



THE ALBERTA PARAMEDIC ASSOCIATION
BY-LAWS

January 8 2018

v.1



SPECIAL RESOLUTION

I hereby certify that the following special resolution was passed at a meeting of the members of the Alberta Paramedic Association on January 8 2018:

The Alberta Paramedic Association shall repeal and replace the existing By-Laws with the new By-Laws proposed at today's Annual General Meeting on January 8th 2018.

In accordance with the Alberta Paramedic Association By-Laws, a notice of the special resolution was provided to all members who would otherwise be eligible to vote in person or by proxy at least 21 days prior to the Annual General Meeting and the vote on the special resolution. The special resolution was passed by a majority vote greater than 75% of those members who where entitled to do so by both in person and proxy.

Therefore the Alberta Paramedic Association By-Laws were changed as follows:

The existing by-laws are repealed. They are replaced by the attached by-laws.

Sincerely,

Dusty Myshrall, President of the Alberta Paramedic Association.

Date: January 8 2018

Signature: 

Printed Name: Dusty J Myshrall

Title: President of the Alberta Paramedic Association



BY-LAW NO. 1

MEMBERSHIP

- (A) The Alberta Paramedic Association shall be that of a representative society, who represents and serves its members.
 - (B) The collection of members shall be referred as the membership.
 - (C) The membership shall consist of the following classifications:
 - (i) Full Member
 - (a) That is a practitioner; or
 - a) A practitioner is one of:
 - a. An emergency Medical Responder;
 - b. A Primary Care Paramedic;
 - c. An Advanced Care Paramedic;
 - d. Any subset/disciplinary of the Paramedic Profession as named within the Health Professions Act or created by the Alberta College of Paramedics.
 - (b) Is employed pursuant to subsection (a) within Alberta; or
 - (c) A practitioner who is not employed but resides within Alberta.
 - (ii) Associate Member
 - (a) May or may not be a practitioner as listed in subsection (i)(b); or
 - (b) May or may not reside within Alberta.
- (D) **Rights**
 - (i) Any member of the Association shall be guaranteed equal rights as described in this Bylaw.
 - (ii) Any person who meets the requirements as listed in section (C) and who chooses to purchase a membership shall have the right to be a member of the Association;
 - (iii) Any member shall have the right to remain a member of the Association if they so choose, providing the member has:



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MEMBERSHIP

- (a) Payed the required membership fee in accordance with the bylaws and regulations of the Association;
 - (b) Has not violated any of the Association bylaws;
 - (c) Has not committed of an offence under the Criminal Code of Canada.
 - (iv) Be equally represented by a fair and balanced democratic society;
 - (v) Nominate and elect in accordance with Bylaw No. 6 the President of the Association;
 - (vi) Nominate and elect the Director(s) of the Board pursuant to Bylaw No. 6;
 - (vii) Be a *constituent* of a District;
 - (viii) As a *constituent* nominate and elect a Delegate to represent their District;
 - (ix) Be nominated in accordance with Bylaw No. 6 for the office of a Delegate, Director or the President;
 - (x) Be elected in accordance with Bylaw No. 6 for the office of a Delegate, Director or the President;
 - (xi) In accordance with the bylaws, cast a single ballot on all referendums of the Association;
 - (xii) In accordance with the bylaws, cast a single ballot on all special resolutions of the Association;
 - (xiii) Request to view the financials of the Association;
 - (xiv) Request to view the agenda or meeting minutes of Board or Delegation meetings;
 - (xv) Participate in any *consultation* as defined in the Bylaws;
 - (xvi) Attend any Annual General Meeting or Special General Meeting;
- (E) **Removal**
- (i) Any member has the right to leave the Association at their discretion, and therefor no exercise of powers shall be utilized to remove any member of the Association unless they have been convicted of a Criminal offence under the Criminal Code of Canada or has violated the Association bylaws.
 - (ii) Any member has the right to appeal the removal of their membership;



BY-LAW NO. 1
MEMBERSHIP

- (iii) Unless the member has failed to pay the annual membership fee, both the Board and Ethics committee are required to remove of a member as described in section (i).
- (iv) Unless the member has failed to pay the annual membership fee, the removal of any member shall require an approved motion for the sole purpose of removing the specific member by both the Board and Ethics committee.

(F) **Remuneration**

- (i) The Board may approve if necessary any remuneration to a member for services provided for the Association.



BY-LAW NO. 2

GOVERNING STRUCTURE

- (A) The governing structure of the Alberta Paramedic Association shall be defined within the By-Laws of the Association.
- (B) Governing shall be structured to provide and maintain equal authority and be accountable to the Association membership; refer to By-Law No. 2.1
- (C) The governing structure shall be comprised of three branches of power and one branch of ethical oversight.
 - (i) The three branches of power shall be known as:
 - (a) The Office of the President;
 - (b) Board of Directors;
 - (c) The Delegation.
 - (ii) The branch of ethical oversight shall be known as the Ethics Committee.
- (D) Endowed by the membership, the combined branches shall through governance hold full powers with respect to the affairs of the Association.



BY-LAW NO. 2.1

ACCOUNTABILITY

- (A) The governing structure shall always be accountable to the Alberta Paramedic Association and its membership; when necessary may members of the governing structure shall be removed from their office through a confidence motion as defined within this by-law.
- (B) **The President:**
 - (i) Refer to By-Law No. 3.1
- (C) **The Board of Directors:**
 - (i) A confidence petition must be completed (refer to By-Law No. 3.3); and
 - (ii) Shall be submitted to the President.
 - (iii) In accordance with By-Law No. 13, the Ethics Committee must approve the confidence petition before any further proceedings of this By-Law.
 - (a) An approved confidence petition by the Ethics Committee shall be classified as a Board Confidence Motion.
 - (iv) The President shall provide no less than seven (7) days written notice to all members of the Association of the Board Confidence Motion. The notice shall include the following:
 - (a) A copy of the approved confidence petition;
 - (b) The date, time and location of a meeting for the sole purpose of the Board Confidence Motion. The meeting shall include, except for Directors of the Board, any member of the Association, including the Delegation, President and Ethics Committee.
 - (c) The President shall determine the date of the meeting to vote on the Board Confidence Motion.
 - (e) Voting
 - (a) Conducted in accordance with By-Law No. 6;
 - (b) Directors of the Board are not entitled to cast a ballot on their own confidence motion;
 - (c) A two-thirds majority must be achieved by all members of the Delegation, Ethics Committee and President. If a two-thirds majority is not met, then the confidence motion shall be negated.



BY-LAW NO. 2.1

ACCOUNTABILITY

- (d) The results of the Board Confidence Motion shall be announced by the President at the same meeting.
- (D) **Director(s);**
- (i) A confidence petition must be completed (refer to By-Law No. 3.3); and
 - (ii) Shall be submitted to the President.
 - (iii) In accordance with By-Law No. 13, the Ethics Committee must approve the confidence petition before any further proceedings of this By-Law.
 - (a) An approved confidence petition by the Ethics Committee shall be classified as a Director Confidence Motion.
 - (iv) The President shall provide no less than seven (7) days written notice to all members of the Association of the Director Confidence Motion. The notice shall include the following:
 - (a) A copy of the approved confidence petition;
 - (b) The date, time and location of a *Joint Committee Meeting* for the sole purpose of the confidence motion.
 - (c) The President shall determine the date of the meeting to vote on the Director Confidence Motion.
 - (e) Voting
 - (a) Conducted in accordance with By-Law No. 6;
 - (b) The Director who is the subject of the confidence motion shall not be entitled to cast a ballot on their own confidence motion;
 - (c) A two-thirds majority must be achieved by all members of the Joint Committee
 - (d) The results of the Director Confidence Motion shall be announced by the President at the same meeting.



BY-LAW NO. 3

PRESIDENT

- (A) The Association shall maintain at all times a President of the Association.
- (B) **Duties and Powers**
- (i) The responsibilities bestowed upon the President shall;
 - (a) Act in accordance with the by-laws, regulations, rules and policies of the Association.
 - (b) Serve as the representative or appoint a designate to represent the Association in all its official contacts;
 - (c) Serve as the Executive Chairman;
 - (d) Serve as the Chairperson of the Board;
 - (e) Act as an ambassador of the profession by representing the Association in meetings with government officials, external agencies and stakeholders;
 - (f) Enforce the due observance of the by-laws, regulations, rules and policies of the Association;
 - (g) Act as a signing officer;
 - (h) Sign all documents requiring an official signature of the Association;
 - (i) Perform other duties as defined within the *Regulations*.
 - (j) Preside at all meetings of the Association;
 - (k) Pursuant to By-Law No. 11 (H) and By-Law No. 12 (G) ratify resolutions;
- (C) **Appointment**
- (i) In accordance to the Regulations, the President shall be elected into office by the membership of the Association.
- (D) **Term**
- (i) A Presidential term is a duration of three (3) years with no more than two (2) consecutive terms.
- (E) **Transition**
- (i) The transition of President(s) shall be the responsibility of the outgoing President and will be conducted in accordance with the *Regulations*.



BY-LAW NO. 3
PRESIDENT

(F) **Vacancy**

- (i) Refer to By-Law No. 3.2.

(G) **Removal**

- (i) A President shall be immediately removed from Office upon an approved *confidence motion*.

(H) **Remuneration**

- (i) Remuneration shall be determined and conducted within the *Regulations*.



BY-LAW NO. 3.1
CONFIDENCE MOTION

- (A) The President shall always be accountable to the Alberta Paramedic Association and its membership. When necessary the President may be removed from Office before the end of their term. In order to remove the current President the following *confidence motion* must be followed in accordance with By-Law No. 10.
- (B) **Requirements**
- (i) The following automatically initiates a *Joint Committee* for the sole purpose of a *confidence motion*;
 - (a) Violates the By-Laws, Regulations or Policies of the Association;
 - (b) Is unable to fulfill the obligation of the President;
 - (c) Is not a member in good standing with the Association;
 - (d) Is charged with an offence under the Criminal Code of Canada.
 - (ii) Any member of the *Joint Committee* may call for a meeting of the sole purpose to put forth a *confidence motion*;
 - (a) Failing to carry out the obligation of the President;
 - (b) Making decisions that members feel are detrimental to the Association;
 - (c) Inaccurately representing the Association.
- (C) **Motion**
- (i) Pursuant to section (B)(i) a confidence petition shall not be required;
 - (ii) Whereas,
 - (iii) Pursuant to section (B)(ii) a confidence petition must be completed in accordance with By-Law No. 3.3.
 - (iv) Any confidence petition (refer to By-Law No. 3.3) must be submitted to the Secretary of Ethics.
 - (v) In accordance with By-Law No. 13, the Ethics Committee must approve the confidence petition before any further proceedings of this By-Law.
 - (a) An approved confidence petition by the Ethics Committee shall be classified as a confidence motion.



BY-LAW NO. 3.1
CONFIDENCE MOTION

- (vi) The Registrar shall provide no less than seven (7) days written notice to all members of the Association of the confidence motion. The notice shall include the following:
 - (a) A copy of the approved confidence petition;
 - (b) The date, time and location of the *Joint Committee* meeting for the sole purpose of the confidence motion.
 - (c) The Secretary of Ethics shall determine the date of the Joint Committee and it must be held within fourteen (14) days of the approved confidence petition.

- (D) Voting
 - (i) Conducted in accordance with By-Law No. 6.
 - (ii) The President is not entitled to cast a ballot on his/her own confidence vote.
 - (iii) A two-thirds majority must be achieved by all members of the Joint Committee to pass a *confidence motion*. If a two-thirds majority is not met by all members of the Joint Committee, then the confidence motion shall be negated.
 - (iv) The results of a confidence motion will be announced by the Registrar at the same *Joint Committee* meeting.

- (E) Decision
 - (i) Immediately following the vote of a confidence motion a written notice containing the results shall be sent to the Secretary of Ethics.
 - (ii) In accordance to the regulations, the Ethics Committee must consent to the removal of the President.
 - (iii) Upon consent by the Ethics Committee, the Secretary of the Board shall send written notice to the President, the Board, the Delegation and the membership, that the President must vacate the Office immediately.

- (F) Succession
 - (i) The Vice President shall immediately assume the Office of the President.



BY-LAW NO. 3.1
CONFIDENCE MOTION

- (ii) On the same day, the Secretary of the Board must notify the general membership of an election for the Office of the President. The date of the election shall be held sixty (60) days from the date the Office was vacated.
- (iii) The election of a new President shall be done in accordance with By-Law No. 6.



BY-LAW NO. 3.2

VACANCY

- (A) At anytime the Office of the President shall not be vacant. When a presiding President vacates the Office then the following shall be immediately enacted.
- (B) In addition to the principles defined within this By-Law, additional procedures maybe described within the Regulations.
- (C) **Confidence Motion**
- (i) The Vice-President shall be immediately sworn into the Office of the President and henceforth be referred as the President, until a new President has been elected.
 - (ii) On the same day, the Registrar must notify the general membership of an election for the Office of the President. The date of the election shall be held sixty (60) days from the date the Office was vacated.
 - (iii) The election of a new President shall be done in accordance with By-Law No. 6.
- (D) **Incapacitated**
- (i) The Vice-President shall be immediately sworn into the Office of the President and henceforth be referred as the President, and
 - (ii) On the same day, the Registrar shall notify the membership, and
 - (iii) Shall remain in Office until the term of the preceding president would have ended.
 - (iv) During the time in accordance with section (i) the office of the Vice-President shall be filled in accordance with By-Law No. 4.4 (C).
- (E) **Resignation**
- (i) The President of the Board may resign from Office.
 - (ii) Upon the date of resignation, the Vice-President shall be sworn into the Office of the President and henceforth be referred as the President, and
 - (iii) Shall remain in Office until the term of the preceding President would have ended.



BY-LAW NO. 3.3
CONFIDENCE PETITION

- (A) A Confidence Petition shall be approved by the Ethics Committee and only if all of the requirements are completed in accordance with the By-Laws and Regulations of the Association.
- (B) A Confidence Petition must include the following:
- (i) The date of submission;
 - (ii) The description of grievance(s);
 - (iii) Specific to the President:
 - (a) The date and signature of at least sixty (60) members; who
 - a. Are not a member of the Board or Delegation; and
 - b. The combined sixty (60) members are constituents of at least five (5) different districts.
 - (b) The date and signature of at least five (5) Delegates;
 - (c) The date and signature of at least two (2) Directors of the Board.
 - (iv) Specific to the Director(s):
 - (a) The date and signature of at least thirty (30) members; who
 - a. Are not a member of the Board, Delegation or the President; and
 - b. The combined sixty (60) members are constituents of at least three (3) different districts.
 - (b) The date and signature of at least (3) Delegates;
 - (c) The date and signature of the President or four (4) Directors of the Board.
 - (v) Specific to the Board:
 - (a) The date and signature of at least fifty (50) percent of the membership; who
 - a. Are not a member of the Board, Delegation or the President; and
 - b. The combined signatures are constituents of at least one-third (1/3) of all Districts.



BY-LAW NO. 3.3
CONFIDENCE PETITION

- (b) The date and signature of at least fifty (50) percent of all Delegates;
- (C) Any signature on a Confidence Petition shall remain valid for no more than thirty (30) days from the date of signing the petition, any signature that is no longer deemed valid, shall not count towards the required number of signatures to validate the confidence petition.
- (D) Any person who has signed the petition, may make in writing to the Secretary of Ethics to have their name removed from the petition and therefore not be counted towards the total number of signatures on such petition.
- (E) The names and dates on a confidence petition, shall not be redacted.



BY-LAW NO. 4
BOARD OF DIRECTORS

(A) The Association shall maintain an elected Board of Directors, herein and after referred as the Board.

(B) The Board shall be composed of:

(i) Chairperson - President of the Association;

(ii) Eight (8) Directors;

(i) Officer(s): Refer to By-Law No. 4.2;

(ii) Secretaries: Refer to By-Law No. 4.3.

(C) **Duties and Powers**

(i) The Board shall;

(a) Adhere to all by-laws, *regulations*, rules and policies of the Association.

(b) Unless otherwise defined within the By-Laws and in conjunction with the Office of the President, maintain signing authority of all financial accounts;

(c) Hold regular Board meeting(s);

(d) Develop strategic plan(s);

(e) Approve nominations for Officer(s), Secretaries, Executive Director and Chairperson(s) of Committee(s);

(f) Vote and pass confidence motion(s);

(g) Perform any other duties assigned within the *regulations*.

(ii) The Interim Board shall;

(i) Adhere to all By-Laws, Regulations, rules and policies of the Association.

(ii) Unless otherwise defined within the By-Laws and in conjunction with the Office of the President, maintain signing authority of all financial accounts;

(iii) Hold regular Board meeting(s);

(iv) Develop strategic plan(s);



BY-LAW NO. 4
BOARD OF DIRECTORS

- (v) Approve nominations for Interim Officer(s) and Interim Secretaries.
 - (i) Unless otherwise specified in the By-Laws, an Interim Director shall function as a Director defined within the By-Laws.
- (vi) Perform any other duties assigned within the *Regulations*.
- (vii) Not vote or pass confidence motion(s);
- (viii) Not vote, pass or ratify any By-Laws;
- (ix) Not vote, pass or ratify any Regulation(s);
- (iii) The Reform Committee shall;
 - (i) Adhere to the By-Laws, Regulations, rules and policies of the Association;
 - (ii) Hold regular meetings for the sole purpose of facilitating elections for an Interim Board;
 - (iii) In conjunction with the Ethics Committee, ensure the election(s) for Interim Board Directors are conducted in accordance with By-Law No. 6;
 - (iv) Nominate one member of the committee to assume the roles of a registrar within By-Law No. 6;
 - (v) Not perform any other duties assigned to the Board or Interim Board as outlined in the By-Laws or Regulations.

(D) **Removal**

- (i) In accordance with By-Law No. 2.1 be removed through a *Board Confidence Motion*.
- (ii) An Interim Board shall automatically be dissolved at the next Annual General Meeting, where a Board shall be elected in accordance to the By-Law No. 6.



BY-LAW NO. 4.1

DIRECTOR(S)

- (A) Any elected member of the Board shall henceforth be known as Directors.
- (B) A Director must reside in the Province of Alberta.
- (C) **Duties and Powers**
 - (i) A Director may;
 - (a) Serve as an Officer of the Board;
 - (b) Hold a Secretary portfolio.
 - (c) Perform such duties as may be assigned to him/her under the By-Laws, Regulations, Board and/or the Chairperson of the Board.
 - (d) Adhere to the By-Laws, Regulations or policies of the Association.
- (D) **Appointment**
 - (i) A Director shall be elected by the membership.
- (E) **Term**
 - (i) The term of a Director shall be three (3) years with no more than two (2) consecutive terms.
- (F) **Vacancy**
 - (i) A vacated Director position shall be filled in accordance with By-Law No. 4.4.
- (G) **Removal**
 - (i) The office of a Director will be considered forfeit in the event that the Director;
 - (a) Violates the By-Laws, *Regulations* or Policies of the Association;
 - (b) Is charged with an offence under the Criminal Code of Canada.
 - (c) A *Director Confidence Motion* passed for the sole purpose of removing a Director from the Board.
- (H) **Remuneration**
 - (i) Remuneration shall be determined and conducted within the *Regulations*.



BY-LAW NO. 4.2

OFFICER(S)

- (A) The Board shall maintain the following four (4) Officers:
- (i) Vice-President;
 - (ii) Treasurer;
 - (iii) Registrar;
 - (iv) Board Secretary.
- (B) Any Director shall not hold more than one (1) Office.
- (C) **Appointment**
- (i) Any candidate for the office of an Officer must be elected as a Director.
 - (ii) The President shall nominate a Director to assume the responsibilities of an Officer; then
 - (a) Treasurer is excluded from subsection (ii); refer to section (iv).
 - (iii) After the Director has accepted the nomination, the Joint Committee shall approve the nomination by a majority vote.
 - (a) If the Joint Committee does not approve the nomination, the President may at their discretion:
 - a. Submit in writing to the Ethics Committee a request to move the vote of electing the same nominee for the office of an Officer to the membership.
 - a. If approval is granted, then the membership shall be given a twenty-one (21) day notice of a vote to approve the nomination.
 - b. If approval is not granted, refer to next subsection b.
 - b. Nominate an alternate Director in accordance with this section (ii).
 - (iv) Treasurer
 - (a) A Director who is elected by the general membership at an AGM for the sole purpose to serve as Treasurer.
- (D) **Duties and Powers**



BY-LAW NO. 4.2
OFFICER(S)

- (i) The **Vice-President** shall;
 - (a) Serve as the Chairperson of the Delegation;
 - (b) Represent the Delegation on the Board;
 - (c) In the absence of the President, serve as chairperson of the Board;
 - (d) Be a signing Officer;
 - (e) In accordance with By-Law No. 3(H) assume the Office of the President;
 - (f) Perform such other duties as may be delegated to him/her under the By-Laws, Regulations, Policies, President, Board and/or Delegation.

- (ii) The **Treasurer** shall;
 - (a) Be a signing Officer;
 - (b) Prepare and Administer the Association Budget;
 - (c) Collect and disburse the funds of the Association as approved by the Board and in accordance with the *Regulations*.
 - (d) Maintain a bank account in the Association's name;
 - (e) Pursuant to the regulations, maintain records of the financial books and reports.
 - (f) Arrange for auditing of the financial books;
 - (g) Present the *annual financial statements* at the AGM.
 - (h) Not relinquish their office as Treasurer to assume an alternative Office or Portfolio.
 - (i) Perform such other duties as may be delegated to him/her under the By-Laws, Regulations, Policies, President or the Board.

- (x) The **Registrar** shall;
 - (a) Accurately keep the register and roster of the Association;
 - (b) Accurately keep the roster of Delegates, Directors and Officers of the Association;



BY-LAW NO. 4.2
OFFICER(S)

- (c) Issue a certificate of registration to registered members and a certificate and/or written notification of membership to all other members upon admission to membership;
 - (d) Issue annually a renewal of registration and membership in such form or forms as the Board may approve by resolution, to such persons who have met the requirements of the By-laws and have paid all required fees;
 - (e) In accordance to By-Law No. 6, provide notice to members of any election;
 - (f) In accordance with By-Law No. 6, maintain *nomination forms*.
 - (g) Perform such other duties as may be delegated to him/her under the By-Laws, Regulations, Policies, President or the Board.
- (xi) The **Board Secretary** shall;
- (a) Keep the Association seal;
 - (b) Arrange for the maintenance of all records of the Association;
 - (c) Except for,
 - (d) The register and roster of the Association;
 - (e) Maintain minutes of all meetings within the Association;
 - (f) Take or appoint a person too record the meeting minutes;
 - (g) Perform such other duties as may be delegated to him/her under the By-Laws, Regulations, Policies, President or the Board.

(E) **Term**

- (i) Pursuant to By-Law No. 4.1(E) the term of any Officer shall correspond with their term as a Director.

(F) **Transition**

- (i) The transition of Officer(s) shall be the responsibility of the outgoing Officer and will be conducted in accordance with the *Regulations*.

(G) **Vacancy**



BY-LAW NO. 4.2
OFFICER(S)

(i) Refer to By-Law No. 4.4.

(H) Removal

(i) The Office of an Officer will be considered forfeit in the event that the Officer:

- (a) Is no longer a Director of the Board;
- (b) A majority vote by the Board of Directors.

(I) Remuneration

(i) Remuneration shall be determined and conducted within the *Regulations*.



BY-LAW NO. 4.3 SECRETARIES

(A) The Board of Directors shall maintain and referred as the following four (4) Portfolio Secretary:

- (i) Secretary of Skills;
- (ii) Secretary of Knowledge;
- (iii) Secretary of Wellness;
- (iv) Secretary of Ethics.

(B) **Duties and Powers**

- (i) A Secretary is responsible to serve as oversight for the specific portfolio they are assigned;
- (ii) Monitor the Associations engagement in their assigned portfolio;
- (iii) Report on the engagement of the Association within their assigned portfolio;
- (iv) May serve as a representative of the Association within their assigned portfolio.
- (v) Secretary of Skills:
 - (a) Practitioner's Skills;
 - (b) May serve as chairperson or attend any meeting of the Association in the area of skills.
- (f) Secretary of Knowledge:
 - (a) Practitioner's Knowledge;
 - (b) May serve as chairperson or attend any meeting of the Association in the area of knowledge.
- (g) Secretary of Wellness:
 - (a) Practitioner's Health and Wellness;
 - (b) May serve as chairperson or attend any meeting of the Association in the area of Health and Wellness.
- (h) Secretary of Ethics:
 - (a) Chairperson of the *Ethics Committee*.



BY-LAW NO. 4.3 SECRETARIES

- (b) Chair the *Ethics Committee* meetings.
- (c) Develops *Ethics Committee* work plan and meeting agenda.
- (d) Facilitates *Ethics Committee* meetings.
- (e) Determines the need for the participation of an expert to advise the *Ethics Committee*.
- (f) Ensures all Ethics Committee members have the opportunity to communicate and represent their views.
- (g) At their discretion, convene the *Ethics Committee*.
- (h) Provide reports to the Board of Directors regarding the *Ethics Committee*.

(C) Appointment

- (i) Any candidate for an office of a Secretary must be elected as a Director, then
 - (a) The President shall nominate a Director to assume the portfolio of a Secretary; then
 - (b) After the Director has accepted the nomination, the Board shall approve the nomination by a majority vote.
 - a. If the Board does not approve the nomination, the President may submit to the Joint Committee a vote override the Board's decision.

(D) Term

- (i) Pursuant to By-Law No. 4.1(E) the term of any Secretary shall correspond with their term as a Director.

(E) Transition

- (i) The Transition of a Secretary shall be the responsibility of the outgoing Secretary and will be conducted in accordance with the *Regulations*.

(F) Vacancy

- (i) Refer to By-Law No. 4.4

(G) Removal



BY-LAW NO. 4.3
SECRETARIES

- (i) The Office of a Secretary will be considered forfeit in the event that the Secretary:
 - (a) Is no longer a Director of the Board;
 - (b) By a majority vote of the Directors of the Board.

(H) **Remuneration**

- (i) Shall be determined and conducted in accordance with the *Regulations*.



BY-LAW NO. 4.4

BOARD VACANCY

- (A) A vacated Office that is more than ninety (90) days from the next scheduled AGM shall be fulfilled in accordance with this By-Law 4.4, except for
- (B) A vacated Office that is less than ninety (90) days from the next scheduled AGM shall be fulfilled by a Delegate from within the Delegation.
- (i) Any person within the Delegation may nominate another Delegate;
 - (ii) Delegation votes on the nominee(s) in accordance with By-Law No. 6;
 - (iii) The nominee who receives majority of the votes shall be appointed as interim Officer or Portfolio Secretary.
- (C) **Vice-President**
- (i) A Vice-President that has assumed the role of President in accordance with By-Law No. 3(H); then shall be filled with a Delegate who has been appointed by the Delegation.
 - (a) Any Delegate may nominate another Delegate;
 - (b) Delegation votes on the nominee(s) in accordance with By-Law No. 6;
 - (c) The nominee who receives majority of the votes shall be appointed as Interim Vice-President.
- (D) **Director**
- (i) Pursuant to section (A), refer to By-Law No. 6.
- (E) **Officer**
- (i) Pursuant to section (A), refer to By-Law No. 4.2.
- (F) **Portfolio Secretary**
- (i) Pursuant to section (A), refer to By-Law No. 4.3.
- (G) **Board Confidence Motion**
- (i) A Board of Directors that has been removed through a Board Confidence Motion, shall be replaced with a *Reform Committee* until the completion of elections for an Interim Board.



BY-LAW NO. 4.4
BOARD VACANCY

- (ii) A *Reform Committee* shall be comprised of four (4) Delegates; two (2) members of the Ethics Committee and two (2) non governing members of the Association.
 - (a) The Duties and Powers of a *Reform Committee* shall be limited to the facilitation of an election for an *Interim Board*.
- (iii) Election(s) for the Directors of an *Interim Board* must be completed within sixty-one (61) days from the removal of the previous board. During that time all duties of the Board shall be suspended from the Association until an *Interim Board* is elected into Office.



BY-LAW NO. 5 DELEGATION

- (A) The Association shall maintain an elected representative branch of power known as the Delegation.
- (B) The Delegation shall consist of:
 - (i) Districts;
 - (a) Refer to By-Law No. 5.1
 - (ii) Delegates;
 - (a) Refer to By-Law No. 5.2
 - (ii) Constituents;
 - (a) Refer to By-Law No. 5.3
 - (ii) Chair - Vice President.
 - (c) Refer to By-Law No. 4.2(D).
- (C) **Duties and Powers**
 - (i) The Delegation shall;
 - (a) Represent the collective interests of all paramedics to the Board;
 - (b) Establish objectives and recommendations to the Board;
 - (c) Hold regular Delegation meetings;
 - (d) Conduct all meetings in accordance to the By-Laws; Regulations, rules and policies of the Association;
 - (e) Act in accordance with the by-laws, regulations, rules and policies of the Association.
 - (f) In accordance with By-Law No. 3.1 and 7, vote on any *confidence motion*.
 - (g) Pursuant to By-Law No. 6(K) appoint a Delegate to serve as interim Vice President.



BY-LAW NO. 5.1
DISTRICT(S)

- (A) The Delegation shall be divided into twenty-four (24) Districts and six (6) Special Districts.
- (B) District(s) and Special Districts shall be determined to provide equal representation to all paramedic practitioners in Alberta.
- (C) A District shall consist of:
- (i) Delegate;
 - (a) Refer to By-Law No. 5.2.
 - (ii) Constituents.
 - (a) Refer to By-Law No. 5.3
- (D) District(s) containing greater than ten (10) *constituents* shall be classified as registered;
- Whereas,
- (E) A District containing less than ten (10) *constituents* shall be classified as non-registered.
- (F) Each District and Special District shall be represented by no more than one (1) Delegate;
- Except for,
- (G) A non-registered District which shall be represented under a special district pursuant to section (P).
- (H) The Following will be the defined twenty-four (24) Districts:
- (i) Mackenzie County.
 - (ii) Wood Buffalo County.
 - (iii) County of Northern Lights; Northern Sunrise County; Clear Hills County; Municipal District of Fairview No. 136; Birch Hills County; Municipal District of Smoky River No. 130; Saddle Hills County; Municipal District of Spirit River No. 133.
 - (iv) County of Grande Prairie No. 1; Municipal District of Greenview No. 16.
 - (v) Big Lakes County, Municipal District of Lesser Slave River No. 124; Municipal District of Opportunity No. 17.
 - (vi) Woodlands County; County of Barrhead No. 11; Lac Ste. Anne County.



BY-LAW NO. 5.1
DISTRICT(S)

- (vii) Yellowhead County; Improvement District No. 12 (Jasper National Park); Municipality of Jasper; Brazeau County.
- (viii) Athabasca County; Thorhild County; Westlock County; Sturgeon County.
- (ix) Lac La Biche County; County of St. Paul No. 19; Municipal District of Bonnyville No. 87.
- (x) County of Two Hills No. 21; County of Vermilion River; County of Minburn No. 27; Lamont County; Smoky Lake County.
- (xi) Beaver County; Municipal District of Wainwright No. 61; Municipal District of Provost No. 52; Flagstaff County; Camrose County.
- (xii) Strathcona County; Edmonton (south of North Saskatchewan River).
- (xiii) Edmonton (north of North Saskatchewan River); Parkland County.
- (xiv) Leduc County; County of Wetaskiwin No. 10; Ponoka County.
- (xv) Lacombe County; Red Deer County; Clearwater County.
- (xvi) County of Stettler No. 6; County of Paintearth No. 18; Special Areas No. 4 Consort District Office; Special Areas No. 3 Oyen District Office; Special Areas No. 2 Hanna District Office; Starland County.
- (xvii) Kneehill County; Mountain View County; Rocky View County (North East).
- (xviii) Rocky View County (West, North West); Municipal District of Bighorn No. 8; Improvement District No. 09 (Banff).
- (xix) Calgary (north of Bow River).
- (xx) Calgary (south of Bow River).
- (xxi) Rocky View County (East); Wheatland County; County of Newell; Vulcan County.
- (xxii) Municipal District of Ranchland No. 66; Municipal District of Foothills No. 31; Kananaskis Improvement District.
- (xxiii) Municipal District of Pincher Creek No. 9; Municipal District of Willow Creek No. 26; Lethbridge County; Municipal District of Taber; Cardston County.
- (xxiv) County of Warner No. 5; County of Forty Mile No. 8; Cypress County.



BY-LAW NO. 5.1
DISTRICT(S)

(I) *Constituents* may in accordance to the *regulations* change the name/title of their District.

(J) **Regional Status**

(i) A District listed in section (H) may apply in accordance to the regulations apply to the Board for regional status.

Whereas,

(ii) A District under regional status may apply to the Board to remove the regional status.

(iii) A District with regional status shall be granted the following amendments:

(a) A Delegate will not need to reside within the geographical boundary of the District.

(b) Constituents are not required to reside within the geographical boundary of the District.

(K) **Special District(s)**

(i) Defined by a *jurisdiction* of the profession and shall not be confined to a geographical boundary.

(ii) The defined jurisdiction of the Six (6) Special Districts shall be reserved for the discretion of the Board pursuant to the *regulations*.

(iii) A special district shall contain no less than ten (10) constituents and no more than one (1) Delegate.

(iv) Pursuant to section (G) unless all Districts are classified as registered, then one (1) Special District shall be reserved as a special regional district.

(a) A special regional district will remain as a subsidiary of Special Districts and are bound by the same principles.

(L) **Duties and Powers**

(i) A (registered) District shall;

(i) Hold regular *District meetings*;

(ii) Conduct all meeting in accordance to the *By-Laws, Regulations*, rules and policies of the Association;

(iii) Act in accordance with the *By-Laws, Regulations*, rules and policies of the Association;



BY-LAW NO. 5.1
DISTRICT(S)

(iv) Perform any other duties assigned within the *regulations*.

(M) **Financials**

- (i) In accordance with the By-Laws, a District may raise and disperse funds for the purpose of carrying out objectives within their specific District.
- (ii) Any financials registered specifically to a District must adhere to By-Law No. 9,



BY-LAW NO. 5.2

DELEGATE(S)

- (A) Pursuant to By-Law No. 5.1(F) each District shall be represented by a Delegate.
- (B) Unless qualified for regional status in accordance with By-Law No. 5.1(J) a Delegate must reside within the geographical boundaries of the District they are representing.
- (C) A Delegate representing a Special District must qualify as a constituent of that district and remain as a constituent for their term as per By-Law No. 5.3.
- (D) **The Duties and Powers**
 - (i) Act as an ambassador; a voice and/or representative of their District;
 - (ii) Represent the Association to the constituents of their District;
 - (iii) Represent paramedics within their District and who are both members and non-members of the Association;
 - (iv) Serve as Chairperson at their *District Meetings*;
 - (v) Establish dates of their *District Meetings*;
 - (vi) Attend *Delegation Meeting(s)*;
 - (vii) Attend *Joint Committee meeting(s)*;
- (E) Unless defined elsewhere within the By-Laws, a Delegate shall be granted votes based on a weighted voting system. Except in a confidence motion, the number of votes a Delegate is granted to cast at a Delegation or Joint Committee shall be determined by the number of constituents within the District they represent.
 - (i) A District or Special District containing:
 - (a) Forty-nine (49) and less constituents receives one (1) vote;
 - (b) Fifty (50) to ninety-nine (99) constituents receives two (2) votes;
 - (c) One hundred (100) to one hundred and forty-nine (149) constituents receives three (3) votes;
 - (d) One hundred and fifty (150) to one hundred and ninety-nine receives four (4) votes;
 - (e) Two hundred (200) to two hundred and forty-nine (249) receives five (5) votes;
 - (f) Greater than two hundred and fifty (250) receives six (6) votes.



BY-LAW NO. 5.2
DELEGATE(S)

(F) Appointment

- (i) A Delegate must be elected by the constituents of their District or Special District pursuant to By-Law No. 6.
- (ii) A Delegate shall not be appointed by any person(s).

(G) Term

- (i) The term of a Delegate shall be two (2) years from the date of being elected;
- (ii) A Delegate shall not serve more than two terms representing any District.

(H) Transition

- (i) The outgoing Delegate shall be responsible for the transition and shall be done in accordance with the *regulations*.

(I) Vacancy

- (i) If an Office of a Delegate should become vacant, then within twenty-four (24) hours of the office becoming vacant, the Registrar shall make notice in writing to the constituents of;
 - (a) The reason of vacancy;
 - (b) The date of a Delegate election for the purpose of fulfilling the vacant office.
- (ii) The Office of a Delegate shall remain empty until the successful election of a new Delegate in accordance with By-Law No. 6

(J) Removal

- (i) The Office of a Delegate will be considered forfeit in the event of any of the following:
 - (a) The Delegate violates the By-Laws, Policies or rules of the Association;
 - (b) The Delegate is not a member in good standing with the Association;
 - (c) The Delegate is charged with an offence under the Criminal Code of Canada;
 - (d) If a Delegate no longer resides within the District boundaries pursuant to By-Law No. 5.1(H);



BY-LAW NO. 5.2
DELEGATE(S)

Except for,

- (e) A Delegate who is representing a regional district as per By-Law No. 5.1.
- (g) A Delegate representing a Special District who no longer qualifies as a constituent of that district;
- (h) The constituents of a District may, by resolution passed by at least two-thirds (2/3) of the votes cast at a *District Confidence Meeting* of their respective District called for the purpose, remove a Delegate representing their District before the expiration of his/her term of office.

(K) Remuneration

- (i) Remuneration shall be determined and conducted within the *Regulations*.



BY-LAW NO. 5.3

CONSTITUENT(S)

(A) Any member of the Association who is not listed under subsection (E) and who meets the criteria defined in subsection (D) shall be known as a Constituent.

(B) A Constituent shall be registered with only one (1) District.

Duties and Powers

(C) **Duties and Powers**

(i) A Constituent shall within the District they are registered:

- (a) Nominate a member to be elected as a Delegate;
- (b) In accordance with By-Law No. 6 cast a single ballot for a nominee to be a Delegate;
- (c) Attend their District Meetings;
- (d) Register with no more than one (1) District;
- (e) Reserve the right to unregister with a geographical District to register with a Special District providing they have met the criteria listed in subsection (D).
- (f) Call for a District Confidence Meeting;
- (g) In accordance with By-Law No. 5.2(N)(viii) remove a Delegate representing their District from Office.

(D) For a member to be considered a constituent of a specific District they must meet the following criteria:

(i) District

(a) Reside within the defined boundaries of a District;

(ii) Special District

(a) Reside within the defined boundaries of a District;

(iii) Regional District

(a) Employment within the regional district.

(E) The following are excluded as a constituent of a District:



BY-LAW NO. 5.3
CONSTITUENT(S)

- (i) Any member who holds a position as a Director of the Board;
- (ii) The President of the Association;
- (iii) Any member who does not meet the criteria defined in section (D).
- (iv) Any member who is listed under bylaw no. 1 section (C)(ii).



BY-LAW NO. 6

ELECTION(S)

(A) Any election in respect to the Alberta Paramedic Association shall be conducted within the confines of By-Law No. 6 unless stated otherwise in the By-Laws.

(B) **Date**

- (i) The Registrar must provide notice of any election to all members of the Association of not less than sixty (60) days from the date of the election.
- (ii) The election for the Office of the President shall be held at the end of their term during an Annual General Meeting.
- (iii) The election for Directors shall be held during the Annual General Meeting in the years ending in odd numbers.
- (iv) The election for Delegates shall be held during the Annual General Meeting in the years ending in even numbers.

Except when,

- (v) A District shall hold its first election for a Delegate; then the Board shall determine the date. All subsequent elections shall be done in accordance with section (iii).

Or,

- (vi) Pursuant to By-Law No. 4.4 section (A) and (G), which then the date of an election shall occur sixty-one (61) days from the day the vacancy occurred. The Board must provide notice to the membership in accordance with section (B)(i) of this By-Law.

(C) **Voter Eligibility**

- (i) Any member listed in bylaw no. 1 section (C)(i)(a) has the right to cast a single ballot in favour of any nominee for the Office of the President and/or any nominee for the Office of a Director.
- (ii) Any Constituent as per By-Law No. 5.3, has the right to cast a single ballot in favour of any nominee for the Office of a Delegate within their District.

(D) **Nominations**

- (i) Unless otherwise defined in the By-Laws, only members of the Association shall be eligible to stand for an Office.



**BY-LAW NO. 6
ELECTION(S)**

- (ii) Any nominee or candidate who may be in a conflict of interest to the Association or other organizations must report it on their nomination paper.
- (iii) President
 - (a) A potential candidate for the Office of the President must be nominated by no less than twenty (20) members.
- (iv) Director
 - (a) A potential candidate for the Office of a Director must be nominated by no less than ten (10) members; except for
 - (b) Treasurer
 - a. Potential candidates must be nominated specifically as a Director for the office of the Treasurer; and
 - b. Nominated by no less than ten (10) members; and
 - c. Declare on the nomination papers:
 - a. Intention to be a candidate for Treasurer;
 - b. Any post secondary education in finances.
 - d. Potential candidates must have post secondary education in finances to be eligible as a candidate for Treasurer; unless no other potential candidates, with post secondary education in finances meets the requirements to be nominated as defined in this By-Laws, may candidates not be required to have post secondary education in finances.
 - c. Candidate(s) may only run for one (1) office of a Director; and may not run for both Director and Treasurer in the same election cycle.
- (v) Delegate
 - (a) A potential candidate for the Office of a Delegate, must be nominated by no less than ten (10) constituents of the District they are running for.
- (vi) To become a candidate for any election within the Association, all potential candidates must submit to the Registrar, a nomination paper of no less thirty (30) days before the election.



BY-LAW NO. 6 ELECTION(S)

- (a) Before the end of the twenty ninth (29th) day prior to the election, the Registrar shall provide all nomination papers to every member of the Ethics Committee including the Secretary of Ethics.
- (b) Sections (vi) Officers and (vii) portfolio secretaries are excluded from section (viii).
- (vii) A nomination paper shall contain:
 - (a) Election they intend to be nominated;
 - (b) Candidates Name as it appears on the Ballot;
 - (c) References;
 - (d) Any Affiliations;
 - (e) A mechanism to report potential conflict of interest(s);
 - (f) Names of the eligible nominator(s);
 - (g) Any prerequisites as defined within the By-Laws;
 - (h) Any other requirements as per the *Regulations*.
- (viii) Any nominee or candidate who may be in a conflict of interest to the Association or other organizations must report it on their nomination paper.
- (ix) The Ethics Committee shall be granted power to revoke a nomination for any candidate of any election, except for that of the Ethics Committee.
 - (a) Any nominee that had their nomination revoked by the Ethics Committee may appeal in writing to the Ethics Committee.
 - (b) Any final decision to revoke a members nomination shall be overturned providing all of the following are met:
 - a. Fifty (50) percent of those entitled to vote for the nominee sign an appeal petition;
 - b. Seventy five (75) percent of the Delegation approve the appeal petition;
 - c. Seventy five (75) percent of the Board approves the appeal petition.

(E) Procedure



**BY-LAW NO. 6
ELECTION(S)**

- (i) The principles of any election shall be described within this subsection (E), and
- (ii) The procedures shall be described in the regulations, and
- (iii) Be defined in accordance to the principles defined in this subsection (E).
- (iv) The procedure of any election shall be conducted in accordance with the By-Laws and Regulation of the Association.
- (v) Elections shall be conducted by a secret ballot of those who are eligible to vote, present in person, represented by proxy issued in accordance with the *Regulations* or through an electronic voting method as defined within the *Regulations*.
- (vi) All members who are eligible to vote, must be given sufficient opportunity to cast their ballot.
- (vii) All ballots casted after an election deadline shall be invalid.
- (viii) Two (2) registered members and one (1) member of the *Ethics Committee* shall count and validate all casted ballots.
- (ix) The Registrar shall announce the election results.
- (x) One (1) recount of the Ballots shall be conducted when:
 - (a) A written request has been submitted to the Ethics Committee and the Registrar.
 - (b) The results of a successful candidate is less than two (2) percent more than ballots for the unsuccessful candidate.
- (xi) For the Office of the President, the eligible candidate who receives the most eligible votes by those who are entitled to vote shall be the President Elect of the Association.
- (xii) For an Office of a Director, the eligible candidate who receives the most eligible votes by those who are entitled to vote shall be the Director Elect.
- (xiii) For an Office of a Delegate, the eligible candidate who receives the most eligible votes by those who are entitled to vote shall be the Delegate Elect.
- (xiv) The Register shall announce the election results to the membership and transfer all records specific to the election to the Ethics Committee for review.

(F) **Transition**



BY-LAW NO. 6 ELECTION(S)

- (i) The candidate who was successfully elected into office shall remain as either President Elect, Director Elect or Delegate Elect for thirty (30) days following the election and henceforth be known as the transition period.
- (ii) During the transition period the outgoing President, Director or Delegate shall will be responsible for the transition of duties and responsibilities as per the *regulations*, and
- (iii) Shall maintain the duties and responsibilities of the Office until the end of the transition period.
- (iv) During the transition period, the Ethics Committee shall conduct a final review of the election results and upon review shall notify the Registrar to validate or not validate the results prior to the end of the transition period.
 - (a) If the Ethics Committee has justification to not validate the results of the election, then a mandatory re-election shall be called within five (5) business days in accordance with the By-Laws.
 - (b) If an election for a president is deemed not valid by the Ethics Committee, then the presiding president shall remain until the end of their term, and
 - (c) A Director shall be elected into the Office of the President, by a two-thirds majority of the *Joint Committee* and shall remain in Office until the completion of a re-election pursuant to section (iv)(a).
- (v) On the thirtieth (30th) days the transition period shall end;
 - (a) The presiding President will become past president, and
 - (b) The President Elect shall assume the Office of the President as the President of the Association.
 - (c) The presiding Director shall step out of Office and transfer all responsibilities and duties to the Director Elect, and henceforth the Director Elect shall be known as Director.
 - (d) The presiding Delegate shall step out of Office and transfer all responsibilities and duties to the Delegate Elect, and henceforth the Delegate Elect shall be known as Delegate.



BY-LAW NO. 7

MEETING(S)

- (A) Any meeting of the Association shall be conducted in accordance to the By-Laws.
- (B) Unless specified in the By-Laws, a meeting shall be conducted in person, telephone, other communication methods or any combination thereof; provided that communication is unhindered to all participants.
- (C) **Quorum**
 - (i) Unless otherwise defined in the By-Laws, the majority of members in attendance shall be considered Quorum.
 - (ii) Quorum for meetings shall be in the case of;
 - (a) Annual General Meeting(s)
 - a) If the total membership is less than two hundred and fifty (250) then it shall be ten (10) percent of the total membership;

Where as,
 - b) If the total membership is greater than than two hundred and fifty (250) then it shall be twenty five (25) members.
 - (b) Special General Meeting(s)
 - a) If the total membership is less than two hundred and fifty (250) then it shall be twenty (20) percent of the total membership;

Where as,
 - b) If the total membership exceeds two hundred and fifty (250) then it shall be fifty (50) members.
 - (c) Joint Committee
 - a) The combined majority of the Board and Delegation, provided at least three (3) directors and ten (25) percent of the Delegation are present.
 - (d) Board of Directors
 - a) Four (4) Directors.
 - (e) Delegation



BY-LAW NO. 7

MEETING(S)

- a) Fifty (50) percent of the Delegates.
- (iii) Any meeting that does not meet quorum after fifteen (15) minutes from the scheduled start of such meeting shall be cancelled; unless
 - (a) A majority vote by those in attendance agree to proceed with the meeting, however such meeting will not be eligible for any motions, including the introduction of, debating of or the voting and approval of any motions.
- (D) **Notice of Meetings**
 - (i) Members shall receive written notice of the Annual General Meeting not less than sixty (60) days before the date.
 - (ii) Members shall receive written notice of a Special General Meeting not less than thirty (30) days before the date as determined by the President.
 - (iii) All other meetings shall be governed within the *Regulations*.
 - (iv) No error or omission of notice of any meeting shall invalidate such a meeting or make void.
 - (v) In the case of a special meeting of the Association, such notice shall specify the nature of the proposed business to be transacted and no other business shall be transacted at such meeting or any adjournment thereof.
- (E) **Procedure**
 - (i) Unless specified in the By-Laws, the proceedings at meetings of the Association shall be governed by the *Regulations*.
- (F) **Voting**
 - (i) Unless otherwise provided in the By-Laws or Regulations, voting on any question at any meeting of the Association, shall be determined by the majority of votes cast on such question.
 - (ii) Except in elections, voting at all meetings of the Association shall be conducted at the discretion of the Chairperson by either a roll call vote or a voice vote. Any person shall be granted a request for a standing vote after a voice vote has been conducted.
 - (a) A roll call vote is where each person votes “Yea” or “Nay” and their name is called by the secretary or in their absence the chairperson, who records the name and vote.



BY-LAW NO. 7

MEETING(S)

- (b) In a voice vote the names and votes are not collected, but rather the Chairperson poses the question and ask those in favour to say “yea” and those against to say “no”. The Chairperson uses his/her judgement to announce the results.
 - (c) The standing vote shall be requested by any person immediately after the results of a voice vote as announced. The granted standing vote shall be conducted in the same matter as a roll call vote, however the names are not recorded with the vote.
 - (iii) At any meeting, two-thirds of the members present may request to override section (F)(ii) and conduct a vote by secret ballot; in which case the Chairperson shall appoint three (3) scrutineers to collect and tally the ballots cast.
 - (iv) In the case of a tie, the President shall cast the tie breaking vote, except in a Delegation, where the Vice-President shall cast the tie breaking vote.
 - (v) Within seven (7) days after a resolution has passed, the President shall sign or veto the resolution. If vetoed, then the resolution shall be sent back to the Board, Delegation, or committee it originated at. The Veto can be overturned by the Board with a two-thirds majority vote.
- (G) **Meeting Minutes**
- (i) Unless otherwise specified, any meeting of the Association shall be kept on record in meeting minutes.
 - (ii) Pursuant to By-Law No. 8, minutes shall be maintained by the Secretary of the Board.
 - (iii) The recorded minutes shall be accessible to any member.
 - (iv) General discussions and/or working groups are exempted from section (G).
 - (v) A Delegate or any person designated by the Delegate are required to record *District Meetings* and forward approved minutes to the Secretary of the Board and maintained on record in accordance with section (G).
- (H) **Annual General Meeting**
- (i) The Annual General Meeting shall be held annually on the first Friday of December.
 - (ii) The geographical location of the AGM shall be determined by the Board.
 - (iii) The President shall be the Chairperson of the AGM.



BY-LAW NO. 7
MEETING(S)

(I) Special General Meeting

- (i) The Board may at their discretion call for a Special General Meeting, or
- (ii) The Delegation may call for a Special General Meeting with two-thirds (2/3) majority vote.
- (iii) Any resolution passed at a Special General Meeting, must be presented for ratification or approval at the next Annual General Meeting.
- (iv) Business conducted at a Special General Meeting, shall be limited to the business specified in the notice of meeting as per By-Law No. 7.



BY-LAW NO. 8
RECORDS

- (A) All records of the Association shall be kept and maintained in accordance with the By-Laws and Regulations of the Association.
- (B) Pursuant to By-Law No. 4.2 the Board Secretary shall be responsible for the safe keeping of all records pertaining to the Association.
- (C) By written request, and in accordance with the Regulations, shall be granted access to records of the Association.
- (D) Records shall be maintained in a safe non digital copy, that can be accessible by any member of the Board.
- (E) All records shall be kept indefinitely.



BY-LAW NO. 9
FINANCE

- (A) The Chairperson of Finance and the administration thereof, will be that of the Treasurer.
- (B) Financial reports must be presented at the Annual General Meeting.
- (C) The *financial reports* must be kept on record pursuant to By-Law No. 8.
- (D) The financial records of the Association shall be audited on an annual basis not less than forty five (45) days prior to each Annual General Meeting.
- (E) The *financial reports* and any auditor's report shall be available to the members of the Association.
- (F) Any securities of the Association shall be deposited with one or more banks, trust companies or financial institutions for safekeeping, as determined by the Board.
- (G) All cheques, bills or exchange or other orders for the payment of monies, notes or other evidence of indebtedness issued in the name of the Association shall be signed by not less than two (2) officers; as defined by the Board.
- (H) For the purpose of carrying out the Association's objectives, the Association may-borrow, raise or secure the payment of money in such manner as deemed fit by the Board, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of a special resolution of the Board.



BY-LAW NO. 10
SEAL

- (A) The Seal of the Association shall be the property of the Association.
- (B) The corporate Seal of the Association shall be in such form as the Board may approve from time to time.
- (C) The Seal can only be used under the approval of the Board.



BY-LAW NO. 11
BY-LAW DEVELOPMENT

- (A) The bylaws of the Association shall not be rescinded, altered or added to except by special resolution in accordance to By-Law No. 11.
- (i) In this section (A), “Registrar” refers to the *Registrar of the Societies Act*.
 - (ii) No rescission or alteration of or addition to a bylaw has effect until it has been registered by the *Registrar of the Societies Act*.
 - (iii) If the *Registrar* is of the opinion that a bylaw is not in accordance with the application for incorporation or that it contains anything contrary to law, the *Registrar* shall refuse to register it.
- (B) Members shall be given written notice, not less than one hundred and eighty (180) days before the AGM of intent to repeal or amend and no less than ninety (90) days notice of the proposed changes to the By-Laws.
- (C) Within this By-Law the use of “ratification” shall mean the official procedure of enacting a By-Law.
- (D) The ratification of a By-Law shall occur in the sequence of a draft, proposal, bill, ratify and special resolution.
- (E) **Draft**
- (i) A “draft” is a document that outlines the proposed By-Law or any amendments and/or repeal of a current By-Law.
 - (ii) A draft can be submitted by any member of the Association to any member of the Board or Delegation, or
 - (iii) A draft can be submitted by any member of the governing structure.
- (F) **Proposal**
- (i) A draft becomes a proposal once it has been introduced to either the Board or Delegation, and
 - (ii) A committee has been established to develop it.
- (G) **Bill**
- (i) A “Bill” is the final draft of a proposed By-Law or amendment.
 - (ii) The proposal must be introduced to either the Board or Delegation by a motion to adopt the proposal as a Bill.



BY-LAW NO. 11
BY-LAW DEVELOPMENT

- (a) A proposal that shall not pass the motion as stated above, shall remain as a proposal;
- (b) Where as,
- (c) A proposal that has passed the motion as stated ins section (ii) shall be adopted as a Bill.
- (iii) A written notice of not less than thirty (30) days from the date to vote on such a Bill must be given to the membership. The notification must include a copy of the Bill, the consultation period and a date for the question and answer session.
- (iv) Any Bill is subjected to consultation pursuant to section (K).
- (v) At anytime during the consultation period, either the Board or Delegation may by a majority vote, withdraw the Bill. A Bill that has been withdrawn is reclassified as a Draft.
- (vi) On the thirty first (31) day, the Bill shall be presented to the Delegation for deliberation and vote.
 - (a) Voting shall be conducted in accordance with By-Law No. 7(F).
 - (b) A vote may if desired be abstain with a two-thirds (2/3) majority vote of the Delegation.
 - (c) A Bill that has passed by a majority vote of the Delegation, shall be delivered to the Board in accordance with section (vii).
- (vii) On the seventh (7th) day following a Bill that has passed the Delegation, shall be presented to the Board for deliberation and vote.
 - (a) Voting shall be conducted in accordance with By-Law No. 7(F).
 - (b) A vote may if desired be abstain with a two-thirds (2/3) majority vote of the Board.
 - (c) A Bill that has passed by a majority vote of the Board, is subject to section (viii).
- (viii) A Bill that has been passed by both the Board and Delegation shall be classified as a *resolution* and is subjected to section (H).

Where as,

- (ix) A Bill that does not pass shall be classified as a draft.

(H) Ratify

- (i) Pursuant to section (F)(viii) the resolution shall be promptly delivered to the Office of the President;



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BY-LAW DEVELOPMENT

- (ii) Within seven (7) days after receiving the *resolution* the President shall sign or veto the resolution.
 - (a) A resolution signed by the President, shall be considered a special resolution and is subjected to section (J).
- Where as,
- (b) A Veto is where the President does not approve the resolution and therefore shall be subjected to section (L).
- (iii) All resolutions shall be suspended from ratification by the Office of the President, when in accordance with By-Law No. 3.2 the Office is vacated or is being filled by the Vice-President, and
 - (ix) Any suspended resolution shall be reinstated once the Office of the President has been fulfilled in accordance with By-Law No. 6.

(J) Special Resolution

- (i) A *Special Resolution* shall not hold the same powers as a By-Law and shall not take effect, until it has been approved by the members at the next Annual General Meeting.
- (ii) Prior to any special resolution being presented at the AGM, the Ethics Committee shall;
 - (a) Receive any *special resolution* to be presented at the AGM no less than ten (10) days prior to the AGM.
 - (b) The Ethics Committee shall approve the special resolution with a majority vote at no less than five (5) days prior to the AGM. Any special resolution that does not receive approval by the Ethics Committee within the five (5) days prior to the AGM shall be deemed nullified.
- (iii) A *Special Resolution* shall be passed;
 - (a) At the Annual General Meeting of which not less than ninety (90) days notice specifying the intention to propose the special resolution has been duly given, and
 - (b) By the vote of not less than seventy five (75) percent of those members who, if entitled to do so, vote in person or by proxy.
- (iv) A Special Resolution consented to in writing by all the members who would have been entitled at an Annual General Meeting to vote on the resolution in person or, where proxies are permitted, by proxy.



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- (v) A Special Resolution that is not passed in accordance with section (iii) and (iv) shall be nullified and not eligible as a draft for future ratification.

(K) Consultation

- (i) Consultation shall occur with the *constituents* of the Association.
- (ii) The consultation period shall be the thirty (30) days prior to voting on such Bill in the Delegation.
 - (a) Within the period of consultation, at least one (1) question and answer session must be held between the Board, Delegation and the constituents.

(L) Veto

- (i) Pursuant to section H(ii)(b) a President may veto a Bill presented to for ratifying as per section (H)(i) and if done so, then the following shall occur:
 - (a) The Bill shall not be enacted as an amendment pursuant to section (H)(ii)(c) but rather be sent back to the Board;
 - a) The President may or may not choose to include any recommendations or justification for a veto.
 - (b) Upon receipt of the veto'd Bill, the Board may choose to adopt the recommendations or call for an *override veto*.
 - a) If the Board adopts the recommendations or makes additional recommendations, then the Bill shall return to the Delegation for deliberation and vote; or may
 - b) Enact an *override veto* and shall then refer to section (ii).
 - (c) Upon delivery of the Bill from the Board pursuant to section (H)(b)(a), The Delegation shall;
 - a) Deliberate and vote to accept any recommendations or amendments; or may
 - b) Recommend to the Board to call for an *override veto*.
 - c) A majority vote by the Delegation must be achieved to enact the above section a) or b) or otherwise the Bill shall be nullified.
 - d) Pursuant to section a) the Bill shall be returned to the Board.



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- (d) Upon delivery of the Bill, the Board shall vote to accept the recommendations, and
 - a) If passed then the Bill shall be delivered to the Office of the President for ratification pursuant to section (H).
 - b) If not passed then the Bill will be nullified.
- (e) Upon receipt of the Bill from the Board in accordance with section (d)a), the President shall;
 - a) Approve and Ratify the Bill in accordance with section (H)(ii)(a), or
 - b) If not approved then the Bill shall be nullified.
- (ii) In this By-Law an “*Override Veto*” is the process that the Board and Delegation can override a presidential veto. To conducted an override veto, the following shall be conducted:
 - (a) The Board has the authority to call for an *override veto*;
 - (b) A Joint Committee shall be convened for the sole purpose of an *override veto* on a specific presidents veto;
 - (c) A two-thirds (2/3) majority vote by all members of the Joint Committee, who are entitled to do so, have voted in favour of an *override veto*, shall override a presidents veto on the Bill in question.
 - (d) A passed motion to *override veto* shall ratify the Bill into a special resolution and shall be promptly signed by the President and delivered to the Ethics Committee in accordance with section (J)(ii).
- (M) In accordance with the *Societies Act* section 28, The Association shall file with the Registrar of the *Societies Act* every *special resolution* passed.



BY-LAW NO. 12

REGULATION DEVELOPMENT

- (A) Only in accordance with By-Law No. 12 shall the governing structure introduce, appeal or amend the regulations of the Association.
- (B) Within the By-Laws the use of “ratification” shall mean the official procedure of enacting a regulation.
- (C) The ratification of regulations shall occur in the sequence of a draft, proposal, bill and ratify.
- (D) **Draft**
 - (i) A “draft” is a document that outlines the proposed regulation or any amendments and/or repeal of a current regulation.
 - (ii) A draft can be submitted by any member of the Association to any member of the Board or Delegation, or
 - (iii) A draft can be submitted by any member of the governing structure.
- (E) **Proposal**
 - (i) A draft becomes a proposal once it has been introduced to either the Board or Delegation, and
 - (ii) A committee has been established to develop
- (F) **Bill**
 - (i) A “Bill” is the final draft of a proposed regulation or amendment.
 - (ii) The proposal must be introduced to either the Board or Delegation by a motion to adopt the proposal as a Bill.
 - (a) A proposal that shall not pass the motion as stated above, shall remain as a proposal;
 - (b) Where as,
 - (c) A proposal that has passed the motion as stated ins section (ii) shall be adopted as a Bill.
 - (iii) A written notice of not less than thirty (30) days from the date to vote on such a Bill must be given to the membership. The notification must include a copy of the Bill, the consultation period and a date for the question and answer session.
 - (iv) Any Bill is subjected to consultation pursuant to section (I).



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REGULATION DEVELOPMENT

- (v) At anytime during the consultation period, either the Board or Delegation may by a majority vote, withdraw the Bill. A Bill that has been withdrawn is reclassified as a Draft.
- (vi) On the thirty first (31) day, the Bill shall be presented to the Delegation for deliberation and vote.
 - (a) Voting shall be conducted in accordance with By-Law No. 7(F).
 - (b) A vote may if desired be abstain with a two-thirds (2/3) majority vote of the Delegation.
 - (c) A Bill that has passed by a majority vote of the Delegation, shall be passed to the Board in accordance with section (vii).
- (vii) On the seventh (7th) day following a Bill that has passed the Delegation, shall be presented to the Board for deliberation and vote.
 - (a) Voting shall be conducted in accordance with By-Law No. 7(F).
 - (b) A vote may if desired be abstain with a two-thirds (2/3) majority vote of the Board.
 - (c) A Bill that has passed by a majority vote of the Board, is subject to section (viii).
- (viii) A Bill that has been passed by both the Board and Delegation shall be classified as a *resolution* and is subjected to section (G).

Where as,

- (ix) A Bill that does not pass shall be classified as a draft.

(G) Ratify

- (i) Pursuant to section (F)(viii) shall be promptly delivered to the Office of the President;
- (ii) Within seven (7) days after receiving the *resolution* the President shall sign or veto the resolution.
 - (a) A resolution signed by the President, shall be considered ratified and enacted immediately as an *amendment*.

Where as,

- (b) A Veto is where the President does not approve the resolution and therefore shall be subjected to section (K).



BY-LAW NO. 12 REGULATION DEVELOPMENT

- (c) An *amendment* shall hold the same powers as a regulation and take immediate effect, however shall be subjected to section (H) at the next annual general meeting.
 - (iii) All resolutions shall be suspended from ratification by the Office of the President, when in accordance with By-Law No. 3.2 the Office is vacated or is being filled by the Vice-President, and
 - (viii) Any suspended resolution shall be reinstated once the Office of the President has been fulfilled in accordance with By-Law No. 6.
- (I) **Referendum**
- (i) Shall occur at the Annual General Meeting.
 - (ii) Any member of the Board or Delegate shall be granted the authority to call for a referendum.
 - (iii) Any amendment shall be subjected to a referendum; whereby the membership shall approve or not approve by a majority vote. The result of a referendum shall take immediate effect on the following:
 - (a) An approved amendment shall henceforth be classified as a *regulation*.
 - (b) Where as,
 - (c) An amendment that has not been approved shall be nullified. Therefore the regulations shall return to a state prior to the amendment.
 - a) A nullified amendment shall not be eligible as a draft for future ratification.
- (J) **Consultation**
- (i) Consultation shall occur with the *constituents* of the Association.
 - (ii) The consultation period shall be the thirty (30) days prior to voting on such Bill in the Delegation.
 - (a) Within the period of consultation, at least one (1) question and answer session must be held between the Board, Delegation and the constituents.
- (K) **Veto**
- (i) Pursuant to section G(ii)(b) a President may veto a Bill presented to for ratifying as per section (G)(i) and if done so, then the following shall occur:



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REGULATION DEVELOPMENT

- (a) The Bill shall not be enacted as an amendment pursuant to section (G)(ii)(c) but rather be sent back to the Board;
 - a) The President may or may not choose to include any recommendations or justification for a veto.
- (b) Upon receipt of the veto'd Bill, the Board may choose to adopt the recommendations or call for an *override veto*.
 - a) If the Board adopts the recommendations or makes additional recommendations, then the Bill shall return to the Delegation for deliberation and vote; or may
 - b) Enact an *override veto* and shall then refer to section (ii).
- (c) Upon delivery of the Bill from the Board pursuant to section (K)(b)(a), The Delegation shall;
 - a) Deliberate and vote to accept any recommendations or amendments; or may
 - b) Recommend to the Board to call for an *override veto*.
 - c) A majority vote by the Delegation must be achieved to enact the above section a) or b) or otherwise the Bill shall be nullified.
 - d) Pursuant to section a) the Bill shall be returned to the Board.
- (d) Upon delivery of the Bill, the Board shall vote to accept the recommendations, and
 - a) If passed then the Bill shall be delivered to the Office of the President for ratification pursuant to section (G).
 - b) If not passed then the Bill will be nullified.
- (e) Upon receipt of the Bill from the Board in accordance with section (d)a), the President shall;
 - a) Approve and Ratify the Bill in accordance with section (G)(ii)(a), or
 - b) If not approved then the Bill shall be nullified.
- (ii) In this By-Law an “Override Veto” is the process that the Board and Delegation can override a presidential veto. To conducted an override veto, the following shall be conducted:
 - (a) The Board has the authority to call for an *override veto*;



BY-LAW NO. 12
REGULATION DEVELOPMENT

- (b) A Joint Committee shall be convened for the sole purpose of an *override veto* on a specific presidents veto;
 - (c) A two-thirds (2/3) majority vote by all members of the Joint Committee, who are entitled to do so, have voted in favour of an *override veto*, shall override a presidents veto on the Bill in question.
 - (d) A passed motion to *override veto* shall ratify the Bill into an amendment and shall be promptly signed by the President.
- (L) No Regulation shall be permitted for ratification within thirty (30) days prior to or after an Annual General Meeting.



BY-LAW NO. 13
ETHICS COMMITTEE

- (A) The members of the Alberta Paramedic Association have a right to an association which is conducted with impartiality and integrity.
- (B) The Alberta Paramedic Association shall maintain at all times an *Ethics Committee* that is independent branch of the governing structure.
- (C) The Ethics Committee shall be comprised of:
- (i) A Chairperson who is a non-voting member of the Committee and in accordance with By-Law No. 4.3 shall be the Secretary of Ethics.
 - (ii) Five (5) voting committee members, who are neither a member of the Association or a Registered practitioner with the Alberta College of Paramedics.
- (D) **Duties and Powers**
- (i) Obligated to ensure that the governing structure or any members of, not be, nor seem be, in any conflict between the private interests of employees and/or the Association.
 - (ii) May provide recommendations to the Board, Delegation or Joint Committee on matters relating to the Code of Ethics, Conflict of Interest Standards and any other related regulations or policies.
 - (iii) Shall at the *Ethics Committee* discretion approve a *Confidence Petition* in accordance with the By-Laws and *Regulations*.
 - (iv) In accordance with By-Law No. 3.1, shall give consent to the removal of a President.
- (E) **Appointment**
- (i) Except for the Chairperson, any member of the *Ethics Committee* shall be appointed by the following steps:
 - (a) The President shall nominate a candidate to become a member of the *Ethics Committee*; then
 - (b) The Board and other members of the *Ethics Committee* shall approve the nomination by a majority vote; then
 - (c) The Delegation shall approve the nominee as a member of the *Ethics Committee* by a majority vote.
- (F) **Term**



BY-LAW NO. 13
ETHICS COMMITTEE

- (i) Except for the Chairperson, the term of any member of the *Ethics Committee* shall be four (4) years from the first day of the month they were appointed.

(G) **Vacancy**

- (i) Any vacancy shall be fulfilled in accordance with section (E) of By-Law No. 13 within Sixty (60) calendar days of such vacancy.
- (ii) Any committee member may resign upon written notification to the Chair.

(H) **Removal**

- (i) Committee members who are absent for more than three (3) committee meetings per year automatically forfeit their membership on the committee.
 - (a) The Board has the discretion to approve, in advance, an extended absence of any committee member.
- (ii) A person appointed to the *Ethics Committee* ceases to be a member if they are no longer in good standing or if they become an employee of the Association.

(I) **Remuneration**

- (i) Shall be determined and conducted in accordance with the *Regulations*.