

College of Acupuncture of Prince Edward Island

Bylaws

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SECTION 1 - INTRODUCTION

1.1 Definitions

In these by-laws, unless the context otherwise requires:

- a) "Act" means the Regulated Health Professions Act of Prince Edward Island and accompanying regulations;
- b) "College" means the College of Acupuncture of Prince Edward Island;
- c) "Council" means the Council for the College of Acupuncture of Prince Edward Island;
- d) "Good Standing" means the Registrant's Certificate of Registration with the College is

not suspended or cancelled or otherwise restricted or limited under the Act or Regulations made thereunder;

e) “Registrant” means an individual who holds a Certificate of Registration with the College of Acupuncture of Prince Edward Island;

1.2 Interpretation

In these by-laws, unless the context otherwise requires, expressions defined in the Act and any alterations or amendments thereto shall have the meaning as defined; and words imparting the singular shall include the plural and vice versa, and words imparting the masculine gender shall include females and non-identifying persons, and words imparting persons shall include bodies corporate. The term “registrant” as used in this document is synonymous with the term “member” as used in the Act.

1.3 Severability and Precedence

The invalidity or unenforceability of any provision of these by-laws shall not affect the validity or enforceability of the remaining provisions of these by-laws. If any of the provisions contained in the by-laws are inconsistent with those contained in the Act, the provisions contained in the Act, as the case may be, shall prevail.

1.4 Seal

The seal of the College, if any, shall be in the form determined by the Council. The seal of the College shall be in the custody of the registrar, who shall affix it to all documents for which it is required.

1.5 Fiscal Year

The fiscal year of the College shall commence on the first day of September and shall end on the thirty-first day of August of the following year.

1.6 Execution of Contracts

1.6.1 Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the College shall be signed by the authorized signatories as approved by Council from time to time and are currently any two of the chair, vice-chair and registrar.

1.6.2 The Council may, from time to time, direct the manner in which and the person by whom, a particular document or type of document shall be executed.

1.6.3 Persons authorized to sign any College document may affix the College seal to the document. The Chair may certify a copy of any instrument, resolution, by-law or other document of the College to be a true copy thereof.

SECTION 2 - COUNCIL

2.1 Introduction

Each Councillor, officer, staff member, and committee member must act honestly, in good faith and in the best interest of the College and in a manner that serves and protects the public interest.

2.2 Duties of Council

2.2.1 Council shall carry out the objectives of the College.

2.2.2 Each Councillor is required to participate as an Executive member or on a committee.

2.3 Composition

2.3.1 The Council shall consist of at least:

- a) Four registrants elected from and by Registered Acupuncturists on the General Register as provided by this by-law,
- b) Two public representatives appointed by the Lieutenant Governor in Council, and
- c) the registrar (non-voting).

2.4 Term of Office

The term in office for all members of Council shall be in accordance with the Act and shall not exceed three (3) years. A member of Council may serve more than one (1) term of office but shall not serve for more than six (6) consecutive years. The term shall commence from the date of election by the College and/or the date of appointment by the Lieutenant Governor in Council.

2.5 Removal of Council Member

2.5.1 Council may remove a member of Council elected by the College, and may submit a request to the Lieutenant Governor in Council for the revocation of the appointment of a public representative of Council, where such member:

- a) fails to attend three consecutive meetings of the Council without, in the opinion of the Council, a reasonable excuse;
- b) is convicted of an offence that, in the opinion of the Council, renders the member unsuitable to continue to hold office as a member;
- c) commits an act, other than one referred to in clause (b), that, in the unanimous opinion of the Councillors, undermines the ability of the member to act credibly as a member;
- d) is, in the opinion of the Council, unlikely to be able to fulfil the member's duties on the Council due to physical or mental incapacity; or
- e) is, in the opinion of the Council, behaving in a manner that significantly interferes with the ability of the College or Council to pursue its objects and carry out its duties.

2.5.2 A vote for the removal of a registrant member of Council pursuant to the preceding section shall be held at either a regular Council meeting or a special meeting called for the purpose and a simple majority is required to formally remove the member except for subsection (c) which requires a unanimous vote.

2.6 Code of Ethics

In all of its deliberations, the Council shall be guided by the principle that the safety of the public shall be of prime consideration; and that the College of Acupuncture of Prince Edward Island Code of Ethics and Standards of Practice, as approved by the Council in accordance with the Act, shall be at all times abided and enforced by members.

2.7 Code of Conduct

2.7.1 Each Council member, officer, staff member, delegate or committee member is required to read, sign and abide by any Code of Conduct Policy established by Council.

2.7.2 A Councillor shall take the Councillor's oath of office, as follows:

I, ___[name]_, of ___[location of residence]___, Province of Prince Edward Island, do solemnly swear that I will faithfully, truly and to the best of my judgement, skill, knowledge and ability execute and perform the duties required as a Councillor of the College of Acupuncture of Prince Edward Island that properly relates to my duties as a Councillor. I further solemnly swear that I will not communicate or allow to be communicated to any person not entitled thereto any and all information related to the Council, nor will I, without due authority, allow such person to inspect or have access to any books or documents belonging to or in the possession of the Council and in relation to the operations of the Council, who is not otherwise authorized by law.

The oath of office shall be signed, confirmed and retained by the Registrar with the other books and records of the Council.

2.8 Conflict of Interest

2.8.1 Each Council member, officer, staff member, delegate or committee member is required to read, sign and abide by any Conflict-of-Interest Policy established by Council.

2.8.2 A conflict of interest occurs when a reasonable perception exists that the ability of a Council member to exercise the official duties of the Council has been affected by the private interest of a Council member, officer, staff member, or committee member.

2.8.3 Conflict of interest can also be a breach of an obligation to the Council that has the effect or intention of advancing one's own interest or the interest of others in a way that is detrimental to the interests, potentially harmful to the integrity or fundamental mission, of the College.

2.8.4 Each Council member, officer, staff member, or committee member shall avoid conflicts of interest, including appearances of conflict of interest.

2.9 Declaration of Conflict of Interest

2.9.1 A Council member, officer, staff member, or committee member who has, directly or indirectly, any interest in a proposed contract or transaction to which the Council is to be a party, shall declare his or her interest in the proposed contract or transaction at the meeting at which the proposed contract or transaction is first considered, and shall not take part in any discussions in relation to the subject matter prior to a review and determination by Council of the existence or perception of any conflict of interest.

2.9.2 A Council member, officer, staff member or committee member may recuse themselves from any discussion and decision making undertaken by Council if the Council member so decides that a conflict of interest or reasonable perception of a conflict of interest exists.

2.9.3 Any individual, who has reason to believe that a Council member, officer, staff, or committee member has a conflict of interest or a reasonable perception of a conflict of interest, shall be given an opportunity to state their concerns prior to, or during a meeting.

2.10 Other Conflict of Interest Conditions

2.10.1 A Council member, officer, staff member, or committee member shall not solicit or accept a monetary honorarium for giving a presentation or participating in a conference as a representative of the College unless approved by Council. Mementos of nominal value may be accepted.

2.10.2 Where the Council has adopted an official position on a matter, a Council member, officer, staff member, or committee member shall not engage in oral or written advocacy against the position in any public forum, including, but not limited to, legislative committees and news media aimed at the public and social media, without the prior approval of Council.

2.10.3 Council members, officers, staff members, and committee members are required to preserve confidentiality with respect to all information coming to their knowledge in the course of their duties unless Council determines otherwise.

2.11 Conflict of Interest Outcomes

2.11.1 The validity of the declaration of a conflict of interest shall be determined by the Council, with the following options available to the group:

- a) The member shall abstain from all discussion and voting on the declared issue.
- b) The member shall be excused from that portion of the meeting.
- c) The item should be removed from the meeting agenda if it is determined to be inappropriate.
- d) The member shall not participate in the discussion or vote on the declared issue but may be asked for information by the Council if that member has information that may be relevant to the discussion thereby enabling the Council in making an informed decision.
- e) Council determines the conflict of interest is not valid and proceeds with the meeting with the member in attendance.

2.11.2 Where the Council determines that a member, or a person acting on behalf of the Council in any capacity, has failed to declare a conflict of interest that is materially detrimental to the interests or potentially harmful to the integrity or fundamental mission of the College, the Council may:

- a) Request an apology.
- b) Submit a request to the Lieutenant Governor in Council for the immediate revocation of the Councillor in question from Council.
- c) Take any other available measures at law.

SECTION 3 - OFFICERS AND EXECUTIVE COMMITTEE

3.1 Executive Committee

3.1.1 The executive committee shall be comprised of the Chair and two other members of the Council. The two members shall be a public member and a registrant member and be elected annually or as deemed appropriate.

3.1.2 The executive committee shall take action upon any matter delegated to it by the Council or that requires attention between meetings of the Council.

3.1.3 The executive committee shall oversee and coordinate, through terms of reference, the work of the other College committees as established from time to time.

3.2 Officers

The Council's officers are the Chair, Vice-Chair, Treasurer, Secretary (or combined Secretary-Treasurer), and the Registrar of the College.

3.3 Term of Office

3.3.1 The term of office of an officer shall be a minimum of one (1) year and no more than three (3) consecutive years in any one role – Chair, Vice-Chair, Treasurer, or Secretary (or Secretary-Treasurer).

3.3.2 Elections of officers may be held annually or as deemed appropriate by the Council to ensure members have an opportunity to participate to their maximum potential.

3.3.3 Generally, new members to Council will not be expected to assume an officer role within their first year on Council.

3.4 Chair

The Chair, if present, shall preside at and chair all meetings of the Council and of the executive committee. They shall be responsible for the performance of such duties and exercising of such powers as may be delegated to the position by Council from time to time.

3.5 Vice-Chair

The Vice-Chair shall act as the Chair and assume the Chair's duties in the absence of the Chair and be responsible for the performance of such duties and exercising of such powers as may be delegated to the position by Council from time to time.

3.6 Treasurer

The Treasurer shall work collaboratively with the members of the Executive Committee, Council and the registrar to support the College in fulfilling its fiduciary responsibilities. The Treasurer shall review and ensure accuracy of accounts of all assets, liabilities, receipts and disbursements of the College in the books belonging to the College in accordance with any policies or directives established by Council. The Treasurer shall be further responsible for the performance of such duties and exercising of such powers as may be delegated to the position by Council from time to time.

3.7 Secretary

The Secretary shall record minutes of all meetings of the Council and the College, all general meetings, annual general meetings, and special meetings either in person or by substitute appointee for a specific meeting as determined by Council; and shall keep and distribute a correct record of the proceedings in accordance with these bylaws or the Act. The Secretary shall be responsible for the performance of such duties and exercising of such powers as may be delegated to the position by Council from time to time. The Secretary may delegate duties to another member of Council as may be permitted and approved by Council from time to time.

3.8 Other Officers and Staff of Council

The Council may appoint such other officers and staff as the Council deems necessary for the proper administration of the Council and College; the terms of office and remuneration shall be at the Council's discretion.

3.9 Removal of an Officer/Staff dismissal

3.9.1 Officers or staff may be removed for misconduct or dereliction of duties. Misconduct is a willful act against the College. Dereliction of duties is the negligence of official responsibilities for an excessive period, or violation of the responsibilities of office.

3.9.2 During a special meeting, the removal of officers or staff may be initiated by a two-thirds majority vote of the entire Council. The executive committee is then responsible for carrying out, if appropriate, the removal of the officer or staff.

SECTION 4 - APPOINTMENTS

4.1 Registrar

4.1.1 In addition to the duties required by the Act, the registrar shall conduct, or cause to be conducted, the correspondence of the College and Council; shall attend all general meetings, annual general meetings, and special meetings either in person or by substitute appointed for a specific meeting as determined by Council.

4.1.2 The registrar is responsible for planning and implementing the programs of the College in accordance with policies and objectives approved by Council, and any additional duties as determined by Council.

4.1.3 The Registrar is a non-voting member of Council and is appointed by and accountable to Council. The Registrar's responsibilities and remuneration of the Registrar shall be reviewed by the Council annually following an employee performance review.

4.1.4 If Council determines the Registrar needs immediate replacement, Council will appoint an interim Registrar(s) from the Council members or staff until the Registrar returns or a replacement has been appointed.

4.1.5 Due to the required stakeholder relationship with government, the Registrar must not participate in political organizations or affiliations that interfere with or are in conflict with the administration of their duties.

4.2 Auditor

4.2.1 The Council shall appoint a Financial Reviewer/Auditor to perform an annual financial review for the College.

4.2.2 The Financial Reviewer/Auditor, after receiving the financial records of the College, shall prepare a Report and Statement of Financial Position of the College in accordance with generally accepted accounting principles and auditing standards and deliver it to the Registrar within the period set out in procedures established by the Council.

4.3 Solicitor

The Council may appoint a solicitor to advise the College.

4.4 Investigator

4.4.1 Upon the request of the Registrar and pursuant to the procedure set out in the Act, Council shall appoint an Investigation Committee. Council may also appoint, by majority vote, one or more persons as an Investigator or Investigators for the purposes of the Act.

4.4.2 Where permitted under the Act, an Investigation Committee may refer a complaint to an Investigator. The duty of an Investigator is to exercise the powers and perform the duties of an Investigator pursuant to the Act as requested by an Investigation Committee.

4.4.3 Council may create additional policies and procedures pertaining to Investigators.

SECTION 5 - COMMITTEES AND DELEGATES

5.1 Revocation

Council may revoke the appointment of a committee member or delegate, where the person:

- a) fails to attend three consecutive meetings without, in the opinion of the Council, a reasonable excuse;
- b) is convicted of an offence that, in the opinion of the Council, renders the member unsuitable to continue to hold office as a member;
- c) commits an act, other than one referred to in clause (b), that, in the unanimous opinion of the Council, undermines the ability of the member to act credibly as a member;
- d) contravenes these bylaws or established policies; or
- e) is, in the opinion of the Council, unlikely to be able to fulfil the member's duties due to physical or mental incapacity.

5.2 Selection Process

5.2.1 Notification of committee or delegate vacancy will be communicated via email to all registrants accompanied with notification on the College's website a minimum of 10 business days prior to appointment by Council.

5.2.2 If no persons submit interest in the vacant position, the vacancy shall be communicated to registrants until the position has been filled. Upon review of the candidates' qualifications, the Council will appoint the candidate upon a majority vote.

5.3 Committees

5.3.1 Subject to the limitations on delegation set out in the Act, the Council may establish any committee it determines necessary for the execution of the College's responsibilities. The Council will review the composition and terms of reference for any such committee. The Council may dissolve any committee by resolution at any time. In addition to the Executive Committee, the standing committees of the Council are:

- a) the Investigation Committee, and
- b) the Hearing Committee

5.3.2 Unless otherwise stated in these by-laws, the committee shall appoint the chair of each committee from Council or College Staff.

5.3.3 Unless otherwise stated in these by-laws, decisions of any committee shall be by majority vote of those members of the committee present at a duly constituted meeting.

5.3.4 Committee members shall be either a registrant in good standing with the College, a member of Council or appointed by Council (stakeholder, subject matter expert, etc.).

5.3.5 Quorum for a committee shall be majority.

5.3.6 In accordance with the Act, Council shall approve the terms of reference and composition

of all standing committees as may be established from time to time.

5.4 Delegates

5.4.1 Subject to the limitations on delegation set out in the Act, the Council may appoint any delegate it determines is necessary for the execution of the College's responsibilities. The Council may review the term of office and terms of reference for any delegate.

5.4.2 A delegate may serve consecutive terms as determined by the organization for which he or she has been appointed; if no terms exist, the delegate may serve up to six years without reappointment by the Council.

SECTION 6 - ELECTIONS TO COUNCIL

6.1 Eligibility

6.1.1 Only Registrants shall be eligible to nominate, vote, or be elected to the Council.

6.1.2 Registrants seeking to be elected to Council must be in good standing with no current or ongoing investigations, complaints, outstanding debts or outstanding orders in either this jurisdiction or another.

6.2 Election of Nominees for Appointment

6.2.1 The Registrar shall, at least 60 days before the completion of a member of Council's term, give notice to all Registrants of the upcoming vacancy on Council and provide details of the meeting (the "Nomination Meeting") at which Registrants shall vote to elect a nominee for the vacant or vacating council position. The Nomination Meeting may occur at the same time as either the Annual General Meeting or a special meeting of the Registrants. The Nomination Meeting may also take place through usage of a virtual voting platform in which case Section 6.2 shall be adapted as appropriate.

6.2.2 At least 30 days prior to the Nomination Meeting, Registrants intending to seek election as a nominee shall submit a nomination form in the form prescribed by the Registrar to the Registrar. The form shall be endorsed by one other Registrant in good standing. Registrants shall be permitted to be nominated and stand for election as a nominee from the floor at a Nomination Meeting.

6.2.3 The Registrar shall determine if each candidate is eligible for nomination, and if so, shall send an e-mail of the names of those nominated for election to Council to all Registrants. The notification shall be accompanied by information on each candidate (prepared in a standard format).

6.2.4 If the call for nominations does not produce enough eligible nominees for election to fill the vacancies on Council, Registrants shall be advised at least 15 days before the Nomination Meeting and invited to resubmit nominations.

6.2.5 A nominee for election to Council may, at any time, give notice to the Registrar of their wish to withdraw their name. The withdrawal is effective from the time the Registrar receives such notice.

6.2.6 All Registrants in good standing are eligible to vote at a Nomination Meeting. Each eligible Registrant shall have and cast one vote for each Council vacancy. In the event that there are more Registrants seeking nomination to Council than there are council vacancies, the Nomination Meeting Chairperson shall administer a vote by secret ballot. The candidate(s) receiving the most votes shall be elected to Council.

6.2.7 The method for counting votes shall be that approved by Council and on file in the College office. Each Registrant seeking nomination to Council may be represented by a representative in the room that the ballots are counted unless a virtual voting platform is utilized.

6.2.8 The Registrar shall retain all ballots for a period of 30 days after the Nomination Meeting.

6.2.9 In the event the number of valid nominations for positions on Council is equal to the number of vacant positions on Council, the persons nominated shall be declared elected.

6.2.10 In the event of a tie vote the ballots shall be re-counted. In the event the tie continues, a new vote shall be taken until such time as a nominee is elected.

6.3 Vacancies

6.3.1 If a pre-term vacancy in Council occurs through death, incapacity, resignation, or otherwise, a new Councillor shall be elected pursuant to the process set out in section 6.2 herein at the next Nomination Meeting.

6.3.2 Notwithstanding section 6.3.1, in the event that a Council vacancy results in a loss of quorum for Council, Council may appoint an eligible Member to the vacant position and request that the Lieutenant Governor in Council appoint that Member immediately for a period of time only lasting until the next available Nomination Meeting.

7. 1 Honoraria

7.1.1 Members of the Council, committee members or delegates may be paid honoraria in accordance with any remuneration policy adopted by Council, or in the absence of such a policy, as Council may determine from time to time by resolution of Council. If approved by Council, individual Council members may receive remuneration, either in a monetary or nonmonetary form, for recognition of additional contributions to the College as determined by Council from time-to- time.

7.1.2 Members of Council must be prepared to invest considerable time and effort to their duties.

7.1.3 Unless otherwise stated in these by-laws, no Council member, officer, staff member, delegate or committee member shall directly or indirectly receive any profit from occupying said position; provided that:

a) the Council member, officer, staff member, delegate or committee member may be reimbursed for reasonable expenses they incur in the performance of their duties; and

b) the Council member, officer, staff member, delegate or committee member may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to

the College, provided that the amount of any such remuneration or reimbursement is:

- considered reasonable by Council;
- approved by the Council for payment by resolution passed before such payment is made; and
- in compliance with the College's conflict of interest policy.

SECTION 8 - ANNUAL GENERAL MEETING

8.1 Time and Place

Council may hold an annual general meeting (AGM) in each year at such time and place and format as determined by the Council. The provisions of Section 8 apply in the event that Council decides to hold an AGM.

8.2 Notice

8.2.1 Notice to Registrants of the exact time and place shall be given in writing, including electronic means, at least 30 days in advance of the meeting.

8.2.2 The Minutes of the previous AGM shall accompany the notice.

8.3 Order of Business

8.3.1 The order of business of the annual general meeting, unless the Chair otherwise directs, shall be:

- a) review of the previous year's annual general minutes;
- b) annual reports of the Chair, Registrar, and Treasurer;
- c) financial review/ report and statement of financial position;
- d) report(s) of committees, if any;
- e) upcoming year's budget and retention of insurance;
- f) update on any changes to by-laws/policies;
- g) new business;
- h) election of members to Council, if required;
- i) appointment of financial reviewer/auditor

8.3.2 Proceedings at meetings of the College and the Council shall be guided by the rules set down in "Roberts Rules of Order" in all cases not specifically provided for in the Act or in these by-laws.

8.4 Quorum

Quorum for the AGM shall be a minimum of at least one public representative of the Council, plus at least five (5) Registrants.

8.5 Voting

8.5.1 Motions presented at the AGM shall be decided by a majority vote of those present who are eligible to vote.

8.5.2 Each Registrant and each member of Council shall be entitled to one vote. For clarity, if a Registrant is also a member of Council, that individual shall be entitled to one vote only.

8.5.3 If there is a tie vote at an AGM, the Chair, or, if the Chair is absent or unable or unwilling to vote, the Vice-Chair, may break the tie by casting a second vote.

8.5.4 In the event of a tie vote where the Chair and Vice-Chair both choose not to break the tie, the motion is lost.

8.6 Minutes

8.6.1 The secretary shall record the minutes of the meeting and distribute the minutes to members of Council no later than 28 days following the AGM.

8.6.2 The meeting may be recorded electronically for reference. Electronic recording of any such meetings may be retained for a minimum of one (1) year.

8.6.3 The previous year's AGM minutes shall be approved by the Members at the next AGM. The minutes, as approved, shall be signed by the Chairperson and the Registrar.

8.7 Observers at the AGM

8.7.1 Observers are permitted at the AGM at the discretion of the Chair. Observers must advise the Registrar at least two (2) business days before the scheduled AGM if they wish to attend as observers.

8.7.2 Observers are not permitted to propose, amend or vote on motions. Observers are in attendance at the pleasure of the Chair and may be required to leave at any time.

SECTION 9 - GENERAL MEETINGS OF COUNCIL

9.1 Time and Place

The Council shall hold at least three general meetings during the year, or more often as required, at such times and places as shall be determined by the Chair or, in the absence of the Chair, the Vice-Chair.

9.2 Notice

9.2.1 Notice of the exact time, place and format shall be given to each Council member at least 7 days in advance of the meeting.

9.2.2 At least 2 days in advance of the general meeting, the Registrar will distribute the following:

a) minutes of the previous meeting;

- b) a proposed agenda for the meeting; and
- c) reference material required for the meeting.

9.2.3 If, after notice has been served and due to unforeseen circumstances, a meeting is postponed, the meeting can be rescheduled upon the majority agreement of the Council.

9.3 Order of Business

9.3.1 At any general meeting the order of business shall be:

- a) consideration of the items of business in the proposed agenda;
- b) approval of the agenda (with amendments/additions if necessary);
- c) declaration of any conflict of interest;
- d) approval of the minutes of the previous general meeting and consideration of the business arising therefrom;
- e) other items of business, which at the discretion of the Chair warrant discussion.

9.3.2 The proceedings at meetings of the Council shall be governed by Roberts Rules of Order.

9.3.3 A meeting of the Council may be held by conference call, video conferencing or other or similar methods that permit members of the Council to participate in the meeting.

9.3.4 Agenda items not provided in advance of the distribution of the meeting material may be added to the agenda under new business at the time of the meeting and will be addressed if time permits. Items not addressed will carry-over to the next general meeting.

9.4 Quorum and Attendance

9.4.1 Over fifty per cent of members of the Council, including at least one public representative and either the Chair or another officer shall constitute a quorum.

9.4.2 The Secretary shall keep an attendance record of all Council members and bring to the attention of Council if a member has been absent for 3 consecutive meetings.

9.5 Voting

9.5.1 Motions shall be decided by a majority of members of Council in attendance. Each member of Council, excluding the chair, shall be entitled to one vote. The Registrar is a nonvoting member of Council.

9.5.2 If there is a tie vote, the Chair will cast a deciding vote.

9.5.3 In the event of a tie vote where the Chair chooses not to break the tie, the motion is lost.

9.5.4 An abstention from voting shall not be counted as a vote.

9.5.5 Council may approve motions outside of meetings of the Council by e-mail.

9.6 Minutes

9.6.1 The secretary shall record the minutes of the meeting and distribute the minutes to members of Council no later than 28 days following the meeting.

9.6.2 Previous meeting minutes shall be approved by the Council. The minutes, as approved,

shall be signed by the Chair (or, if the Chair was absent from the meeting, the Vice-Chair) and the Registrar. Non-confidential decisions may be made available to the public in a format as determined by Council.

9.6.3 Upon application being made in writing and with the approval of a majority of Council members, a Registrant may view the minutes of a general meeting in the presence of the Registrar or Chair.

9.7 Observers

9.7.1 Observers are asked to advise the Registrar 5 days before a scheduled Council meeting if they wish to attend as observers, or if they would like to make a presentation to the Council.

9.7.2 Observer privileges will be granted upon majority vote of the members of Council and shall also be withdrawn in the same manner.

9.7.3 Observers of Council meetings or minutes of same may be required to sign a statement of non-disclosure, declaration of conflict of interest, or declaration of code of conduct.

9.7.4 Observers are not permitted to propose, amend or vote on motions. However, they may participate in discussion, if approved by Council, and do not contravene these bylaws or any Council policies.

9.8 Adjournments

Meetings of the Council may be adjourned from time to time by a motion supported by a majority of the members of Council present. Such motion shall state the date and time of the reconvened meeting and shall thereby constitute due notice.

SECTION 10 - SPECIAL MEETINGS

10.1 Time and Place

10.1.1 Special meetings of the Council shall be held at the call of the Chair or by requisition signed by two members of Council.

10.1.2 Special meetings of the Members shall be held at the call of the Council or by a requisition signed by five (5) Members in good standing.

10.2 Notice

10.2.1 No fewer than five (5) days' notice shall be given for a special meeting of Council unless all members of the Council attend the meeting and waive the five days' notice. The notice shall specify the business to be brought forward.

10.2.2 No fewer than thirty (30) days' notice shall be given for a special meeting of the Registrants. The notice shall specify the business to be brought forward.

10.3 Order of Business

10.3.1 No business shall be dealt with except that for which the meeting was called.

10.3.2 Unless otherwise directed by the Chair, special meetings will follow the by-laws set forth under General Meeting.

SECTION 11 - CONDUCT OF BUSINESS WITHOUT A MEETING

11.1 Time and Place

11.1.1 On purely an emergency basis, the business of the Council may be conducted and concluded by a motion resolution agreed upon by a majority of Council members, unless otherwise stated in these by-laws, using the telephone, e-mail or a virtual meeting, and shall have the same force and effect as a resolution duly passed at a convened meeting of the Council; however, the resolution must be confirmed at the next Council meeting.

11.1.2 A resolution signed by a majority of the members of the Council, for which purpose electronic signatures or emails are sufficient, has the effect of a resolution of the Council.

SECTION 12 - FEES

12.1 Fees

12.1.1 Council shall establish and collect fees that are payable by Registrants to apply for, obtain, renew, transfer or reinstate a certificate of registration, including late penalties for late payment, and fees that are payable to take an examination.

12.1.2 Council shall establish and collect all other fees payable under the Act where permitted or required.

12.1.3 All fees and deadlines referenced herein or set out in the Act shall be posted in these Bylaws and amended by Council from time to time.

12.1.4 The fees set out in Article 12.8 are payable to apply for, obtain, renew, transfer, or reinstate a certificate of registration, including late penalties for late payment, and shall be collected by the College.

12.2 Schedule of General Registration Fees and Deadlines

12.2.1 The registration year is November 1 to October 31, and an annual registration fee is payable by each Registrant.

12.2.2 The annual registration fee for the registration year for which a person first becomes a Registrant must be paid immediately prior to the issuance of that certificate of registration.

12.2.3 The annual registration fee must be paid by October 15 prior to the beginning of the registration year, to ensure registration is processed and in place prior to the beginning of the registration year. Fees paid are non-refundable.

12.2.4 An application fee shall accompany an application for general registration.

12.3 Special Registration

12.3.1 A special class registration entitles the Registrant to work for 30 consecutive days.

12.3.2 No more than three (3) special class registrations may be issued in any registration year per Registrant.

12.3.3 An application fee shall accompany an application for special class registration.

12.4 Verification Fee

A fee for verification of current or past registration in Prince Edward Island is required to be paid at the time of the request.

12.5 Late Fee

A registration renewal received between October 15 and October 31 of the registration year, must be accompanied by a late fee payment.

12.6 Application for Reinstatement

In accordance with the Acupuncturist Regulations, an application for renewal may only be made until October 31 in any registration year. Thereafter an application for reinstatement is only available during the ensuing three (3) years following the date of the lapse in registration.

12.7 Collection of Fees

12.7.1 Subject to Article 12.7.2, all forms and fees related to the annual registration renewal must be received by the registrar no later than October 31 of each year.

12.7.2 All forms and fees related to the annual registration renewal not received by October 15 of each year shall be subject to the penalty noted in Article 12.5.

12.7.3 Any Member with unpaid fees or penalties not received in full by the College prior to October 31 of each year will not be eligible for registration.

12.7.4 All fees shall be paid by cheque, debit card, credit card, or electronic transfer, if available.

12.8 List of Fees

Application Fee, General: \$150.00

Application Fee, Special: \$50.00

Registration Fee, General: \$800.00
Registration Fee, Half Year (6 months): \$500.00
Registration Fee, 3 months: \$275.00
Registration Fee, Special (30 days): \$100.00

Renewal Fee, General: 800.00

Verification Fee: \$50.00
Late Fee: \$100.00
Reinstatement Fee: \$150.00
Unauthorized practice fee: \$50.00/day to a maximum of \$1,000.

SECTION 13 - CARE OF FUNDS

13.1 Budget

13.1.1 The Registrar will prepare an estimate of the budget for the upcoming year with the assistance of the treasurer.

13.1.2 The budget will be presented by the Registrar and adopted by Council each year prior to the fiscal year end.

13.1.3 With the adoption of the annual budget by Council, expenses outlined in the annual budget are considered approved by Council.

13.2 Auditor's Report/Financial Reviewer's Report

The registrar shall distribute the Auditor's Report/Financial Reviewer's Report and Statement of Financial Position, or cause it to be distributed, at or before the annual general meeting or immediately upon its availability if there is to be no annual general meeting.

13.3 Banking

The Council or its staff shall ensure that all money received on behalf of the College is deposited in the name of the College in a bank or other deposit-gathering institution that is a member of the Canadian Deposit Insurance Corporation or in a credit union established in such a way as to guarantee the deposits.

13.4 Signing Officers

The Signing Officers shall be responsible for the performance of such duties and exercising of such powers as are delegated to them from time to time.

13.5 Investments

The Council or its staff shall ensure that when funds of the College are invested, they are held secure through means set out in policies and procedures approved by Council.

13.6 Insurance

13.6.1 Council shall ensure that the College maintains security arrangements and insurance coverage against loss of funds that the College may sustain resulting from employee dishonesty, destruction, disappearance, wrongful abstraction or forgery.

13.6.2 Council shall ensure that the College maintains insurance coverage for office contents, liability insurance for directors and operators and errors and omissions insurance.

13.7 Bylaws

New by-laws or changes in the by-laws may be enacted from time to time by the Council in accordance with the Act. Bylaws will be available to the public in a public forum.

Amended and Adopted by Council for the College of Acupuncture of Prince Edward Island.
September 28, 2026.