**Bylaws**

Canadian Institute of Public Health Inspectors (Alberta Branch)

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A by-law relating generally to the conduct of the affairs of THE CANADIAN INSTITUTE OF PUBLIC HEALTH INSPECTORS (ALBERTA BRANCH)

## By-laws

1. The operations of the Association are to be chiefly carried out in the Province of Alberta, Northwest Territories and Nunavut.

## Definitions

* 1. ‘Association' means the Canadian Institute of Public Health Inspectors, Alberta Branch
	2. ‘Association Executive’ means the Association Executive established in accordance with these by-laws. The Association Executive shall consist of the President, the President-Elect, the Immediate Past President, the Secretary and the Treasurer. May also be referred to as “officers.”
	3. "Executive Board” means the Executive Board of the Association established in accordance with these by-laws. The Executive Board shall consist of the Association Executive and the Zone Councilors.
	4. “Institute” means the Canadian Institute of Public Health Inspectors, national body corporate established under the statutes of Canada.

## Membership

1. Membership types in the Association shall be defined by the Institute.

## Membership Dues

1. The annual membership dues for regular, retired, student, corporate and affiliate members shall be made up of:
	1. The National Assessment as established from time to time in accordance with the by-laws of the Institute, and
	2. The Association Assessment as authorized hereinafter.
	3. Honourary and Life members shall not be required to pay any assessment.
	4. The National Assessment for retired, student, corporate and affiliate members shall be set from time to time by the Institute.
2. The Association Assessment for regular members shall be set from time to time by the Executive Board, provided that no change in any Assessment shall come into effect until approved by two-third (2/3) of the members voting at an Annual General Meeting of the Association (AGM).
3. The Association may enter an arrangement with the Institute respecting the collection and remission of Annual membership dues on behalf of both bodies.
4. Notwithstanding anything contained in this by-law, no person shall be recognized as a member-in-good-standing in the Association unless that person is also a member in-good-standing of the Institute.
5. The Annual Membership dues, termination and discipline shall be in accordance with section IV of the CIPHI By-Laws 12/09/2022.

## Directors and Association Positions

1. There will be no director positions.
2. The Association, by majority vote at an AGM, may combine the offices of the Secretary and the Treasurer into one office of Secretary-Treasurer, in which case the Secretary-Treasurer shall perform the duties of Secretary and Treasurer as outlined hereinafter.
3. The president shall:
	1. Be an ex-officio member of all committees of the Association.
	2. Preside at all meetings of the Association, Association Executive and Executive Board, or shall name a member of the Executive Board to act for him or her,
	3. Represent the Association at meetings of the National Executive Council, or designate an alternate representative of the Association, and
	4. Serve as public spokesperson for the Association and express the position of the Association on issues related to environmental public health.
4. The President-Elect shall:
	1. Carry out duties as assigned by the President and as outlined in the Policies and Procedures of the association; shall act in lieu in the absence of the President; shall prepare to assume the office of President.
	2. In the event of the death, absence or resignation of the President the President-Elect shall complete the balance of the term in addition to completing her or his own term if the term ends within one year.
	3. In the event the current President-Elect must replace the current President in the first year of their term, then a new President-Elect may be voted in at the next Association Annual General Meeting to complete the remaining year of the 2-year term in addition to completing her or his own term.
	4. In the event of the death, absence, or resignation of the President-Elect, she or he shall be replaced by the members of the Association at the next General Meeting.
	5. In the event the President is elected to the position of President of the National Executive Council of the Institute, the President-Elect shall complete the balance of the term in addition to completing her or his own term. The President-Elect shall not be replaced for the balance of the term.
5. The Secretary shall:
	1. Attend all meetings of the Association Executive and Executive Board and keep the minutes of such meetings or designate an alternate representative of the Executive Board to conduct these duties if he/she cannot be present.
	2. Have charge of all correspondence of the Association and deal with same in accordance with the direction of the President and Executive Board.
	3. Send notices of various meetings to the members and student members concerned.
	4. Ensure the Association maintains compliance with the Societies Act, whereby a statement of the Association’s list of officers, assets and liabilities, and audited finances, addresses for communications and any change in by-laws must be filed with the Registrar of the Government of Alberta.
6. The treasurer shall:
	1. Collect and receive the Annual Association Assessment and all other monies paid to the Association and shall be responsible for the deposit of the same in whatever Chartered Bank, Trust Company, or Credit Union the Executive Board may order.
	2. Account for the funds of the Association.
	3. Keep such books as may be directed by the Executive Board.
	4. Present a full detailed account of the receipts and disbursements to the Executive Board whenever requested.
	5. Prepare for the AGM a statement duly audited as hereinafter set forth of the financial position of the Association and shall provide a copy of the same to the Secretary for the records of the Association.
7. The immediate Part-President shall:
	1. Assume the duties of the President-Elect, should that position be unable to perform the function of the position.
	2. Review the Association By-laws biennially by a committee consisting of the Immediate Past President and at least two (2) members-in-good standing. Any proposed amendments or changes shall be presented to the General Membership at the Association's next AGM.
	3. Serve a term of a minimum of one year. The Immediate Past President may extend by way of announcement at the AGM his or her term for up to one additional year to a maximum of two consecutive years.
8. The Association Executive, except the Immediate Past-President, shall be elected at the AGM.
9. In the event of any member of the Association Executive except the President being unable to complete his or her term of office for any reason, the vacancy shall be filled by appointment by the Executive Board.
10. Any member of the Executive Board upon a majority vote of all members in good standing, may be removed from office for any cause, which the Association may deem appropriate.
11. Position of Zone Councilor shall be confirmed by the general membership at the AGM where election of the Association Executive occurs.
12. Executive Board shall:
	1. Hold office for the length of term articulated in the Terms of Reference for the position,
	2. Have and exercise the powers and perform the normal functions of the Association between regular general meetings,
	3. Have the power to appoint committees for specific purposes to further the aims of the Association, and
	4. Meet as often as necessary at the call of the President but at least once in each calendar year for consideration of the Association’s business.

##  Expenditures and Funds

1. Notwithstanding the generality of Section 20 no expenditure of Association funds exceeding $10,000 shall be undertaken except with the prior approval of a meeting of the Association.
2. Notwithstanding Section 21), the Association may exceed a $10,000 expenditure for the deposit requirements of an Association educational event where there is a proposed net return. The Association may exceed $10,000 for deposit upon review and acceptance of a proposal and shall not be undertaken except with the unanimous approval at a meeting of the Executive Board of the Association.
3. Where a proposed net return is not anticipated, no expenditure of Association funds exceeding $500 shall be undertaken except with the unanimous approval at a meeting of the Executive Board of the Association.
4. The limit of the expenditures of the Association funds may be reviewed at the AGM

## Elections

1. Notwithstanding the right of any member attending the AGM to make a nomination, the Executive Board may appoint a nominating committee for the purpose of nominating one or more members for each position to be filled.
2. A member must consent to his or her nomination for a position on the Executive Board or such nomination will be withdrawn.
3. A member shall give consent to nomination, either:
	1. Verbally if in attendance at the AGM, or
	2. In writing filed with the Secretary prior to the AGM
4. All elections shall be by secret ballot.
5. Only members entitled to vote in accordance with these by-laws shall be permitted to vote in any election for a member of the Association Executive.
6. To be elected to any position on the Executive Board or Association Executive a candidate must receive not less than 50% of the votes cast plus one.
7. If none of the candidates receives the number of votes required for election by clause (30) the candidate who received the lowest number of votes shall be dropped from the ballot and a further vote shall be taken.
8. If all the candidates on the ballot receive the same number of votes, the President shall cast the deciding vote.
9. If only one person is nominated for a position that person is declared elected.

## Auditing

1. The books, accounts and records of the Secretary and Treasurer shall be audited each year and the auditor's report shall be presented to the membership at the AGM.
2. The auditor(s) shall be appointed at a general meeting of the Executive Board.
3. The books and records of the Association may be inspected by any member of the Association,
	1. At the AGM, or
	2. Upon request after giving reasonable written notice and arranging for such an inspection with the Secretary and/or the Treasurer.

## Zones

1. To facilitate the purposes of the Association, the Association shall establish zones within the Province of Alberta, Northwest Territories and Nunavut
2. Each zone established in accordance with section 37) shall consist of a defined portion of the Province of Alberta, Northwest Territories and Nunavut.
3. The Association at an AGM shall have the authority to establish, disestablish, set the boundaries of or alter the boundaries of a zone.
4. There shall be a Zone Councilor for each zone who shall be a member of the Association whose place of employment is wholly or partially within the zone.
5. In the case of a retired member, for the purposes of section 40), “place of employment” shall be deemed to be “place of domicile in the Province of Alberta, Northwest Territories and Nunavut".
6. The Zone Councilor shall engage with members of the zone by way of meetings, broadcasts, teleconferences or electronic updates, preferably not less than once per year for purposes which are within the scope of the Association.
7. Zone meetings are to be arranged for the convenience and needs of the members of the Association whose place of employment is wholly or partially within the zone, attendance at such meetings is not necessarily limited to such members.
8. The Executive Board may authorize an advance of funds to a Zone Councilor to cover the expenses which may be associated with a zone activity which is within the purposes of the Association, provided such advance is within the limits imposed by section 21).
9. The Zone Councilor shall return to the Treasurer of the Association any unused portion of the grant together with a full accounting and receipts covering expenditures.
10. Each Zone Councilor shall provide a written report to the AGM.
11. Each report shall cover the activities of the Councilor in the furtherance of the purposes of the Association since the previous AGM.

## Association Meetings

***Annual General Meeting and Regular Meetings***

1. The Association shall hold one regular meeting each year designated as the AGM.
2. The AGM will occur at the pleasure of the Association usually, but not exclusively, in the spring.
3. The association may hold additional regular meetings in the calendar year.
4. The Executive Board shall designate the time and place for each regular general meeting.
5. Each member of the Association in good standing shall be notified in writing or by electronic means by the Secretary of the time and place of each regular general meeting and such notification shall be sent at least 30 days prior to the date set for the meeting.

***Special Meeting***

1. The Association Executive or any four members of the Executive Board or 10% of the members in good standing may at any time through the President request a special meeting of the Association.
	1. The request for a special meeting shall outline the purpose or purposes of the proposed meeting.
	2. Within seven days following receipt of a request for a special meeting, the President shall set the time and place for such meeting.
	3. A special meeting shall be held within 30 days following the receipt of the request for such meeting.
	4. The secretary shall notify all members in good standing of the time and place of a special meeting and such notice shall be distributed to members by the most appropriate means as deemed by the Executive Board at least 14 days prior to the date set for such meeting.
	5. The notice of special meeting required by section 53d.) shall outline the purpose or purposes of the meeting as provided in the request for the meeting.
	6. Only the matters covered in the request for the special meeting shall be considered during such meeting.

## Rules of Order

1. Except where otherwise required by these by-laws, Roberts Rules of Order shall govern the conduct of all regular general meetings and all special meetings of the Association.
2. The Association Executive, Executive Board, standing committees, special committees, and subcommittees of the Association are authorized to meet by mail, telephone, fax, computer, or other appropriate means.

## Quorums

1. Twenty members or 20% of the members in good standing, whichever is less, shall constitute a quorum for any general meeting or special meeting of the Association.
2. A majority of the members of the Executive Board shall constitute a quorum for any meeting of the Executive Board, provided that those present include at least two (2) members of the Association Executive and at least two (2) Zone Councilors.

## Voting

1. Except where otherwise specifically required by these by-laws all questions before any regular general meeting or special general meeting of the Association or before a meeting of the Executive Board or before a meeting of the Association Executive shall be decided by a simple majority vote of those entitled to vote and voting at such meeting.

## Remuneration

1. The AGM each year shall authorize the use of Association funds not exceeding specified amounts for the expenses which may be incurred by members of the Executive Board and members of the Association Executive attending meetings of the bodies concerned.
2. Accounts for expenses at rates established by the Executive board incurred by:
	1. A member of the Executive Board, or his/her designate, for attending an Executive Board meeting, or
	2. The President of the Association, or his/her designate, for attending National Executive Council Meetings

shall be paid by the Treasurer of the Association in accordance with the current financial expense policy]

1. Honoraria may be paid to any member on the approval of the Association Executive.
2. The amounts of the honoraria authorized by section (61) shall be decided at the Annual General Meeting.
3. Except as provided in this section no member of the Association Executive shall be paid fees for services related to his or her office or responsibilities.

## Changes to Bylaws

1. These by-laws may be rescinded, altered or added to by the passing of a special resolution herein after provided.
2. The Executive Board or two or more members of the Association may propose a special resolution respecting these by-laws to be considered at an AGM.
3. Every proposal for a special resolution respecting these by-laws shall:
	1. Be in writing,
	2. Detail the action in respect to the by-law, which is proposed, and
	3. Name the sponsors of the special resolution (Executive Board or at least two (2) members).
4. Every proposal for a special resolution shall be submitted to reach the Secretary of the Association not later than 30 days prior to the AGM.
5. The Secretary shall notify each member of the Association in good standing of the special resolution in writing or by electronic means at least 21 days prior to the AGM.
6. Members in good standing may vote by proxy on special resolutions, but the proxy must be a member entitled to vote and his or her authority must be in writing and filed with the Secretary of the Association before the meeting opens.
7. To pass, a special resolution shall require not less than 75% of those members who, if entitled to do so, vote in person or by proxy on the question.
8. No repeal, alteration or addition to these by-laws shall come into force until approval of the Institute has been obtained.
9. Any repeal, alteration or addition to these by-laws shall come into effect on approval of the Institute or at such later date as may be set out in the special resolution.
10. Copies of every approved special resolution shall be filed with the Registrar in accordance with the requirements of the Societies Act.
11. All members-in-good-standing will be assured access to the most current version of the Alberta Branch, Canadian Institute of Public Health Inspectors By-laws through posting on a public website or by hardcopy, whichever is more practical as determined by the Association Executive.