show of hands or by secret ballot, by and from Council on an annual basis and shall hold office for one year.
- c) Officers of the Council are eligible for re-election upon the expiry of their term, but shall not be entitled to serve more than three consecutive terms in such office. Upon re-election in accordance with these Bylaws and, in circumstances where Council believes it to be in the best interests of the College, the membership and the profession, the term of the officer may be extended beyond the prescribed three years. No officer shall serve more than six consecutive terms.
- d) On an annual basis, Council will designate one member of Council to act as a Finance Chair.
  - (i) the Finance Chair shall hold office for one year.

### **4.1 Duties of the Chair**

Adopted 03/2012, Effective 03/2012

- a) The Chair provides overall leadership to the ACAC, and as such shall exercise general supervision and administration over the activities and affairs of the College,
- b) The Chair executes practice permits and documents on behalf of the College in accordance with these Bylaws,
- c) The Chair presides over all meetings of the ACAC and of Council or designates an appropriate individual to preside over specific meetings,
- d) The Chair has the power to call special meetings of Council when necessary or desirable or subject to the provisions of the HPA,
- e) The Chair performs such other duties as Council may from time to time direct,
- f) The Chair carries out the functions required by the HPA.

### **4.2 Absence or Resignation of the Chair or Vice-Chair**

Adopted 03/2012, Effective 03/2012

- a) The Vice-Chair shall upon the request of the Chair perform the duties of the Chair during his absence, illness, or incapacity, or assume the duties of the Chair for the remainder of the year in the event the Chair resigns.
- b) In the absence of both the Chair and the Vice-Chair, the duties of the Chair may be performed by some other member of the Council as determined by the Council.

- c) In the event of the resignation of the Chair or Vice-Chair or in the event of a vacancy of the Chair or Vice-Chair occasioned by death or incapacity or otherwise, the remaining members of Council may elect by a majority of the remaining members of Council, a Chair on an interim basis.

### 4.3 Duties of the Vice-Chair

Adopted 03/2012, Effective 03/2012

- a) In the absence of the Chair or in the event the Chair resigns, the Vice-Chair shall perform the duties of the Chair.
- b) The Vice-Chair performs such other duties as may be assigned by the Chair or as Council may from time to time direct.

### 4.4 Duties of the Finance Chair

Adopted 03/2012, Effective 03/2012

- a) The Finance Chair oversees processes relating to the financial affairs of the College.
- b) The Finance Chair performs such other duties as may be assigned by the Chair or as Council may from time to time direct.

## BL 5.0 Officers and Staff of the College

Adopted 03/2012, Effective 03/2012

### 5.1 Registrar

Adopted 03/2012, Effective 11/2018

- a) Council, at the recommendation of the CEO, shall appoint a Registrar as specified in the HPA and in accordance with College policy.
- b) Council delegates responsibility for recruitment, supervision and evaluation of the Registrar to the CEO.
- c) The CEO may appoint or hire such persons as deemed necessary to assist the Registrar.

### 5.2 Duties of the Registrar

Adopted 03/2012, Effective 11/2018

The Registrar shall:

- a) carry out any of the powers and duties of the Registrar as specified in the HPA, Regulation and these Bylaws;
- b) receive applications for registration or practice permit renewals;
- c) approve, defer or refuse applications for registration or applications for practice permit renewals;
- d) keep and maintain all regulated member registers and records of the College;
- e) keep and maintain a record of professional corporations;
- f) execute permits and documents on behalf of the College in accordance with these Bylaws;
- g) provide representation on behalf of the College on specific committees, agencies, organizations or bodies as delegated and assigned by the CEO;
- h) perform such other duties as assigned or delegated by the CEO;
- i) carry out duties as directed by these Bylaws.

### 5.3 Deputy Registrar

Adopted 03/2012, Effective 11/2018

The CEO may appoint or hire on behalf of the College a Deputy Registrar.

## 5.4 Duties of the Deputy Registrar

Adopted 03/2012, Effective 11/2018

- a) The Deputy Registrar shall perform duties as assigned or delegated by the Registrar.
- b) The Deputy Registrar shall have all of the powers and perform all of the duties of the Registrar under the HPA, the Regulation and Bylaws when the Registrar is absent or unable to act or when there is a vacancy in the office of the Registrar.

## 5.5 Interim Registrar

Adopted 01/2015, Effective 11/2018

In the event the Registrar is unable to perform his/her duties, Council, at the recommendation of the CEO, shall appoint an Interim Registrar as specified in the HPA and in accordance with College policy.

## 5.6 Chief Executive Officer

Adopted 03/2012, Effective 03/2012

The Council may hire as an employee of the College a Chief Executive Officer who reports to the Council and shall have such powers as are designated by the Council.

## 5.7 Duties of the Chief Executive Officer

Adopted 03/2012, Effective 03/2012

The Chief Executive Officer:

- a) is responsible for the implementation of policy established by Council;
- b) reports to and takes direction from Council;
- c) assists Council in the management and conduct of the College's affairs;
- d) oversees the activities, administration, affairs, conduct, and management of the ACAC office and the implementation of policies, procedures and directives of the College as delegated by Council;
- e) assists or oversees in the planning, development and implementation of programs and processes to support College regulatory functions as delegated by Council;
- f) is responsible for the overall management of the financial resources of the College and monitors the annual audit process;
- g) provides representation on behalf of the College on specific committees, agencies, organizations or bodies as delegated and assigned by Council;
- h) carries out duties as directed by these Bylaws.

## 5.8 Hearings Director

Adopted 03/2012, Effective 11/2018

- a) Council delegates the authority to appoint a Hearings Director to the Registrar. The Registrar shall appoint a Hearings Director for the purposes of the HPA.
- b) This appointment shall be conducted in accordance with the policies of the College that are approved by Council.

## 5.9 Complaints Director

Adopted 03/2012, Effective 11/2018

- a) Council delegates the authority to appoint a Complaints Director to the Registrar. The Registrar shall appoint a Complaints Director for the purposes of the HPA.
- b) This appointment shall be conducted in accordance with the policies of the College that are approved by Council, or
- c) The CEO may delegate the duties and responsibility of the Complaints Director to the Registrar.

## BL 6.0 Committees and Tribunals Formed

Adopted 03/2012, Revised and Effective 04/2021

- a) In accordance with the *Health Professions Act*, the regulatory committees, tribunals, and committees of the College will be the:
  - (i) competence committee
  - (ii) complaint review committee
  - (iii) registration committee, and
  - (iv) hearings tribunal.
- b) In accordance with the HPA, the Council shall appoint a chair for the Competence Committee and the Registration Committee. These appointments shall be conducted in accordance with the policies of the College that are approved by Council.
- c) The policies of the College that are approved by the Council shall include, but not be limited to the duties and responsibilities, terms of reference, eligibility requirements, term of office, removal of an officer, filling of vacancies for all committees and shall be consistent with the Act and Regulation where applicable.
- d) Council may establish such other committees from time to time as may be necessary or desirable for the effective conduct of activities and affairs of the College. Council shall provide direction as to each committee's function and responsibility according to section (c).
  - (i) Standing committees of the college continue in perpetuity. The standing committees of the college will be the:
    - a. Modes of Care Committee
  - (ii) Ad hoc committees of the college expire at the completion of their Council mandate.

### Hearing Tribunals and Complaint Review Committee (CRC)

In accordance with the HPA, the Hearings Director may establish a Hearing Tribunal and CRC:

- i. No member of a Hearing Tribunal or CRC shall be a member of Council;
- ii. The Hearings Director may establish a Hearing Tribunal and CRC with the number of members they consider appropriate which may include an even number of members or a majority of public members.
- iii. A quorum for a Hearing Tribunal and CRC shall be two regulated members in good standing and two public members, provided that the public members present constitute at least 50 % of the members of the Hearing Tribunal and CRC.
- iv. Subject to the HPA, a Hearing Tribunal and CRC may determine its own procedure.
- v. Hearing Tribunal and CRC decisions shall be by a vote of the majority of members on the Hearing Tribunal and CRC. In the event that the Hearing Tribunal or CRC is sitting with an even number of members and there is a tie vote, then the Chair shall cast a second and deciding vote.

### Appeals to Council

In accordance with the HPA, the Council establishes a Council Appeal Committee.



- a) The Council shall appoint a minimum number of (4) members with an equal number of elected council and public members to serve on the committee and shall designate a member of the panel to act as Chair.
- b) A quorum for the Council Appeal Committee shall be two regulated members of Council and two public members of Council, provided that the public members present constitute at least 50 % of the Council Appeal Committee.
- c) The Council Appeal Committee hears reviews under Part 2 of the HPA and appeals under Part 4 and under section 118 of the HPA.
- d) The Council Appeal Committee decisions shall be by vote of the majority of the members on the committee.
- e) The Council Appeal Committee may sit with an even number of members. In the event there is a tie vote, then the Chair shall cast a second and deciding vote.

## BL 7.0 Remuneration and Per Diems

Adopted 03/2012, Effective 03/2012

- a) Council shall have the power to pay a member of Council, appointees, committees and tribunals, and regulated members performing work on behalf and at the request, of the College reasonable honorariums, per diems or fees and/or reasonable travel and living expenses;
- b) The honorariums or per diem allowances referred to in these Bylaws shall be set by Council and reviewed from time to time;
- c) A member of Council, committees and tribunals, and other regulated members performing work on behalf of the College who are paid a per diem or charge a fee shall be issued a receipt for tax purposes. Remuneration paid for these purposes are considered income and as such are taxable and to be reported via a T4 or T4A slip.
- d) All claims for expenses incurred:
  - (i) shall be submitted on an expense account form approved by Council;
  - (ii) shall be signed by the person submitting the same for payment;
  - (iii) authorized by Council or the Chair, or by an authorized agent of the Council.

## BL 8.0 Annual Meeting of the College

Adopted 03/2012, Revised and Effective 04/2021

- a) The Annual meeting of the ACAC may be held at such date, time, place, or method as decided by council. Council may at any time amend the date, time, place or method of a called annual meeting. Annual meetings may be held in person, telephonically, or electronically, so long as all participants can hear each other.
- b) If a meeting has been called by council, the Registrar or Chief Executive Officer of the College, shall, not less than 30 days before the date set for the meeting, post the notice of the meeting by ordinary prepaid mail or electronic communication to each regulated member on the general register who is in good standing with the ACAC.
- c) The Chair of the College may preside over the Annual Meeting of the College or may designate another individual to facilitate the meeting.
- d) The annual meeting shall occur for:
  - (i) receiving the annual reports of the activities and proceedings of the College;
- e) Each regulated member of the ACAC on the general register, who is in good standing, shall be eligible and entitled to one vote per question at any annual or special meeting;
- f) The quorum for all meetings of the College shall be those regulated members who are eligible to vote on the date of the meeting and are present at the meeting

- g) The rules contained within the current edition of Robert's Rules of Order shall govern the College in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the College may adopt.
- h) Voting by proxy at an annual meeting shall not be permitted in any circumstances

## 8.1 Special Meeting of the College

Adopted 03/2012, Revised and Effective 03/2015

- a) The Council shall call a special meeting of the members upon written request of 15 per cent of the regulated members on the general register who are in good standing with the ACAC at the time of the request.
  - (i) such a request shall set out the purpose for calling the special general meeting; and
  - (ii) the meeting shall be held within 45 days of such request.
- b) The Council may, whenever it thinks fit, call a special meeting of the members of the College to be held at such time and place as the Council may determine.
- c) At least two weeks before a special meeting, the Registrar or Chief Executive Officer shall make known to the members notice of such special general meeting.
- d) The quorum for all meetings of the College shall be those regulated members who are eligible to vote on the date of the meeting and are present at the meeting.
- e) Only the matter or matters set out in the notice of a special meeting shall be dealt with at the special meeting.
- f) Any resolution, motion or matter carried at a special meeting of the College shall be considered at the next meeting of the Council but shall not bind the Council if contrary to the well-being or good governance of the College.

## 8.2 Interruption of Mail Service/Omissions in the Giving of Notice

Adopted 03/2012, Effective 03/2012

- a) When there is an interruption of mail service that would prohibit eligible members on the general register from receiving a notice of an annual meeting or special meeting, the Registrar or Chief Executive Officer shall:
  - (i) take all reasonable actions to notify the membership through other means of communication; or
  - (ii) delay the holding of the meeting for such minimum period of time as the Registrar or Chief Executive Officer considers necessary to compensate for the interruption.
- b) no annual meeting or special meeting of the ACAC shall be made void because of an accidental oversight or omission in giving notice.

## BL 9.0 Applications for Registration on the General Register

Adopted 03/2012, Effective 03/2019

- a) The information collected at registration shall be received in the form of an application approved by Council.
- b) In accordance with the HPA and Regulation, the Registrar shall enter on the appropriate register, all required information.
- c) In accordance with the HPA and Regulation, the Registrar can correct or remove any information on a register if he/she determines it is based on out of date, incorrect, or inaccurate information or that an entry was made in error.



- d) For the purposes of the HPA, Regulation and these Bylaws, every regulated member on the general register shall maintain a business address for providing chiropractic services in Alberta and shall advise the Registrar in writing of that address and business or clinic name and of any change in that address or business or clinic name forthwith after the change occurs.

#### **Information to Be Public on the General Register:**

In accordance with the Act section 33(3) and Regulation, the Registrar shall enter on the appropriate register in perpetuity all required information

- the full name of the regulated member as indicated on the practice permit;
- the regulated member's unique registration number/practice permit number;
- the initial date of issuance of their practice permit;
- whether the regulated member's registration is restricted to a period of time and, if so, the period of time;
- any conditions imposed on the regulated member's practice permit;
- the status of the regulated member's practice permit, including whether it is suspended or cancelled, including history of status changes;
- the regulated member's practice specialization that is recognized by the ACAC;
- whether the regulated member is authorized to provide a restricted activity not normally provided by regulated members of the college;
- whether the regulated member is not authorized to provide a restricted activity that is normally provided by regulated members of the college;
- information described in the Act Section 119(1).

### **9.1 Applications for Registration on the Courtesy Register**

*Adopted 03/2012, Effective 03/2012*

The information collected at registration shall be received in the application form approved by Council.

### **9.2 Applications for Practice Permit Renewal**

*Adopted 03/2012, Effective 06/2020*

- (i) Regulated members on the general register must submit to the Registrar by June 30, as specified by Council:
  - a complete application for a practice permit;
  - payment of the annual fees and dues determined by Council dated no later than June 30; and
  - payment of all outstanding financial obligations to the ACAC.
- (ii) In the event a regulated member fails to submit the required payments and complete application by June 30:
  - a. that member shall be assessed a late fee determined by Council; and
  - b. shall be provided a five business day grace period in which to complete renewal; and
  - c. should the renewal not be completed by 12:59:59 p.m. on the fifth business day;
  - d. that member shall be suspended until such time as all requirements for the renewal of the practice permit are completed.
- (iii) The College may collect membership dues for other organizations.
- (iv) The Registrar shall inform any organization deemed appropriate when a member's practice permit has been suspended.



PROVISO: During the year 2020, Section 9.2 Applications for Practice Permit Renewal is amended by striking “June 30<sup>th</sup>” in every case it appears and inserting in its place September 30.

### 9.3 Members in Good Standing

Adopted 03/2012, Effective 03/2012

A member is in good standing in the College for the purpose of these Bylaws where:

- a) He/she is not in default of any fees, costs, dues, assessments, levies or fines prescribed by the Act, Regulation and Bylaws;
- b) His/her practice permit is not under suspension or cancellation for any reason; and
- c) His/her practice permit is not subject to a term, condition or limitation imposed pursuant to Part 4 of the Act.

### 9.4 Letters of Reference/Letters of Good Standing

Adopted 03/2012, Effective 03/2012

Requests for letters of reference or good standing, shall:

- a) contain the information in section 9.3 of the Bylaws;
- b) be in accordance with the Regulation established under section 131(1)(p) of the HPA;
- c) contain the information the College must make available to the public in accordance with sections 33(3), 85(3), and 119(4) of the HPA; and
- d) include whether the member is currently the subject of a complaint, investigation, or disciplinary hearing that has not yet been disposed of and, if applicable, what the allegations are

### 9.5 Non-practicing & Lapsed Members

Adopted 03/2012, Effective 03/2012

- a) The ACAC shall maintain a register of other members that includes:
  - (i) non-practicing members who, while in good standing with the ACAC and not the subject of any investigation, disciplinary or incapacity proceedings, voluntarily cease to be members of the ACAC and no longer hold a practice permit;
  - (ii) non-practicing life membership members granted by Council; and
  - (iii) lapsed members who have failed to maintain their active registration status and whose registration and practice permit have been cancelled under the former Act, except under Part 6 or the HPA, except under Part 4.
- b) Non-practicing members must provide an undertaking that they shall not engage in the practice of chiropractic in Alberta.
- c) A non-practicing or lapsed member may apply to the Registrar to have their practice permit reactivated.
- d) The Council may designate a person who has given meritorious service to the College as a life member of the College, and the granting of a life membership shall be on such terms and conditions as Council may prescribe.

### 9.6 Reactivation of a Practice Permit (except under Part 4 of the HPA)

Adopted 03/2012, Effective 03/2012

- a) A non-practicing or lapsed practitioner may apply to the Registrar to have their practice permit reactivated.



- b) Before reactivating a practice permit, the Registrar shall require:
  - (i) payment of a fee determined by Council;
  - (ii) payment of any outstanding fees, costs, dues, assessments, levies and/or fines;
  - (iii) proof of continuing competence;
  - (iv) proof of professional liability protection;
  - (v) if applicable, proof of compliance with any outstanding or previous requests, conditions, requirements, directives or orders of a hearing tribunal, the Registrar and/or the complaints director;
  - (vi) other information required to insure the non-practicing or lapsed practitioner meets current registration requirements.
- c) Pursuant to Section 45(1) of the HPA, the Registrar upon application for reactivation of a practice permit may:
  - (i) approve it unconditionally;
  - (ii) refuse with reasons;
  - (iii) defer approval of the application until the applicant has successfully completed any requirements prescribed by the Registrar; or
  - (iv) impose conditions in accordance with the Regulation.

## **BL 10.0 Fees, Costs, Assessments and Levies**

Adopted 03/2012, Revised and Effective 09/2016

- a) Council may establish fees, costs, assessments or levies for the following:
  - (i) application for registration;
  - (ii) annual practice permit fees, to include members on the general and courtesy register;
  - (iii) application for registration of a professional corporation;
  - (iv) annual renewal fees for a professional corporation permit;
  - (v) late payment assessments;
  - (vi) appeals of decision under Part 4 of the HPA;
  - (vii) practice visit/review costs;
  - (viii) reinstatement of a practice permit;
  - (ix) conducting a reinstatement hearing;
  - (x) member radiology facilities, the ACAC's x-ray quality assurance program and registration and use of laser equipment;
  - (xi) review and approval of continuing competency courses and seminars;
  - (xii) public education and information programs; or
  - (xiii) College services.
- b) Council may establish such other fees, costs, assessments and levies as it deems appropriate and in the best interests of the ACAC and its members.
- c) At the option of Council, member input may be sought at the annual meeting of the College for the consideration of Council in establishing annual practice permit fees.
- d) Council may establish refund policies for members who change their status.

## **BL 11.0 Record of Professional Corporations**

Adopted 03/2012, Effective 03/2012

- a) The Registrar shall keep and maintain a record of professional corporations containing the following information with respect to each professional corporation:
  - (i) the name and registered office of each professional corporation and the unique ACAC registration number attributed to that corporation;



- (ii) the date of issuance of the permit of the professional corporation;
  - (iii) the date of the renewal of the annual permit of the corporation; and
  - (iv) such further particulars as may be directed by Council.
- a) The Registrar can correct or remove any information on the record of professional corporations if he/she determines it is out of date, incorrect, inaccurate or was made in error.

## 11.1 Application and Registration of Professional Corporations

Adopted 03/2012, Effective 03/2012

- a) A regulated member of the ACAC, or the member's designate, proposing to incorporate, amend or amalgamate a professional corporation shall submit to the ACAC Registrar executed Articles of Incorporation, Amendment or Amalgamation which comply with the HPA and these Bylaws and in particular:
- e) propose a professional corporation name that meets the requirements of the HPA and section 11.3 of these Bylaws;
  - f) satisfy the Registrar that the legal and beneficial ownership of all issued shares of the corporation are consistent with the requirements set out in the HPA section 109;
  - (iii) satisfies the Registrar that the professional corporation is not restricted from providing professional services regulated by the College or from carrying out its powers, duties and functions as described in section 11.2 of these Bylaws and under the HPA;
  - (iv) the articles do not derogate from the member's liability that is created pursuant to section 107(c) of the HPA;
  - (v) if applicable, satisfies the Registrar that the professional corporation is in good standing with Corporate Registry.
- b) If the Registrar is satisfied that the Articles of Incorporation, Amendment or Amalgamation meet the requirements in section 11.1(a) of these Bylaws, he/she shall return the original Articles to the regulated member or member's designate after endorsing the original and duplicate copy of the Articles the following:
- Each of the subscribers to these Articles of Incorporation is a regulated Chiropractor and is a member of the Alberta College and Association of Chiropractors. These Articles of Incorporation comply with the requirements of the Health Professions Act respecting Professional Corporations.*
- c) Prior to finalizing the registration of the professional corporation, the member or the member's designate must provide the ACAC with
- (i) an application in the form as determined by Council which assigns an ACAC Professional Corporation Director (i.e. primary contact);
  - (ii) a copy of the certificate of incorporation certified correct by the Registrar of Corporations;
  - (iii) a copy of the articles of incorporation; and
  - (iv) registration fees as determined by Council, if applicable.
- d) If sections 11.1(a), (b) and (c) of these Bylaws have been met, the Registrar shall:
- (i) issue an annual permit to the corporation director in the form prescribed by Council;
  - (ii) assign a unique ACAC registration number to the professional corporation; and
  - (iii) enter the name of the professional corporation in the ACAC record of corporations.
- b) A professional corporation must inform the Registrar within 30 days, in a form prescribed by Council, of any change in the ownership or directors of the professional corporation or to the name of the professional corporation.

## 11.2 Business Conducted and Powers Exercised by a Professional Corporation

Adopted 03/2012, Effective 03/2012

The business that may be conducted and the powers, functions and duties that may be exercised by a professional corporation shall include the following:

- a) to engage in every phase and aspect of rendering the same chiropractic services to the public that a registered member, being an active member of the Alberta College and Association of Chiropractors is authorized to render;
- b) to purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, deal in, and with, real and personal property and other assets in the course of the management of the corporation;
- c) to contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required; and
- d) to enter into partnerships, consolidate or merge with or purchase the assets of another corporation or individual rendering the same professional chiropractic services.

## 11.3 Names of Professional Corporations

Adopted 03/2012, Effective 03/2012

- a) The name of the professional corporation shall contain only the surname, or the surnames and any combination of the given names or initials, of one or more regulated members of the ACAC, who are shareholders of the corporation followed by the words *Professional Corporation*, or the abbreviation *P.C.*
- b) Except as provided in Section 114(3), when a member is providing chiropractic services on behalf of a professional corporation, the corporation must be identified on practice documents and stationery.

## 11.4 Professional Corporation Annual Permit Renewal

Adopted 03/2012, Revised and Effective 07/2020

- (i) Annual permits for professional corporations shall expire on November 30 of each year.
- (ii) An ACAC professional corporation director that wishes to have an annual permit renewed must submit to the ACAC Registrar on or before November 30 of each year, as specified by Council:
  - (i) complete application documents in the form as prescribed by Council; and
  - (ii) payment of the renewal fee in the amount determined by Council dated no later than November 30, as specified by the Council.
- c) In the event the professional corporation director fails to submit the required fees and complete application documents for renewal of the annual permit by November 30, that permit shall expire.
- d) The Registrar shall not approve the renewal of an annual permit for a professional corporation if he/she has not received the complete application documents for renewal of the annual permit and the accompanying fee.
- e) The Registrar shall inform any organization deemed appropriate 30 days after the expiry date when an annual permit for a professional corporation has not been renewed.

- f) The Registrar shall inform Corporate Registries 30 days after the expiry date when an annual permit for a professional corporation has not been renewed.
- g) A reactivation fee, as specified by Council, plus the submission of the complete application documents for renewal of the annual permit and renewal fee must be received by the ACAC prior to the removal of the corporation from the register at Corporate Registry in order to reactivate an expired permit for a professional corporation.

## BL 12.0 Limited Liability Partnerships

Adopted 03/2012, Effective 03/2012

Notwithstanding Part 3 of the *Partnership Act*, no regulated member may provide professional services of chiropractic in a limited liability partnership under that Act.

## BL 13.0 Publication of Conduct, Hearings, Appeals & Agreements and Undertakings

Adopted 03/2012, Effective 09/2019

1. Subject to the HPA, and in the interest of transparency to the public about the conduct and discipline process and education of the membership, the College may publish or distribute any information in any manner, with respect to a complaint, the professional conduct process, hearings, appeals and agreements and undertakings as required or permitted to be disclosed pursuant to any section of the HPA.
2. The publication time period is ten years from the date of (i) the finding of unprofessional conduct or (ii) the agreement and undertaking unless otherwise specified in the HPA or any discipline order.

## BL 14.0 Code of Ethics & Standards of Practice

Adopted 03/2012, Effective 03/2012

Council shall, in accordance with the *Health Professions Act*, develop a code of ethics and Standards of Practice.

## BL 15.0 Use of the Title Specialist

Adopted 03/2012, Effective 03/2012

A regulated member on the general or courtesy register may use the title of *specialist* as well as the appropriate abbreviations and initials in compliance with the Standard of Practice approved by the Council.

## BL 16.0 Indemnity

Adopted 04/2016, Revised and Effective 07/2016

- a) In this Bylaw, the “Indemnified” means ACAC Council members, officers, employees, officials appointed under the Health Professions Act, individuals appointed to Hearing Tribunals, committees or panels under the Health Professions Act, investigators appointed under the Health Professions Act and individuals formerly holding such positions.
- b) Subject to the restrictions in this Bylaw, the College shall indemnify and save harmless the Indemnified from and against reasonable costs, charges and expenses (including legal expenses) which any such individual sustains or incurs in any action, suit, complaint (including complaints



under Part IV of the Health Professions Act) or proceeding which is or has been brought, commenced or prosecuted against them for, or in connection with any act, matter or thing done by them in the performance of the duties of their office, except where such action, matter or thing has been done or permitted to be done by them as the result of their own fraud, dishonesty, criminal conduct or bad faith.

- c) This Bylaw applies to all actions, suits, complaints, or proceedings brought against the Indemnified on or after July 1, 2015.
- d) The maximum amount to be indemnified by the College is \$25,000 per individual for each action, suit, complaint, or proceeding. Council may, in its absolute discretion, increase the amount of the indemnification for a particular action, suit, complaint, or proceeding against an individual.
- e) There is no indemnification for costs, charges, and expenses for which the Indemnified is reimbursed through either ACAC's insurance or personal insurance.
- f) Any requests for indemnification are to be made to Council of the ACAC which will decide by a majority vote, and in its sole discretion, whether to grant the request. If the individual requesting indemnity is a member of Council, then that individual shall not participate in the vote or be present when the other Council members vote. In the case of other non-Council members requesting indemnity, they shall not be present when Council votes on whether to approve the indemnity.