

CONSTITUTION and BYLAWS

Of the



BRITISH COLUMBIA SOCIETY OF RESPIRATORY THERAPISTS

November 2007

CONSTITUTION

Purposes and Provisions

- 1) The name of the Society is the “British Columbia Society of Respiratory Therapists” (BCSRT).
- 2) The purposes of the Society are:
 - a) To encourage and develop education programs in respiratory therapy, including continuing education and post-graduate programs;
 - b) To encourage co-operation with other health disciplines for the provision of better respiratory care;
 - c) To regulate the practice of respiratory therapy by members of the Society, including the establishment and enforcement of standards of conduct, ethics, and practice for members;
 - d) To represent the interests of the occupation of respiratory therapy; and
 - e) Generally to do all such acts and things as are conducive to maintaining and improving the quality and standards of respiratory care in the Province of British Columbia.
- 3) The operations and affairs of the Society shall be conducted without purpose of financial gain for its members. Any profits or other accretions to the Society shall be exclusively used for advancing its purposes. This provision is unalterable.
- 4) Should the Society be disbanded or dissolved, its assets remaining after payment of all debts and liabilities shall be paid over and transferred to an organization having objectives similar to those of the Society, or to a charitable organization in the Province or elsewhere in Canada as may be directed by resolution of the members. This provision is alterable.

BRITISH COLUMBIA SOCIETY OF RESPIRATORY THERAPISTS

BYLAWS

Article I – Interpretation

- 1) In these Bylaws, unless the context otherwise requires:
 - a) “C.S.R.T.” means Canadian Society of Respiratory Therapists
 - b) “Member”, unless otherwise indicated, means a member of any category of membership other than honorary or corporate memberships;
 - c) “Registered address” of a member means his address as recorded in the register of members;
 - d) “Society” means the British Columbia Society of Respiratory Therapists
 - e) “Society Act” means the Society Act of the Province of British Columbia from time to time in force and all amendments to it; and
 - f) “C.B.R.C.” means the Canadian Board for Respiratory Care.
- 2) The definitions in the Society Act on the date these Bylaws became effective apply to these Bylaws.
- 3) Words importing the singular include the plural and vice versa. Words importing a male person include a female person and vice versa.

Article II -Membership

- 1) Membership in the Society shall be divided into the following categories:
 - a) Active membership;
 - b) Associate membership;
 - c) Clinical student membership;
 - d) Didactic Student membership;
 - e) Honorary membership;
 - f) Corporate membership;
 - g) Affiliate membership.
- 2) All members shall comply with the Constitution and Bylaws of the Society and all decisions, rulings, or orders made pursuant thereto by the Board of Directors, the Executive Committee, the Professional Conduct Committee, or any officer or other committee of the Society.
- 3) All amounts owing to the Society by a member or former member whether as dues, assessments, levies, costs, penalties, fines, or otherwise, constitute a debt due from the member or former member to the Society and are recoverable as such by action brought by the Society against the member or former member in any court of competent judgement.

- 4) A person shall cease to be a member of the Society:
 - a) On delivering his resignation in writing to the secretary, provided that no resignation is effective until accepted by the Board of Directors and no resignation shall relieve or release the person from any duties, liabilities, or responsibility as a member that existed prior to the date of acceptance of his resignation;
 - b) On his death;
 - c) On being expelled as provided by these By-laws; or
 - d) On having been a member not in good standing for one month on account of non-payment of annual dues and the Board of Directors thereafter summarily and without a hearing resolving to expel him.
- 5) All members are in good standing except:
 - a) A member who has failed to pay his annual dues or any other amount owing by him to the Society; and/or
 - b) A member whose membership is suspended as provided by these bylaws.
- 6) During the period that a member is not in good standing, he shall not be entitled to any of the rights, privileges, or benefits of membership and in particular, he shall not be entitled:
 - a) To receive notice of, or to vote or to attend general meetings of the Society,
 - b) To stand for election or serve as a director or officer or to be appointed to any committee of the Society, and
 - c) (If he is a registered member), to use the title “Registered Respiratory Therapist” or the initials “R.R.T.”, but, such a member remains, nevertheless, subject to all the duties and obligations of a member as though he were a member in good standing.

Article III – Admission To and Renewal of Membership

- 1) A person who applies for admission to a category of membership in the Society (other than Honorary or Corporate membership) and who:
 - a) Applies in writing and completes the approved application form(s) for admission to a specific category of membership,
 - b) Forwards the completed application to the Secretary of the Society
 - c) Meets the membership requirements as outlined in Article IV,
 - d) Is not currently being investigated by any body responsible for the regulation of this or any other profession;
 - e) May be admitted to that category of membership by the Board of Directors.
- 2) A person may be admitted to honorary membership by a resolution of the members passed at a general meeting of the Society by a majority of not less than two-thirds (2/3) of the votes cast. The resolution shall specify the term of the honorary membership conferred.
- 3) The term of membership rights, privileges and benefits for all membership categories other than honorary membership shall be from the date of admission until the end of the Society’s fiscal year following admission. Thereafter, membership rights, privileges and benefits shall be subject to annual renewal for one-year terms coinciding with the fiscal year of the Society. The term of membership rights, privileges and benefits of an honorary member shall be as determined by the resolution conferring the honorary membership.

- 4) A Certificate of Membership shall be issued to each member at the time of his admission indicating his category of membership. Upon cessation of membership in the Society or in the category of membership so indicated, the member or former member shall, upon demand, return his Certificate of Membership to the Society.
- 5) Corporate membership may be granted to an individual, proprietorship, partnership, association, body corporate, trustee, executor, administrator, or legal representative not eligible for membership in other membership categories, but who promote cardio-respiratory health by either:
 - a.) Employing registered respiratory therapists for the purpose of providing respiratory care or sales; or
 - b.) Promoting cardio-respiratory health and awareness through non-profit organizations; or
 - c.) By representing a medical sales company.

The Board of Directors of the BCSRT must approve the application for corporate membership and the applicable annual dues must be paid.

Article IV – Membership Requirements

- 1) Active Members
 - a) To achieve Active member status, an individual must complete the Society application form(s), pay the appropriate application fees, and meet the following requirements. He/she must:
 - i) Be a graduate of a respiratory therapy school approved by the registration committee.
 - ii) Have successfully completed an exam approved by the registration committee.
 - iii) Have practised within the province for not less than 6 monthsOr
 - iv) Be licensed to practice by a regulatory authority that is a signatory to the Mutual Recognition Agreement.
 - b) To maintain Active member status an individual must:
 - i) Demonstrate continued competence through participation in the Quality Assurance program approved by the registration committee which includes:
 - (1) Active maintenance of his/her professional portfolio
 - (2) Providing documentation of or attesting to having provided services exclusive to a registered respiratory therapist to an employer for paid remuneration for a minimum of 900 hours within a four year period.
 - c) Pay the appropriate yearly membership fee.

2) Associate Membership

An active member who ceases to be engaged in the practice of respiratory therapy, but who desires to remain associated with the Society is qualified to have his membership converted to associate membership.

3) Clinical Student Membership

An applicant for admission to Clinical Student membership must satisfy the following qualifications:

- a) Graduation from the second year of a respiratory therapy school approved by the registration committee;
- b) Eligibility for admission to the Clinical year of a respiratory therapy school as approved by the registration committee.

4) Didactic Student Membership

A person enrolled in the Didactic year of an accredited respiratory therapy-training program in British Columbia is qualified to apply for admission as a Didactic student member.

5) Honorary Membership

A person selected according to Section (2) Article III of these Bylaws.

6) Corporate Membership

A person(s) selected according to Section (5) Article III of these Bylaws.

7) Affiliate Membership

Any person not meeting the requirements of the previous six (6) membership categories who has paid the applicable annual dues and has received the approval of the Board of Directors.

Article V – Occupational Title

- 1) The Board of Directors maintains application under Part 10 of the Society Act, for registration of the Society and for protection of the title “Registered Respiratory Therapist” and the initials “R.R.T.” for use by active members of the Society.
- 2) No member other than an Active Member in good standing shall be entitled and qualified to the title “Registered Respiratory Therapist” and initials “R.R.T.”.

Article VI – Meetings Of Members

- 1) The Annual General Meeting of the Society is to be held in the Province of British Columbia on a day to be determined by the Board of Directors. Notification to members of this meeting is to be mailed and/or emailed as per article XVI no later than 30 days prior to the meeting time.
- 2) The President may call Special meetings. Notice of such meeting is to be mailed and/or emailed by the Secretary no later than 14 days prior to the meeting.
- 3) A quorum for transaction of business at a general meeting shall consist of 10% of the membership eligible to vote, but never less than 3. Such representation may be in person or by proxy.

- 4) Proxies.
 - a) Every member entitled to vote at a meeting, provided he is a member in good standing of the Society, may appoint a proxy to attend and act at the meetings in the same manner, to the same extent, and with the same power as if the member were present at the meeting. The instrument appointing a proxy shall be in writing, and shall cease to be valid after the meeting for which it was designated. The instrument appointing the proxy may be in any form as long as it is consistent with the provisions of the Society Act.
 - b) At the discretion of the Board of Directors, the notice calling any meeting may state that no proxy shall be entitled to vote at such meeting unless such instrument appointing him shall have been deposited with the Secretary by mail before the time at which such meeting is held, and in such case, no proxy shall vote at such meeting unless such instrument shall have been deposited.
- 5) Voting.
 - a) Only Active Members and Clinical Student Members in good standing shall be entitled to vote.
 - b) Unless a poll is required, the Chairperson shall declare whether a resolution has been carried or not, and an entry in the minutes to that effect shall be deemed as conclusive evidence of the result of a vote.
 - c) Voting shall be by show of hands unless the members by ordinary resolution resolve, with respect to a particular resolution, that the voting shall be by secret ballot.

The chairperson shall be the sole judge of the result of any vote and as to the validity of any votes cast. In the event that there is no motion of adjournment, the chairperson may adjourn a meeting at any point if he considers the adjournment to be in the best interests of the society.

Article VII – Directors and Officers

- 1) The officers of the Society shall consist of a President-Elect, a President, a Past President, a Secretary and a Treasurer.
- 2) Officer terms.
 - a) The members at Annual General Meetings shall elect the officers, other than the President and Past President. Elections to the offices of Secretary and Treasurer shall be for a two-year term. The person elected as President –Elect shall serve on the Executive Committee for a total of three years, the first year as President-Elect, the second year as President, and the final year as Past President.
 - b) The President-Elect shall automatically become the President at the end of the year of the term of the incumbent President, who shall automatically become the Past President.
- 3) The Officers of the Society shall also be members of the Board of Directors of the Society.
- 4) The Board of Directors shall consist of: the Executive Committee as described in Section 1, Article VII of these Bylaws and two Directors at Large representing the general membership and the student members.
- 5) The Director at large shall serve a term of two years, and the student director shall serve a term of one year.
- 6) Any casual vacancy of the Director(s) may be filled by appointment by the Board of Directors.
- 7) A Board of Directors meeting may be called by the President or by any two or more other members of the Board. The quorum for transaction of business at a meeting of the Board shall be one-half of its members.

Nominations and Qualifications for Officers

- 8) With the exception of the Director at Large representing the Student members, only Active Members in good standing are eligible to serve as Officers or Directors. Only Student Members in good standing enrolled in the clinical year of their training program are eligible to serve as Director at Large representing the Student Members.
- 9) Nominations for election of Directors of the Society shall be made by mail out or at the Annual General Meeting, followed by an election at the Annual General Meeting.
- 10) Directors and Officers may serve for consecutive terms if elected by the members.
- 11) A Director or Officer may be removed from office prior to expiration of his term by special resolution of the members. The Board of Directors shall convene a Special General Meeting to consider the passing of such a resolution if it receives a petition signed by a majority of the Society's Active Members in good standing requisitioning a Special General Meeting for this purpose.
- 12) A Director or Officer shall cease to hold office upon ceasing to be qualified to serve as such, but otherwise shall hold office until removal, resignation, or until the election or assumption of office of his successor,

Remuneration of Directors and Officers

- 13) No Officer shall be paid any remuneration by the Society for his services as an Officer unless such remuneration is first approved by ordinary resolution of the members.
- 14) No Director shall be paid any remuneration by the Society for his services as a Director.
- 15) Directors and Officers shall be reimbursed by the Society for all reasonable and proper expenses incurred by them in the discharge of their duties.

Powers, Duties and Responsibilities of Directors and Officers

- 16) Subject to the Society Act and the Constitution and Bylaws of the Society, the Board of Directors shall manage or supervise the management of the operations and affairs of the Society and may exercise all the powers of the Society.
- 17) The Executive Committee may in the interval between meetings of the Board of Directors exercise all the powers of the Board of Directors and make any decision that the Board of Directors is authorized to make. The Executive Committee shall perform such other duties and functions as may be assigned to it by the Board of Directors.
- 18) The Board of Directors may appoint special committees for such purposes, as it deems necessary.
- 19) The powers, duties and responsibilities of the Officers of the Society shall be as follows:
 - a) President:
 - i) Shall preside at all general meetings of the Society.
 - ii) Shall be a member of all committees except the Professional Conduct Committee.
 - iii) Shall function in his position for the benefit of the Society or as directed by the membership.
 - iv) Shall meet all duties and responsibilities in his capacity as a member of the House of Delegates of the C.S.R.T.
 - b) President Elect:
 - i) Shall familiarize himself with the functions of the Office of President.
 - ii) Shall perform such duties and exercise such powers as may be assigned to him by the President, the Executive Committee, or the Board of Directors.

- c) Past President:
 - i) Shall serve as a voting member of the Executive Committee and the Board of Directors.
 - ii) Shall act in an advisory capacity to the President, the Executive Committee, and the Board of Directors.
- d) Secretary:
 - i) Shall attend all meetings of the Society and all meetings of the Board of Directors and at such meetings, the secretary shall record the votes and minutes.
 - ii) Shall keep the records of the Society.
 - iii) Shall perform the business of the Society as directed by the Board of Directors.
 - iv) Shall maintain an accurate mailing list of the members of the Society.
 - v) Shall provide notification to the members of any annual, general or special meeting called.
 - vi) Shall validate all proxies.
- d) Treasurer:
 - i) Shall keep accurate accounts of assets and debts of the Society.
 - ii) Shall keep records of all disbursements and receipts and shall deposit all monies paid to the Society.
 - iii) Shall submit the accounts to the auditor of the Society as requested.

Article VIII – Special Interest Groups

- 1) As provided in this Article, members may apply to organize special interest groups within the Society to pursue objectives of special professional interest to them.
- 2) An application to form a special interest group shall be made to the Board of Directors by at least 12 members in good standing. The application should specify the objectives of the proposed group and describe the activities planned to achieve those objectives. The proposed Terms of Reference of the group shall be submitted to the Board of Directors for approval.
- 3) The Board of Directors must approve the application for recognition as a Special Interest Group. That approval must be confirmed by ordinary resolution of the members at a general meeting of the Society. If an approved special interest group fails to function as described in the application for its approval or acts contrary to the Constitution and Bylaws of the Society, its status as an approved special interest group within the Society may be revoked by the Board of Directors whose decision shall be immediately effective and shall remain so unless and until reversed by ordinary resolution of the members at the next Annual General Meeting of the Society.
- 4) A member of a Special Interest Group may be invited to sit on the Board of Directors to exchange information pertaining to professional interest.

Article IX – Annual Dues

- 1) The annual dues payable by members shall be determined from time to time by ordinary resolution passed by the members, *present in person*, at an Annual General Meeting. Proxies may not be used for voting purposes on any resolution to determine annual dues.
- 2) Annual dues may be determined at different amounts for different categories of membership.
- 3) Annual dues for a fiscal year shall be payable on or before the 31st day of March of the preceding fiscal year.

- 4) Failure by a member to pay annual dues when due will result in his membership ceasing to be (held) in good standing and renders her subject to summary expulsion from membership as provided in Section 4(d) of Article II of these Bylaws.
- 5) Any person expelled from membership for failure to pay annual dues may, at the discretion of the Board of Directors, be reinstated to membership if he applies for reinstatement and tenders payment of his accrued arrears of annual dues and payment of a reinstatement fee as may be set by the Board of Directors in an amount not to exceed the amount of the accrued arrears of annual dues owing.

Article X – Code of Ethics

Every member shall observe and uphold the principles, rules, and standards of ethics and conduct set forth in this Article as the Code of Ethics of the Society.

- 1) Each member of the Society shall conduct himself in such a manner as to gain the respect and confidence of other health care personnel, as well as respecting the human dignity of his associates and peers;
- 2) Each member shall be responsible for the execution of his assigned duties, in a competent and efficient manner, being guided at all times by his concern for the welfare of the client. Each member shall familiarize himself with and comply with provincial and federal laws governing the practice of respiratory therapy.
- 3) Each member shall keep in confidence any and all privileged information concerning the client. Enquiries regarding the dissemination of privileged personal or clinical information pertaining to the client by persons other than those members of the health care team, who are responsible for the care of the client, shall be directed to the client or the person in charge of the care of the client.
- 4) No member shall endeavour to extend his practice beyond his competence and the authority invested to him by a physician.
- 5) Each member must avoid conflicts of professional interest.
- 6) Each member shall accept responsibility for referring incompetence and illegal or unethical conduct to the proper authorities and the Society. Only through the integrity of each member can the purposes of the profession be served.
- 7) Each member shall adhere to the Constitution and Bylaws of the Society and support the objectives and purposes contained therein.

The Board of Directors may, from time to time, publish interpretations of the Code of Ethics for the guidance of the membership.

Article XI – Professional Conduct

- 1) All complaints alleging that a member has been guilty of misconduct or a condition referred to in Section 10 of Article XI shall be initially referred to the Executive Committee for review and consideration. Complaints may only be considered if they are brought forward in writing to the BCSRT. If the allegation to which the complaint pertains to is already under investigation by another body authorized to do so, no further action will be undertaken by the Society until such time as said investigation is complete and a judgement is rendered.

- 2) If the allegation to which the complaint pertains to is not currently under investigation by another body authorized to do so, the Executive Committee will call for the formation of an Inquiry Committee. This committee will include no less than three active members to investigate the complaint.
- 3) After review and consideration by the Executive Committee, the Executive Committee shall decide whether the complaint appears warranted. Should the Executive Committee determine that the complaint(s) are unwarranted, no further action shall be taken.
- 4) In circumstances where the investigation is being undertaken by an authorized body other than the BCSRT (as in Article XI section 1), the results of this investigation will be considered by the Executive Committee as if they had been carried out by the Society itself.

If the results of this investigation determine that the complaint(s) are unsubstantiated, no further action shall be taken. In circumstances where the investigation is being undertaken by an Inquiry Committee of the BCSRT (as in Article XI section 2), the Inquiry Committee will formally deliver a written report on the allegation, detailing all of the facts, to the Executive Committee. The Executive Committee upon execution of any business being conducted under Section XI shall ensure that there is one (1) public appointed person included on the Committee. If the Executive Committee, upon review of the facts, determines that the complaint(s) are unsubstantiated, no further action shall be taken.

If the complaint is substantiated, as determined from the results of an outside investigation (as in Article XI section 1) or as determined by the Executive Committee after review of the facts presented by the Inquiry Committee, but the breach of conduct does not fall under any of the categories listed in Article XI section 10, then no further action will be taken.

- 5) If the complaint is substantiated, as determined from the results of an outside investigation (as in Article XI section 1), and it is determined that the breach of conduct falls under the categories listed in Article XI section 10, the Executive Committee may carry out the penalties as defined in Article XI section 11.

If the complaint is substantiated, as determined by the Executive Committee after review of the facts presented by the Inquiry Committee, and it is determined that the breach of conduct falls under the categories listed in Article XI section 10, the Executive Committee may direct that a citation be issued against the member and that a hearing into the conduct of that member be held.

- 6) The Citation shall:
 - a) Describe the general nature of the complaint against the member and provide particulars of the alleged conduct to be investigated at the hearing.
 - b) State the time and place of the hearing: and
 - c) Be served personally on the member at least 14 days before the date of the hearing or mailed to him at his registered address, by registered mail at least 21 days before the date of the hearing.
- 7) The hearing pursuant to the Citation shall be convened before a Professional Conduct Committee composed of three active members and one (1) public appointed person. The Professional Conduct Committee will be formed specifically for the purpose of the hearing under the direction of the Board of Directors. The Professional Conduct Committee:
 - a) Shall have authority to govern its proceedings and to order adjournments thereof;

- b) Shall be bound by the rules of evidence and procedure as would pertain in the court of law;
 - c) Shall Cause the evidence of witnesses to be given under oath or affirmation and to be written by stenographer or recorded by a sound recording apparatus of other convenient means, and if required, transcribed;
 - d) May proceed with the hearing in the absence of the cited member, being satisfied that the citation was duly served on or mailed to the cited member as provided by these Bylaws and this can be substantiated;
 - e) May order that the hearing be held in camera, and;
 - f) Will recognize that the member shall at all times be entitled to be represented by legal counsel and may be accompanied by a family member or another member of the Society.
- 8) The Society and the cited member shall have the right to submit evidence and argument relevant to the Citation to the Professional Conduct Committee and each shall have full rights of cross-examination. Both the Society and the member shall be entitled to be represented by legal counsel.
- 9) The Professional Conduct Committee shall not be confined to inquiring into only that conduct of the member that is described and identified in the Citation. The member may at any time, request an adjournment and the Professional Conduct Committee may grant the adjournment where it considers that fairness to the member requires it.
- 10) At the termination of the hearing, the Professional Conduct Committee shall either dismiss the Citation or decide that the member:
- a) Violated the Constitution and Bylaws of the Society;
 - b) Violated the Code of Ethics of the Society or otherwise acted in an unethical manner;
 - c) Engaged in incompetent or substandard professional practice;
 - d) Is incapable of safe and competent practice by reason of a physical or mental condition or an addiction to or abuse of alcohol or drugs;
 - e) Engaged in professional misconduct or conduct unbecoming to a member of the Society; or
 - f) Committed or is subject to any combination of the aforementioned conduct, conditions, or practice.
- 11) Should the Professional Conduct Committee determine that the member is in violation of Article X or Article XI it may:
- a) Reprimand the member;
 - b) Impose probationary conditions on the continuance of the membership of the member;
 - c) Suspend the membership of the member for a period of time not in excess of two years;
 - d) Expel the member from membership in the Society;
 - e) Order the member to pay all or part of the costs incurred by the Society in investigating the complaint against the member and prosecuting the Citation against him; or
 - f) Take or order any combination of the foregoing actions against the member.

- 12) The decision of the Professional Conduct Committee under Article XI Section 10 and 11 shall be in writing and the Committee shall state its rationale for the decision. A copy of the decision and the Committee's rationale shall be served upon or sent to the member in the same manner as provided for a Citation under Article XI Section 6. If the member is found NOT to be in violation of either Article X or Article XI, it will be thus documented by the Professional Conduct Committee and kept on the members' file. Additionally, any expenses incurred by the member during the citation and hearing process will be 100% reimbursed by the Society.
- 13) A member in receipt of a Notice of Professional Misconduct may appeal the decision of the Professional Conduct Committee to the Board of Directors by serving a notice of appeal to the Society within 14 days after notification of the decision of the Committee or, if the decision was mailed to the member, within 21 days after the date of the mailing.
- 14) Upon receipt of a notice of appeal within the time limited, the Treasurer of the BCSRT shall ascertain the estimated cost of preparation of a transcript of the proceedings before the Professional Conduct Committee, plus four additional copies thereof, and shall notify the appellant thereof. The appellant shall pay the estimated cost to the Society. The Secretary of the BCSRT will then arrange for preparation of the transcript and additional copies. If the appellant fails to provide the necessary funds within 30 days of the date on which notice of the estimated cost is given to the appellant, the Executive Committee may summarily declare that the appeal is abandoned.
- 15) The quorum of the Board of Directors for the appeal hearing shall be at least three of its members, and the inclusion of one (1) public appointed person. No member of the Executive Committee or of the Professional Conduct Committee, whose decision is being appealed, shall take any part in the hearing or decision of the appeal.
- 16) The appeal to the Board of Directors shall be argued on the basis of the transcript, the exhibits, and the decision of the Professional Conduct Committee. New evidence shall only be allowed where exceptional circumstances so warrant. Except where inconsistent with these Bylaws, the Board of Directors has the same powers on an appeal as the Professional Conduct Committee has in relation to the hearing. In circumstances where the decision of the Executive Committee was based on the results of an investigation conducted by an outside body authorized to do so, and of the member, all judgements passed upon the member under Article XI section 11 as a result of the original decision will be revoked and the member reinstated without prejudice.
- 17) The President shall set the time and place for the hearing of the appeal and shall ensure that written notice is delivered to the appellant. The notice shall be served on the appellant at least 14 days prior to the date of the appeal or mailed to him by registered mail at least 21 days prior to the date of the appeal.
- 18) If the appellant does not appear by himself or his counsel at the time and place appointed for the hearing of the appeal, the Board of Directors, on being satisfied that the written notice referred to in Section 17 was duly served or sent to the appellant as provided in that section, may summarily dismiss the appeal.
- 19) After hearing the appeal the Board of Directors may:
 - a) Dismiss the appeal and confirm the decision rendered by the Professional Conduct Committee;

- b) Allow the appeal and set aside the decision, rendered by the Professional Conduct Committee, in which case the appellant shall be entitled to a 100% refund of any and all costs associated with the appeal including costs of the transcript paid by the appellant under Section 14;
 - c) Vary the decision rendered by the Professional Conduct Committee
- 20) The decision of the Board of Directors shall be in writing and shall state its reasons for the decision. A copy of the decision and reason shall be served or sent to the member in the same manner as provided for a Citation under Section 6. The decision of the Board of Directors under Section 20 shall be final and not subject to any further appeal or review.
- 21) Decisions of the Professional Conduct Committee and of the Board of Directors shall be published in such manner and to such persons as may be directed by the Board of Directors.
- 22) A person expelled from membership by a decision under this Article may not apply for reinstatement to membership until at least two years have elapsed from the date of expulsion. After that time the person may apply for reinstatement to the Board of Directors. In dealing with such an application, the Board of Directors shall have regard to the conduct of the applicant, which resulted in the expulsion to safeguard against the recurrence of similar conduct in the future, and such other facts and circumstances, as it considers relevant.
- 23) Any member in respect of whom a complaint is made is entitled to be treated fairly and impartially at all stages of the professional conduct review process provided for by this Article. To this end, no person shall take any part in any investigation, hearing or appeal under this Article if reasonable grounds exist to believe that the person:
- a) May be biased for or against the member; or
 - b) May be subject to a personal interest that conflicts with his duty to act fairly and impartially.

Article XII – Borrowing and Signing Authority

- 1) The Society may not borrow money by way of loan except as approved by special resolution of the members. This restriction is not applicable to transactions in the ordinary course of business whereby the Society procures goods or services on credit terms, including a President's Credit Card with a maximum limit of \$5000.
- 2) The signing officers for cheques drawn on any bank account of the Society are the Executive members. The signature of both the Treasurer and one other officer shall be required.

Article XIII – Auditor

- 1) This Part applies only where the Society is required or has resolved to have an auditor.
- 2) The first auditor shall be appointed by the Directors who shall also fill all vacancies occurring in the office of the auditor.
- 3) At each Annual General Meeting the Society shall appoint an auditor to hold office until he is re-elected at the next Annual General Meeting.
- 4) An auditor may be removed by ordinary resolution. An auditor shall be promptly informed in writing of appointment or removal.
- 5) No Director and no employee of the Society shall be auditor.

- 6) The auditor may attend general meetings.

Article XIV – Inspection of Records

- 1) All books, records and documents of the Society shall be available for inspection by members on reasonable notice and during reasonable hours permitted by the Board of Directors other than those books, records and documents which relate to:
 - a) Investigations or proceedings under article X11, except for decisions of Discipline Committee or Board of Directors which have been published generally to the profession or otherwise made public; or
 - b) Other matters or proceedings of a confidential nature, the disclosure of which would, in the opinion of the Board of Directors, be harmful to the best interests of the Society or an unwarranted intrusion on the privacy of an individual member or other person.
- 2) The books, records and documents of the Society that are less than 3 years of age (other than financial records) will be kept by the Secretary of the BCSRT at the registered office of the Society on file with the Corporate and Personal Properties Registry.

Financial records of the Society that are less than 3 years of age will be kept by the Treasurer of the BCSRT at his/her address that is on file with the Corporate and Personal Properties Registry.

All other books, records and documents of the Society will be kept in storage (address of the facility available from the Secretary of the BCSRT).

Article XV – Society Seal

The seal of the Society shall be entrusted to the custody of the Secretary and shall only be used as authorized by the Board.

Article XVI – Notice to Members

- 1) A notice may be given to a member, either personally, by mail and/or email at his registered address or email address. Each member shall promptly advise the Society of any change of his address so that the register of members may be changed accordingly.
- 2) A notice sent by mail shall be deemed to have been given on the second day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that notice was properly addressed and put in a Canadian post office receptacle, or submitted by email.
- 3) Notice of a general meeting shall be given to:
 - a) Every member in good standing shown on the register of members on the day notice is given, and to the auditor, if applicable.
 - b) No other person (other than a and b above) is entitled to receive notice of general meeting.

Article XVII – Amendments to Constitution and Bylaws

- 1) Except as provided in the Article, the Bylaws of the BCSRT may only be amended in accordance with the provisions of the Society Act.
- 2) The Bylaws may only be amended by special resolution passed at an Annual or Special General Meeting of the members. Written notice of the proposed special resolution shall accompany the notice of meeting sent to the members.
- 3) The Constitution of the BCSRT may only be amended in accordance with the provisions of the Society Act.
- 4) The Constitution may only be amended by special resolution passed at an Annual or Special General Meeting of the Members. Written notice of the proposed special resolution shall accompany the notice of meeting sent to the members.
- 5) On being admitted to membership, a member may request and is entitled to receive a copy of the Constitution and Bylaws. The Society shall provide a copy to the member at no charge.