

**BY-LAWS RELATING TO THE ACTIVITIES AND OPERATIONS OF  
THE COLLEGE OF PARAMEDICS OF NOVA SCOTIA – Version 4**

**1. INTERPRETATION**

- 1.1 References in this document to the *Act*, Regulations and By-Laws refer to the *Paramedics Act*, SNS 2015, c 33, the College of Paramedics Regulations and these By-Laws made under the *Act*.
- 1.2 These By-Laws may be cited as the College of Paramedics By-Laws.
- 1.3 Words importing the singular include the plural number and vice versa unless the context otherwise requires.
- 1.4 Words indicating the masculine import the feminine and vice versa unless the context otherwise requires.
- 1.5 In the event of any conflict between these By-Laws and the *Act* and/or Regulations, the provisions of the *Act* and/or Regulations prevail.
- 1.6 In the event of any conflict between these By-Laws and Council Policies, the provisions of these By-Laws prevail.

**2. DEFINITIONS**

- 2.1 In these By-Laws,
  - (a) “Class of Licence Councillor” means a member elected by the membership of the College to represent a class of license on Council;
  - (b) “District Councillor” means a member elected by the membership of the College to represent a geographical district on Council;
  - (c) “Officer” or “Officers” means any one or more persons, respectively, who have been appointed as officers of the College, and includes the President and Vice-President;
  - (d) “Good Standing” means a practising member who is not in default of payment of any monies owing to the College.
- 2.2 Other terms defined in the *Act* or the Regulations are applicable to these By-Laws.

**3. CORPORATE SEAL**

- 3.1 The seal of the College shall be prescribed by the Council and shall have the words “College of Paramedics of Nova Scotia, incorporated 2017” endorsed thereon.

#### **4. HEAD OFFICE**

- 4.1 The head office of the College shall be maintained within the province of Nova Scotia and located as to reasonably carry on the business of the College.

#### **5. EXECUTION OF DOCUMENTS**

- 5.1 Documents to be executed on behalf of the College shall be signed by any 2 of the 4 following individuals:
- President;
  - Vice-President;
  - Executive Director/Registrar;
  - a Council member other than the President or Vice-President.

#### **6. REGISTRATION EXAMINATIONS**

- 6.1 Registration Examinations, which are a prerequisite for registration pursuant to the *Act* and/or Regulations, shall be approved by the Council.

#### **7. COUNCIL**

- 7.1 Pursuant to section 7(1)(a) of the *Act*, Council shall consist of:
- (a) four District Councillors, one from each geographical districts pursuant to Article 8; and
  - (b) four Class of Licence Representatives, one from each class of licence pursuant to Article 9;

#### **8. GEOGRAPHICAL DISTRICTS**

- 8.1 For purposes of elections, the geographical districts of the College are:
- (a) Western District (includes Yarmouth, Shelburne, Digby, Queens, Annapolis, Lunenburg, and Kings counties);
  - (b) Eastern District (includes Guysborough, Antigonish, Richmond, Inverness, Victoria and Cape Breton counties);

- (c) Northern District (includes East Hants, Colchester, Cumberland and Pictou counties); and
- (d) Central District (includes Halifax county and West Hants).

8.2 The geographical district in which a member is eligible to vote is;

- (a) normally, the geographical district of the member's residential address, or place of employment, as reflected in the records of the College as of the date the ballots are distributed, or
- (b) for members who are not residents of, or employed within Nova Scotia, the geographical district of the address of the College's Head Office.

## **9. CLASS OF LICENCE REPRESENTATIVES**

9.1 The classes of licence of the College are:

- (a) Primary care;
- (b) Intermediate care;
- (c) Advanced care; and
- (d) Critical care.

9.2 A member is eligible to vote for a Class of Licence Representative if the member holds a practising licence in that same class.

## **10. NOMINATIONS COMMITTEE**

10.1 The Nominations Committee consists of at least the following:

- (a) 1 public representative;
- (b) 2 practising members;

10.2 The members of the committee shall be appointed by the Council for a two-year term with eligibility for reappointment for a second term.

10.3 The Council shall appoint one of the members as Chair of the Nominations Committee.

10.4 A decision of the Nominations Committee requires a majority vote of its members.

10.5 At least three months prior to the election date, the Nominations Committee shall call for candidate nominations for any Councillor vacancies to be filled at the next election, and shall set the date by which nominations must be submitted to the Nominations Committee;

- 10.6 Candidates may be nominated in two ways:
- a. through nomination by two practising members; or
  - b. by the Nominations Committee.
- 10.7 The Nominations Committee shall ensure that a slate of candidates is put forward to fill all vacancies.

## 11. ELECTION OF COUNCIL

- 11.1 The Council shall fix, by resolution, an election date for the election of District Councillors and Class of Licence Councillors required by these By-Laws, and shall also set the deadline by which eligible ballots for the election must be received at the College.
- 11.2 A member is eligible to be nominated if the member:
- (a) holds practising status;
  - (b) is not in default of payment of any monies owing to the College;
  - (c) is able and willing to serve fairly, impartially and in the public interest;
  - (d) is not currently subject to a licensing sanction, or was not subject to a licensing sanction within the five years preceding the date of the election;
  - (e) is not an employee of the College;
  - (f) is willing to contribute to the attainment of the purposes of the College;
  - (g) is able to devote the appropriate time and attention to the role of District Councillor or Class of Licence Councillor, as the case may be; and
  - (h) has, or is willing to attain, the appropriate competencies to fulfil the role of District Councillor or Class of Licence Councillor, as the case may be.
- 11.3 Elections shall be held annually to fill vacancies in accordance with Articles 11.4 to 11.6.
- 11.4 For elections held in **2018 and every third year thereafter**, the Nominations Committee shall call for nominations to fill the upcoming vacancies for:
- (a) 1 District Councillor from the Central District; and
  - (b) 1 Class of Licence Councillor from Critical Care.
- 11.5 For elections held in **2019 and every third year thereafter**, the Nominations Committee shall call for nominations to fill the upcoming vacancies for:
- (a) 1 District Councillor from the Northern District;

- (b) 1 District Councillor from the Western District; and
  - (c) 1 Class of Licence Councillor from Advanced Care.
- 11.6 For elections held in **2020 and every third year thereafter**, the Nominations Committee shall call for nominations to fill the upcoming vacancies for:
- (a) 1 District Councillor from the Eastern District;
  - (b) 1 Class of Licence Councillor from Intermediate Care; and
  - (c) 1 Class of Licence Councillor from Primary Care.

## **12. ELECTION PROCESS**

- 12.1 Every member who holds a Practising or Restricted Practising license and is in good standing, is eligible to vote for a candidate for a Councillor position if the practising member meets the eligibility criteria in Article 8.2 or Article 9.2.
- 12.2 Voting shall take place secretly, either by ballot paper or electronically, as determined by Council.
- 12.3 Council shall appoint a Chief Elections Officer to oversee the elections process. The Chief Elections Officer shall not be a member of the Nominations Committee
- 12.4 The Chief Elections Officer shall appoint two scrutineers who are not members to assist in the counting of the ballots.
- 12.5 The Chief Elections Officer and scrutineers must maintain the confidentiality of information on the ballots.
- 12.6 Not later than three months prior to an election, Council shall fix the following dates:
- (a) the date by which ballots must be submitted to the College; and
  - (b) the date when the ballots will be counted, which must be at least two weeks prior to the Annual General Meeting.
- 12.7 At the date and time established for the counting of the ballots, the Chief Elections Officer and the scrutineers shall:
- (a) examine the ballots;
  - (b) declare invalid all ballots that have not been completed in accordance with the instructions on the ballot; and
  - (c) make a record of the entire number of votes cast for each candidate and position.

- 12.8 The member having the highest number of votes for each position shall be elected, and in the case of a tie, an election shall be held by secret ballot at the Annual General Meeting, with the names of only the individuals who received tie votes being placed on the ballot for purposes of breaking the tie.
- 12.9 After the counting of the ballots, the results of the election shall remain confidential until announced at the Annual General Meeting, unless there is a tie vote for any position, in which case the Chief Elections Officer shall advise the candidates for such position and the membership as a whole of the existence of the tie, and of the procedure for breaking the tie set out in Article 12.7. Such notice shall be provided at the earliest opportunity following the determination that a tie exists.
- 12.10 Any member seeking to challenge the result of an election must do so within 2 business days following the Annual General Meeting by notifying the Chief Elections Officer. In such event, the Chief Elections Officer shall in the presence of the scrutineers and the candidates for the contested position recount the ballots, and the Chief Elections Officer shall make the final decision respecting the successful candidate.
- 12.11 In the event of any irregularity with respect to any ballot or election, either at the timing of the initial counting of ballots, or in the event of a challenge under Article 12.9, the Chief Elections Officer will be the sole arbitrator thereof, and their decision is final.
- 12.12 The Chief Elections Officer shall destroy the ballots on the third business day following the election, unless a request to challenge the results of the election has been made in accordance with Article 12.9, in which case, the ballots will be destroyed following the recount and the pronouncement of the successful candidate.

### **13. TERM OF OFFICE**

- 13.1 Subject to the terms of office of Councillors appointed at the first election upon proclamation of the *Paramedics Act*, a Councillor shall serve a term of 3 years, and may be elected for no more than two consecutive terms.
- 13.2 The term of the position of President is one year.
- 13.3 The term of the position of Vice-President is one year.
- 13.4 No person may be elected President or Vice-President for more than two consecutive terms in each position.

### **14. ELECTION OF PRESIDENT AND VICE-PRESIDENT**

- 14.1 In each calendar year, Council shall elect from among its members a President and Vice-President.

- 14.2 The election shall take place at such time and in such manner as determined by Council, subject to Articles 14.3 and 14.4.
- 14.3 Candidates for the positions of President and Vice-President may be nominated in two ways:
  - a. through nomination by two members of Council; or
  - b. by the Nominations Committee.
- 14.4 The Nominations Committee shall advance the slate of candidates for President and Vice-President to Council, in the manner directed by Council.
- 14.5 For clarity, the person elected as President or Vice-President maintains their District Councillor or Class of Licence Councillor position and term upon election to the office of President or Vice-President.

**15. PRESIDENT OF COUNCIL**

- 15.1 The President shall:
  - (a) unless otherwise delegated, preside at all meetings of the Council, the Annual General Meeting, and any Special Meetings of the College;
  - (b) perform all acts related to the office.
- 15.2 The President shall not vote at any meeting of the Council, except in the case of a tie, where the President shall cast the deciding vote. For clarity, the President is eligible to cast a vote in any Council election.

**16. VICE-PRESIDENT OF COUNCIL**

- 16.1 The Vice-President shall:
  - (a) perform the duties of the President in the absence of the President; and
  - (b) perform other duties as delegated by the President.

**17. VACANCY OF OFFICE**

- 17.1 If the term of office of any member of Council, including the office of the President or Vice-President, is not completed, Council shall appoint a member to fill such vacancy for the period of the unexpired term, and such period is not to be considered a term for purposes of Article 13.1.

## **18. REMOVAL OF MEMBERS OF COUNCIL AND OFFICERS**

- 18.1 A member of Council or officer may be removed from office by a resolution of Council approved by two-thirds of the members of Council casting votes following a properly constituted meeting of Council at which notice of the vote has been properly given.

## **19. EXECUTIVE DIRECTOR/REGISTRAR**

- 19.1 The Council shall appoint an Executive Director/Registrar.
- 19.2 The Council is the only entity that can employ, terminate, discipline, establish or change the conditions of employment of the Executive Director/Registrar.
- 19.3 The Executive Director/Registrar shall perform such duties as set out in the *Act*, Regulations and these By-Laws, and such other duties as determined by Council. Notwithstanding the foregoing, the Executive Director/Registrar has no authority to make, amend, or repeal By-Laws or Council policies.
- 19.4 The Executive Director/Registrar shall report to and be accountable to the Council, through the President.
- 19.5 The Executive Director/Registrar shall abide by the terms of the Executive Director/Registrar's employment contract with the College.
- 19.6 The Executive Director/Registrar shall reasonably interpret the *Act*, Regulations, By-Laws, and College Policies when exercising authority and making decisions. Where the Executive Director/Registrar has any doubt about the interpretation, the Executive Director/Registrar shall consult the President for clarification.
- 19.7 The Executive Director/Registrar shall act as the official spokesperson for the College, unless this function is otherwise delegated.
- 19.8 The Executive Director/Registrar shall serve in an *ex officio* capacity on Council, subject to recusal for in-camera meetings as determined by the President.
- 19.9 The Executive Director/Registrar shall carry no vote.
- 19.10 In the event of the office of the Executive Director/Registrar being vacant, the Council shall make a temporary appointment until a successor is appointed by the Council.

## **20. ANNUAL GENERAL MEETINGS**

- 20.1 An annual general meeting shall be held at a time and place determined by the Council, with an agenda approved by Council.



- 20.2 The Executive Director/Registrar shall ensure that notice of Annual General Meetings is sent to each member by post or electronically at least 30 days prior to the date of the meeting.
- 20.3 The Agenda shall include the following:
- (a) approval of the minutes of the previous Annual General Meeting;
  - (b) annual reports from the President and Executive Director/Registrar;
  - (c) approval of an auditor;
  - (d) annual audit report, which shall include the College's audited financial statements;
  - (e) business arising from the previous annual general meeting;
  - (f) elections;
  - (g) any matters to be voted upon pursuant to Article 22; and
  - (h) any other matters as determined by the Council.
- 20.4 A quorum at an annual general meeting shall be 12 members. If within 30 minutes from the time appointed for the meeting a quorum of members is not present, the meeting shall be dissolved and rescheduled.

## **21. MATTERS FOR VOTING AT AN ANNUAL GENERAL MEETING**

- 21.1 The following matters shall be voted upon at an Annual General Meeting:
- (a) motions arising out of the business of the Annual General Meeting; and
  - (b) resolutions proposed pursuant to Article 23, and related motions arising out of such resolutions.

## **22. RESOLUTIONS AND MOTIONS**

- 22.1 A resolution shall only be considered by Council where the resolution is:
- (a) consistent with the objects of the *Act* and within the jurisdiction of the College;
  - (b) submitted by a member, and seconded by another member, at least 90 days prior to an Annual General Meeting; and
  - (c) passed at an annual general meeting by a majority vote of those eligible to vote.

- 22.2 Where a motion has been passed pursuant to Article 22.1(a), or a resolution has been passed in accordance with Article 23.1, Council shall consider the content of the motion or resolution, but such motion or resolution is not binding on Council.

### **23. SPECIAL GENERAL MEETINGS**

- 23.1 Special meetings of the College may be called to deal with unusual or extraordinary circumstances of an immediate nature. These meetings may be called at the request of at least 20% of the practising members.
- 23.2 The Executive Director/Registrar shall ensure that notice of special meetings is sent to each member by post or electronically at least 5 business days prior to the date of the meeting.
- 23.3 Business other than that stated on the agenda shall not come before the meeting.
- 23.4 A quorum at a special meeting shall be 20% of the practising members. If within 30 minutes from the time appointed for the meeting a quorum of members is not present, the meeting shall be dissolved and rescheduled.

### **24. COUNCIL MEETINGS**

- 24.1 The Council shall meet regularly throughout the year, and not less than quarterly.
- 24.2 The Executive Director/Registrar shall ensure notice of Council meetings is given to Council members at least 14 days in advance of the meeting, stating the place and time.
- 24.3 The minutes of the Council meetings shall be sent to all members of the Council prior to the next meeting.
- 24.4 If a member of the Council does not attend three consecutive meetings, without sufficient cause accepted by the Council, a vacancy shall be declared.
- 24.5 A quorum at a council meeting shall be a majority of the members of Council, regardless of whether the members of Council are public member representatives or other representatives appointed under section 105 of the *Act*. If within 30 minutes from the time appointed for the meeting a quorum of members is not present, the meeting shall be dissolved and rescheduled.

### **25. MINUTES OF COUNCIL MEETINGS**

- 25.1 Minutes will capture the nature of discussions at Council meetings and will include a list of "action items", if any, with names or positions attached to show responsibility for the follow-up required.

- 25.2 Except for the names of the mover and seconder of motions and the name of the person introducing the matter to the Council, minutes will not attribute comments to individual members of Council unless it is necessary to do so in order that a reader can clearly understand the nature of the discussion.
- 25.3 Minutes will reflect the results of votes, but names will not be attributable to votes unless a member of Council requests that his/her individual vote be recorded or the Council approves a recorded vote on a resolution.

## **26. VOTING AT MEETINGS**

- 26.1 All matters at a meeting of the College, including annual general meetings, special general meetings, council meetings, and committee meetings are decided by a majority of the votes of the members present at the meeting.
- 26.2 Votes at meetings of the College, including annual general meetings, special general meetings, council meetings, and committee meetings shall be given in person and not by proxy. A member of Council participating in a Council meeting by teleconference or other electronic means is deemed to be participating in person, and is eligible to vote at such meeting.
- 26.3 The President or other person chairing the meeting shall only vote if the vote on a question is evenly divided.
- 26.4 Members shall vote by a show of hands unless a majority decides that a vote should be taken by secret ballot.

## **27. NOTICES**

- 27.1 Any notice required under these By-Laws shall indicate the time and place of the meeting, a draft agenda for the meeting, and any additional materials as determined by Council.
- 27.2 Any notice mailed to the last known address (physical or electronic) of a member is deemed to be notice to that member of a meeting.
- 27.3 Omission of notice of a meeting to any person entitled to receive notice does not invalidate proceedings at that meeting.

## **28. AUDIT COMMITTEE**

- 28.1 The Audit Committee consists of at least the following:
  - (a) 1 public representative;
  - (b) 3 practising members, 1 of whom is a member of the Council;
  - (c) 1 person who is not a member but who has financial expertise.

- 28.2 The members of the committee shall be appointed by the Council for a two-year term with eligibility for reappointment for a second term.
- 28.3 The Council shall appoint one of the members as Chair of the Audit Committee.
- 28.4 If the term of office of an appointed member of the Audit Committee is not completed, Council may appoint a replacement who shall hold office until the completion of the vacated term.
- 28.5 A decision of the Audit Committee requires a majority vote of its members.
- 28.6 The Audit Committee shall perform the functions as determined by Council.

## **29. OTHER COMMITTEES**

- 29.1 In addition to Committees established under the *Act*, Regulations, and By-Laws, Council may appoint other committees to perform such duties as determined by Council.
- 29.2 Unless otherwise prescribed by these By-Laws, committee appointments are for a term of two years, and may be renewed for such additional terms as determined by Council.

## **30. PROCEEDINGS BEFORE COMMITTEES**

- 30.1 Council shall appoint a Chair of each Committee.
- 30.2 The members of a committee may waive notice of any meeting or proceeding of the committee.
- 30.3 A proceeding of a committee is not invalidated because a member of the committee fails to receive notice of the proceeding or the meeting at which the proceeding takes place.
- 30.4 Any committee may conduct meetings by mail, electronic or such other means as determined by the Committee Chair.
- 30.5 Each Committee Chair shall prepare and submit an annual report of its activities to the Council, not later than 45 days prior to the distribution of the Annual Report.
- 30.6 A committee member may be removed by a majority vote of the Council.
- 30.7 Expenditures by any committee shall be limited to those funds approved in the annual budget of the College, unless further approval of the Council has been obtained.
- 30.8 Committee meetings shall normally take place in person but may, at the discretion of the Committee, be conducted via teleconference or other electronic means.

Members participating in a meeting by teleconference or other electronic means are included in the calculation of a quorum.

### **31. REISSUING EXPIRED LICENCE**

- 31.1 The Executive Director/Registrar must reissue the license of a person whose license has expired where the person
- (a) applies for renewal and pays the applicable renewal fee prescribed by the Council;
  - (b) meets all remaining criteria for entry in the applicable roster; and
  - (c) pays any applicable penalty amount prescribed by the Council.

### **32. FEES**

- 32.1 The annual fees for registration and licensure in a particular class and category of license shall be determined by resolution of Council.
- 32.2 Any changes to the annual fees shall be determined by Council.
- 32.3 Fees shall be payable on such date as determined by the Council.
- 32.4 In the event fees are not paid by the due date, College membership will be revoked until such time the fees are paid in full, and the person pays any reinstatement fee approved by Council.
- 32.5 All other fees shall be as determined by Council.

### **33. SCHEDULE FOR MEMBER'S REGISTRATION**

- 33.1 Council may establish policies governing the schedule for a member's registration.

### **34. REMUNERATION AND EXPENSES**

- 34.1 Members of the Council do not receive remuneration for their services but are entitled to reimbursement for expenses actually incurred on Council business and which are approved by Council.

### **35. FORMS**

- 35.1 Any forms required pursuant to the Act, Regulations or the Bylaws shall be approved by the Executive Director/Registrar.

## **36. RECORDS**

- 36.1 The Executive Director/Registrar is responsible for maintaining the Register.
- 36.2 The Council may establish policies governing the use of membership information and records of the College.
- 36.3 The Council may establish policies respecting the records and accounts to be kept by a member with respect to a member's practice, and providing for the production, inspection, and examination of such records and accounts.

## **37. PROCESS FOR AMENDING BY-LAWS**

- 37.1 Subject to Article 37.2, the College may enact, repeal, or amend any of its By-Laws by a resolution passed by a majority of the members of Council present at any meeting of the Council provided notice of the proposed enactments, repeals, or amendments has been circulated to all members of Council with notice of the meeting, at least 14 days in advance of the meeting.
- 37.2 The 14 day notice requirement may be waived if the vote to waive is unanimous. If the 14 day notice requirement is waived, the motion to enact, repeal, or amend a By-Law must be passed by a majority of the full complement of Council.
- 37.3 The Council shall ensure that consultation with respect to the proposed amendment takes place with all College members and such other persons, groups or organizations as the Council may deem appropriate, in such manner Council deems appropriate.
- 37.4 Notwithstanding any provision of these By-Laws, the Council shall not delegate the authority to enact, repeal, or amend By-Laws to any person or entity apart from the Council.

## **38. CODE OF ETHICS, STANDARDS, AND COMPETENCIES**

- 38.1 The Code of Ethics for Paramedics, Standards of Practice for Paramedics, and Competencies of Paramedicine shall be those documents as approved by resolution of Council.

Amended by Council on January 16, 2019.