

# **NS PEI Bylaws December 2018**

## **Section 1 – Name**

This organization shall be known as the Nova Scotia and Prince Edward Island Branch of the Canadian Institute of Public Health Inspectors, herein referred to as the “Branch”. The Branch is part of the Canadian Institute of Public Health Inspectors which has its own Constitution and By-laws that as a part of this national body the Branch is bound.

## **Section 2 – Membership**

This branch will observe and be governed by the Constitution and By-laws of the Canadian Institute of Public Health Inspectors (National) with regards to membership, as incorporated under the Corporations Act of Canada. The requirements for membership are:

1. To apply with the required application and submit yearly dues to the Canadian Institute of Public Health Inspectors as incorporated under the Corporations Act.
2. To maintain the Core Competencies of the Council of Professional Experience of the Canadian Institute of Public Health Inspectors.

## **Section 3 – Branch Officers and Elections**

For purposes of these by-laws and to be consistent with the Societies Act of Nova Scotia. The Board of Directors shall be defined as the Branch Executive Committee, now referred to the remainder of the by-laws as the Branch Executive Committee. The individual Directors of the Society will be defined and referred to as the Branch Officers.

The Branch Officers of the Branch shall consist of:

1. President
2. President Elect
3. Secretary
4. Treasurer
5. Five (5) Councillors or more
6. Webmaster
7. The immediate Past President.

Each Branch Officer will have a two year term of office and elections shall be held at a Branch Annual General Meeting. Newly elected Officer will assume office immediately after the meeting at which they were elected.

In the event of the death, absence, resignation or failure to elect a President Elect, Secretary, Treasurer, Councillor or Webmaster, the Executive may elect, at the next Executive meeting, a member in good standing to act as a Branch Officer in that position as a non-voting member for the remainder of the term or until the next Annual General Meeting.

To maintain some continuity in the Branch Executive Committee, the following will be implemented with regard to the election of officers:

- a) 1. In even numbered years, only the following Branch Officer positions will be elected:
  - a. President Elect
  - b. Secretary
  - c. Two (2) Councillors
  - d. And President if that position is vacant

2. In odd numbered years, only the following officers will be elected:
  - a. Treasurer
  - b. Four (4) Councillors
  - c. Webmaster

#### **Section 4 – Committees**

1. The following shall be Standing Committees of the Branch:
  - a. Membership
  - b. Education
  - c. Nominations
2. The Chairman of each Standing Committee shall be appointed at the first Executive Committee meeting following the Annual General Meeting.
3. Special Committees may from time to time be formed in order to carry out any work which may be deemed necessary. Once such a committee has completed its task, it shall cease to exist.
4. The Nova Scotia and Prince Edward Island Branch President shall be an ex-officio member of all Branch Committees

#### **Section 5 – Audit of Accounts and Examination of Records**

At each Branch Annual General meeting, auditors shall be appointed and shall hold that position until the next Annual General Meeting. These auditors shall audit the books of the Branch and present a report to the Annual General Meeting.

All the records of the society shall be made available upon request from any member of the branch at least 14 days before the Annual General Meeting.

#### **Section 6 – Delegate to Annual National Conference**

The President shall automatically be the official Branch delegate to the Annual National Educational Conference and Meeting. In the event of the President being unable to attend, a designate will be chosen by the Executive Committee. The President's or designate's cost will be paid by the Branch unless funding can be obtained from other sources.

#### **Section 7 – Duties of Officers**

1. The President shall:
  - a. be the presiding officer at all Branch meetings
  - b. be one of the signing officers for the Branch, including the execution of documents or contracts of the Branch.
  - c. be the official delegate to the Annual National Conference
  - d. submit written reports to the Branch Annual General meeting outlining the activities of the Branch during the year.

In the event of the death, absence, or resignation of the President, the President Elect shall immediately assume the duties of the President

2. The President-Elect shall:
  - a. work as a full member of the NS/PEI Executive
  - b. act in the absence of the President
  - c. learn the duties of the President and keep informed on key issues
  - d. be mentored by the current Branch President to foster the development of knowledge and skills requisite of the Branch President
  - e. work closely as consultant and advisor to the President

- f. prepare to serve a future term as President, and assume the role of president upon election of a President Elect.
  - g. chair at least one major committee
  - h. be one of the signing officers of the branch, including the execution of documents or contracts of the Branch.
  - i. other duties may be assigned to the President-Elect as deemed appropriate by the President and Branch Executive
1. The Past President shall:
    - a. *in the event of the death, absence, or resignation of the President and President-Elect, the Past President will call the next Executive meeting whereby the acting President will be chosen*
    - b. *be conference co-ordinator*
  2. The Secretary shall:
    - a. have custody of the reports of the Branch
    - b. record the minutes at all Branch meetings
    - c. conduct the correspondence for the Branch when required by the President
    - d. distribute to all Branch Members the minutes of the Executive Committee Meetings, as well as, the minutes of the General Branch Meetings.
    - e. Maintain the official seal of the branch and affix such a seal to any necessary documents.
  3. The Treasurer shall:
    - a. be, together with the President, one of the three signing officers for the Branch, including the execution of documents or contracts of the Branch.
    - b. receive and deposit Branch Funds into the Branch's bank account
    - c. keep the accounts
    - d. provide written reports at each Executive Committee meeting and at all Branch General Meetings.
  4. The Councillors shall:
    - a. be chairperson or area educator
    - b. be liason person between area members and committee branch executive
    - c. arrange for combined business and educational meetings for area members
    - d. copy President on Proposed meeting agenda and submit summary report to President after each meeting
    - e. provide written reports at Branch Executive meetings regarding area activities
    - f. lead any project portfolio as identified by the branch executive

## **Section 8 – Branch Executive Committee**

1. Meetings shall be held at the call of the President or at the written request of four members of the Executive Committee. There shall be a minimum of three Executive Committee meetings between Annual General meetings.
2. Meetings shall be held to conduct the business of the Branch including the passing of accounts for payment.
3. At Executive Committee Meetings, the chairman of each committee shall present a written report on the committee's activities.

## **Section 9 – Branch General Meetings and Special Meetings**

Branch General Meetings shall be held in order to conduct Branch business and in the case of the Annual General meeting, to hold election of officers.

1. In the case of an Annual General Meeting, notice of the meeting shall be distributed to branch membership at least thirty (30) days prior to the meeting, by mail, fax or electronic means.
2. A notice of motion shall be distributed to branch membership thirty (30) days prior to the Branch Annual General Meeting as necessary.
3. Proxies in regard to a notice of motion or election of an officer shall be distributed to branch membership at least thirty (30) days prior to a Branch Annual General Meeting.

Special Meetings of Branch can be held upon the request of the Branch Executive Committee, to conduct emergency business of the Branch. The provisions for notice of a Special Meeting should be the same as those for the Annual General Meeting.

### **Section 10 – Quorums**

A quorum for the Executive Committee shall be four members and this number shall be maintained throughout the meeting.

A quorum for the Annual General Meeting shall be at least 30 percent of the membership or 20 members, whichever is greater.

### **Section 11 – Voting**

1. Every member entitled to vote according to the Constitution and By-laws of the Canadian Institute of Public Health Inspectors shall have one vote and be eligible to hold office.
2. The President shall not vote except in the case of a tie where he/she may cast a deciding vote.
3. For the sole purpose of assuring that all offices will be filled, the Nominations Committee shall prepare a slate of officers listing nominees for the various offices, after having first obtained their consent to this nomination.
4. At the Annual General Meeting the floor shall appoint two or more scrutineers who shall count the ballots and advise the President of Election results.
5. Proxies will be distributed to members thirty (30) days prior to the Branch Annual General meeting as necessary.

### **Section 12 – Other**

All points of procedures not covered by these Branch By-laws shall be governed by the By-laws of the Canadian Institute of Public Health Inspectors.

### **Section 13**

These By-laws shall not be amended except at the Annual General meeting, requiring a Special Resolution that is passed by three fourths of the members present. The Notice of Special Resolution shall be sent to members with the notice of an Annual General Meeting and will include proxies for those not present to exercise their voting privileges.

The Institute shall not enter into agreements to borrow monies for the Branch unless it has been agreed to by three fourths of the members present at an Annual General Meeting or Special Meeting of the Branch.