



CANADIAN COLLEGE OF HEALTH LEADERS COLLÈGE CANADIEN DES LEADERS EN SANTÉ

Learning, Leading, Inspiring Apprendre, mener, inspirer

CANADIAN COLLEGE OF HEALTH LEADERS

CHAPTER REGULATIONS

DATE: June 2016

1. Preamble

- 1.1 The purpose of these regulations is to provide structure for the organization of each chapter of the Canadian College of Health Leaders. The regulations are the same for each chapter. An appendix can be used in the event that a chapter deems it necessary to include an item not already stipulated below.
- 1.2 Where an affiliation agreement exists with the chapter, the terms of this agreement should be applicable to the governance process (GP) of the chapter.

2. Definitions

- 2.1 **Board** shall mean the Board of Directors of the College.
- 2.2 **Chair** shall refer to the presiding officer of the chapter's executive committee.
- 2.3 **Chapter** shall mean the group of members who have been issued the authority by the College's Board of Directors to operate as a chapter.
- 2.4 **Chapter executive committee** shall mean the group of elected members within the chapter who will actively participate in the affairs of the chapter.
- 2.5 **College** shall mean the Canadian College of Health Leaders (CCHL).
- 2.6 **Committees** shall refer to those committees established by the chapter executive committees in accordance with section 9 of these regulations.
- 2.7 **Individual member** shall mean any person belonging to the College within one of the membership categories as defined by the consolidated bylaws.
- 2.8 **National office** shall mean the staff of the College who report to the Board of Directors.
- 2.9 **Officers of the chapter executive committee** shall refer to those members holding office in the chapter executive committee, namely the chair, vice-chair, past-chair, treasurer and secretary.

3. Organization

The chapter is an integral part of the College and shall have no legal status separate and apart from the national organization. The chapter shall be subject to the consolidated bylaws of the College, and to any policies established by the board. No power shall be attributed to the chapter beyond that which is specified in these regulations. These regulations are considered regulations of the College and can only be altered by resolution of the board.

4. Boundaries

The board will define chapter boundaries where required and these boundaries will form an addendum to the Chapter Regulations.

5. Purposes

The purposes of the chapter shall be in keeping with the purposes of the College. The chapter is authorized to carry out local programs consistent with the mission and goals of the College and to facilitate the individual participation of members in the affairs of the College. The specific purposes of the chapter shall be to:

- 5.1 Support and assist in the recruitment and retention of members;
- 5.2 Promote awareness of the College and create a strong, professional network among members;
- 5.3 Provide professional development support and encouragement to members with an emphasis on the value of life-long learning;
- 5.4 Assist with issues identification and resolutions;
- 5.5 Recognize chapter members for outstanding efforts and contributions to the welfare of the chapter and its members;
- 5.6 Engage in representation and public policy activity, consistent with established positions and policies of the College;
- 5.7 Respond to the needs of members, when necessary, through innovation and enhancement that may be dictated by region or circumstance;
- 5.8 Expend its funds prudently for the benefit of the chapter and its members;
- 5.9 Promote knowledge sharing among members.

6. Membership

The national office has assigned each individual member to the chapter according to the member's registered office or home address. Membership in the chapter is restricted to members of the College as set out in the consolidated bylaws. Individuals who are not members of the College may participate in chapter meetings and events, but are not entitled to vote or to hold office in the chapter.

7. Chapter executive committee

7.1 Composition

The chapter executive committee shall be comprised of individual members of the College and the provincial/territorial director to the board, the latter of who shall be non-voting ex officio. The chapter executive committee shall be well represented by certified members. The chapter will have flexibility on the make-up of the chapter executive committee with respect to number of members, categories of members, geographical representation and areas of representation i.e. Canadian Forces, corporate, students. The chapters may be permitted to include non-members on the executive in a non-voting ex-officio role.

7.2 Duties and responsibilities

The chapter executive committee shall actively pursue, and engage the membership in, the purpose and strategic plan of the College and chapter and be governed by the consolidated bylaws and policies of the College and regulations of the chapter.

Specific responsibilities:

- Develop and maintain a chapter business plan and maintain proper chapter finances;
- Report regularly to the chapter on the affairs of the chapter;
- Be governed by the consolidated bylaws and policies of the College and the regulations of the chapter.
- Designate at least two (2) signing officers, one of which should be the treasurer.

An elected member of the chapter executive committee shall actively participate in the affairs of the chapter. If a member is absent from three (3) consecutive meetings in a year, or from more than fifty percent (50%) of the chapter executive committee meetings in a year, the member may have his or her elected position on the chapter executive committee declared vacant if so recommended by the chairperson and approved by the chapter executive committee.

7.3 Officer roles and responsibilities

Chapters may make changes, amendments or additions to the following roles and responsibilities which would be found in an addendum to these regulations.

CHAIR

The chair is the senior executive officer of the chapter and is primarily concerned with providing leadership, supervising activities and ensuring that affairs are conducted in accordance with the bylaws and regulations established by the

College. The chair has the option to be a member of all committees in an ex-officio voting member capacity.

Roles and responsibilities

1. Calls and presides at all meetings of the chapter's executive committee.
2. Provides direction to the secretary in preparing an agenda prior to each meeting.
3. In collaboration with the treasurer, prepares the annual budget of anticipated revenues and expenditures, ensuring that funds are allocated properly.
4. Ensures that the chapter maintains a forward planning process.
5. Serves as the primary liaison with the College's national office.
6. Represents the chapter on the College's Chapter Advisory Council, when the chair is unable to attend they can assign an executive as a delegate. Where there are co-chairs only one will represent the chapter on the Chapter Advisory Council.
7. Delegates any specific duties and authority to other members of the chapter executive committee and ensures their proper implementation.
8. Provides general supervision over the affairs of the chapter ensuring that the activities of all committees are properly coordinated and administered.
9. Appoints and serves on the nominating committee.
10. At the end of each fiscal year (December 31), ensures that financial statements are provided to the national office.
11. Provides orientation to the incoming chair on his/her responsibilities
12. Takes other actions as necessary and in accordance with regulations to assure the effective operation of the chapter.
13. Is accountable to all members of the chapter.
14. Chair has the responsibility in conjunction with vice chair to ensure that all members of the executive meet the expectations of their role.
15. Acts as spokesperson on behalf of the chapter as required.
16. Participates actively in member orientations, member support and in chapter meetings, conference calls and events.

VICE CHAIR

An executive officer of the chapter, who serves as acting chair in the chair's absence.

Roles and responsibilities

1. Assumes all of the responsibilities, duties and authorities of the chapter chair when assigned by the chair or when the chair is not available or reachable and urgent action is required.

2. Provide support and assistance to the chair in carrying out his or her responsibilities.
3. Acts as a sounding board to the chair providing advice, council and help wherever possible.
4. Assists with chapter forward planning processes, member educational and social events.
5. May agree to take on specific ongoing duties and responsibilities from, for, or on behalf of the chair.
6. Participates actively in member orientations, member counselling and in chapter meetings, conference calls and correspondence.
7. Serves on the nominating committee for chapter executive membership and special committees.
8. Chairs all nominating committees required to put names forward for College awards, and other honours.
9. Provides orientation to the incoming vice chair on his/her responsibilities.

TREASURER

Roles and responsibilities

1. Develops and reviews annually chapter financial policies and assures that appropriate procedures and financial safeguards are in place. Recommend changes in financial policies and procedures to chapter executive committee.
2. Draft, with input and approval by the chapter executive committee, annual financial goals, objectives and priorities.
3. Drafts an annual operating budget with input from the chapter executive committee members.
4. Prepares and interprets financial statements for chapter executive and members.
5. Prepares, interprets and presents quarterly (minimum) financial statements to chapter executive committee and members, including financial summaries of each chapter event.
6. Works with event committee to prepare a budget plan for each chapter event
7. Keeps an overview of the finances of the chapter including ongoing bank account balances plus forecasted revenues and expenses.
8. Submits the quarterly tax submission to **Canadian Revenue Agency/Revenu Québec** in accordance with College policy.

SECRETARY

Roles and responsibilities

1. Ensures that accurate minutes of all chapter executive committee, annual and special meetings are taken and approved.

2. Ensures that the chapter records are maintained as required by the College and made available when required by an authorized person.
3. Working with the chair, manages the general correspondence of the chapter except for such correspondence assigned to others.
4. Polls the chapter executive committee members for agenda items for all meetings and, once the agenda is approved by the chair or designate, circulates the agenda and any attachments.

PAST CHAIR

Roles and responsibilities

1. Provides support and assistance to the chair and vice chair in carrying out their responsibilities.
2. Acts as an advisor and mentor to the chair and vice chair providing advice, council and help when requested.
3. Acts as a steward of the Chapter Regulations and governance processes to ensure best practices are followed.
4. Oversees the nomination committee process to fill executive committee vacancies and appointments of officers.
5. Participates actively in member orientations, member support and in supporting the chapter executive committee.

7.4 Term of office

Individual members of the College in good standing may be elected to the chapter executive committee for a term of up to three (3) years for non-officer positions. In no event shall chapter executive committee elected members remain in office if they cease to be a member of the College. The term of office will be extended to allow members to fulfill duties of an office as outlined in Section 8. Chapter executive committee members will be restricted to one (1) additional, consecutive three (3) year term. Following a one (1) year absence, the individual can again be elected to serve on the chapter executive committee.

Notwithstanding the above, to promote continuity on the chapter executive committee, no more than one half of the chapter executive committee shall normally be elected in any one year.

7.5 Vacancies and elections

Should a vacancy occur on the chapter executive committee, the chapter executive committee shall have authority to either hold an election, or wait until the annual election. If the chapter would like to fill the position the chapter executive committee can do so, in an interim capacity until the next election. This would impact the number of voting members to establish quorum.

When there is a vacancy, a letter/email will be sent to all individual members employed or residing, in the case of those not employed, within the chapter, and asking whether they would be willing to serve on the chapter executive committee, or if they would like to nominate another member. A call for nominations is to be sent out to the entire chapter membership. It is up to the executive whether they would like to name the open positions or to put out a general vacancy call. In the event only one member is willing/nominated to stand for the position of chapter executive committee member, the chapter executive committee shall have the authority to declare the member elected by acclamation. In the event that more than one member is willing/nominated to stand, when the names of those put forward/nominated are received at the chapter executive committee, by the date specified, an election ballot listing all candidates will be provided to all individual members. This can be done as an e-vote through the national office. The date will be established for return of the election ballots and the candidate receiving the greatest number of votes shall be declared the chapter executive committee member for that term. In the event of a tie, there will be one re vote. If the tie remains, the chapter executive committee will select the member.

For those chapters who are divided in more than one area, if there is no one willing to serve in a particular geographical area, the chapter executive committee shall have the authority to canvass the chapter for a member-at-large. A letter would go out to all of the individual members in the chapter asking if there is anyone who would be willing to serve on the chapter executive committee representing the membership at large. When the names of those put forward/nominated are received at the chapter executive committee, by the date specified, an election ballot listing all candidates will be forwarded to each individual member of the chapter. If someone from the area with the vacancy decides to run at that time, they must still compete against any other member seeking election within the chapter. A date will be established for the return of the election ballots. The candidate receiving the greatest number of votes shall be declared the chapter executive committee member-at-large for that term.

7.6 **Meetings**

The chapter executive committee shall convene as required. Notice shall be given to all members of the chapter executive committee at least seven (7) days prior to any such meetings. At any meeting of the chapter executive committee, a quorum shall consist of 50 percent plus one of voting executive members. Only individual members of the College in attendance, in person or by any teleconference means, at any meeting of the chapter executive committee may vote, except for the chair, who may not vote, unless otherwise specifically provided.

A special meeting can be organized at the decision of the chair. The chapter executive committee may make decisions between meetings by e-vote and such decisions will be affirmed by resolution at the next scheduled meeting of the chapter executive committee.

7.7 Conflict of interest

No member of the chapter executive committee (or invited attendee) shall participate in any discussion or vote on any matter in which he or she or a member of his or her immediate family has potential or perceived conflict of interest due to having material economic or non-economic involvement or benefit, regarding the matter being discussed. When such a situation presents itself, the member must announce his or her potential conflict, disqualify himself or herself, and be excused from the meeting until discussion and voting are over on the matter involved. Failure to do so may result in suspension from the chapter executive committee or such other action as the chapter executive committee may determine.

The chair of the meeting is expected to make inquiry if such conflict appears to exist and the member has not made it known.

8. Officers

8.1 Composition

The officers of the chapter executive committee shall be the chair (or co-chair), vice-chair, treasurer, secretary, and past chair. The position of treasurer and secretary may be combined. The chapter executive committee may designate other officers from time to time at their sole discretion.

The members of the chapter executive committee may recommend two (2) members as co-chairs in place of a chair. Responsibilities of the office will be equally shared by the co-chairs. At any one time, only one of the co-chairs will be a voting member (i.e. if both co-chairs are in attendance, then one will vote as an officer and the other will not vote, except to break a tie).

Where there are co-chairs only one will represent the chapter on the Chapter Advisory Council.

8.2 Duties and responsibilities of officers

8.2.1 The duties of chair (or co-chair), past chair, vice-chair, treasurer and secretary shall be as specified by the chapter executive committee, or assigned to them from time to time, and as may be required by the consolidated bylaws and notices of the College or chapter regulations.

8.2.2 Specific roles and responsibilities of the chair, vice-chair, past-chair, secretary and treasurer are outlined under section 7.2.

8.2.3 The officers may meet as a group, where it is impossible/impractical to convene the entire executive committee due to time (or other) constraints. Or when specifically authorized by the executive committee to act in its stead, to act upon specific initiatives and/or make decisions on behalf of the executive committee.

8.3 Term of office

The officers shall remain in office for two (2) years or until their successors shall be elected or appointed. In no event shall an elected officer remain in office if the officer ceases to be a member in good standing of the College.

8.4 Appointment

The chapter executive committee shall appoint the officers from within the current chapter executive committee members. The chapter chair shall be a certified member of the College or be in the process of acquiring their certification unless otherwise approved by the College.

8.5 Transfer of office

At the end of the chair's term of office, the outgoing chair of the chapter executive committee, at the close of the chapter annual meeting, shall cause to be delivered to the incoming chair, within thirty (30) days, the chapter manual and the minutes of all chapter executive committee meetings.

8.6 Removal of office

An officer, including the chair, may be subject to removal from office by introduction of a no confidence motion by any member of the chapter executive committee, backed by two other members of the chapter executive committee in attendance, at any meeting of the chapter executive committee. In order to be carried, the no confidence motion, once established, requires at least 66% of the votes of the serving voting members. The officer concerned shall have the right to participate in the discussion and in the vote. If the motion is carried, the officer will cease to be an officer and chapter executive committee member. Removal from office and membership on the chapter executive committee does not bar the individual from seeking re-election to the chapter executive committee at a later date.

9. Committees

The chair, with the advice and consent of the chapter executive committee, shall establish and appoint chairs of such committees as the chapter executive committee may consider necessary to carry out the business of the chapter. Terms of reference shall be clearly set forth by the chapter executive committee at the time the committee is established. Committees shall carry out such functions as are determined by the chapter executive

committee and shall hold meetings, conduct business and report to the chapter executive committee as required.

10. Annual and special general meetings

10.1 Annual meeting

The annual meeting shall be held each year, at such time and place as may be designated by the chapter executive committee within 6 months from the fiscal year end (Dec. 31st).

The annual meeting agenda shall include receipt of the financial statements for the previous fiscal year, a budget for the forthcoming operating year and election of members to the executive committee.

10.2 Special general meetings

Special general meetings of the chapter may be held at any time upon call of the chapter executive committee at such times and places as it may designate. The chapter chair shall call a special general meeting upon the written request of at least ten (10) members of the chapter within sixty (60) days after the filing of such a request. The business to be transacted at such special meetings shall be stated in the notice, and no other business may be considered at such meetings. If after sixty (60) days, the chair fails to respond to a request for a special general meeting, the members submitting the request may instruct the secretary to initiate the necessary procedures.

10.3 Notice

Notice in writing shall be given at least thirty days (30) in advance of annual or special general meetings to all chapter members.

10.4 Quorum

A quorum at the annual meeting or at a special meeting shall consist of those individual members in attendance either in person or by any teleconference or e-conference means.

10.5 Order of business

Unless otherwise required by the College bylaws, the annual meeting or special meetings of the chapter shall be conducted in accordance with the Roberts Rules of Order.

11. Finances

11.1 Signing authority

The signing officers for the chapter are appointed by resolution of the chapter executive committee. At least two (2) signing officers shall be appointed. All

cheques drawn in the name of the chapter shall preferably be signed by the two signing officers. In the event only one signing officer can sign, then prior written approval to authorize payment is required by another chapter executive committee officer.

11.2 Records of account

The chair or designate shall keep proper records of account showing all receipts and disbursements of the chapter plus any assets and liabilities. The chapter executive committee shall review and approve the financial statements regularly throughout the year. The chapter members shall review and approve the financial statement of the chapter at the annual meeting. The chair shall forward a copy to the national office one month after the annual meeting. At the discretion of the chapter executive committee, an independent review of the financial accounts may be carried out from time to time.

11.3 Financial management

The banking transactions of the chapter shall be conducted at a recognized financial institution. The treasurer shall receive all sums of money due or receivable by the chapter and shall disburse all sums from or payable by the chapter. A receipt from the treasurer shall be sufficient evidence of payment and discharge of funds. No appropriation of funds shall be made except pursuant to the authority of the chapter executive committee.

11.4 Contracts and obligations

The chapter may enter into agreements associated with the organization of meetings and events. The chapter shall not enter into any agreements for goods and services, or into engagements which represent a financial liability, unless the chapter has adequate funds to cover such liability. Any long-term contractual and significant financial commitments shall require prior review and approval by the College president and chief executive officer.

11.5 Fiscal year

The year-end of the chapter shall be December 31.

11.6 Control and Management

All assets of the chapter shall be subject to the control and management of the chapter executive committee. Any accumulation or disposal of real property shall be approved by the board.

11.7 Submission of Canadian Revenue Agency/Revenu Québec claims

College chapters shall complete and submit a quarterly return to the CRA and

provide copies of these reports to the national Office.

The chapters are responsible for tracking any tax spent on expenses and/or collected on event registrations. These totals are to be submitted to no later than the deadline outlined in schedule A. A copy of all reports should be forwarded to the national office by email. The chapter must also notify national office if there is a change of address for the chapter or the treasurer. The College recommends that the chapter executive has a 'back-up' treasurer for emergency situations to limit possible penalties. Refer to the: CHAPTER EVENT FINANCE POLICY AND PROCEDURES - GST/HST REPORTING for full details.

12. Indemnification

The liability of the College for chapter activities is limited to the provisions of the College's errors and omissions liability protection, as well as civil and professional liability insurance policies.

13. Publications

One copy of all chapter program material that is distributed to members shall be filed with the national office at the time of distribution. Chapter publications shall be identified with the full name of the chapter and the uniform logotype of the College.

14. Support services

The chapter shall be entitled to receive administrative and other support from the national office from the chapter liaison and e-learning coordinator and as may be defined from time to time by the board.

15. Sponsorships – chapter

The chapter may solicit sponsorship for their events. The College is committed to healthy lives and healthy Canadians. Sponsorship from organizations whose primary business is manufacturing or promoting products or services such as tobacco products, weapons, gambling or pornography, sourcing from slave or child labour or other products that violate the College's policy, are not eligible. The College reserves the right of final approval of all sponsorships and the right to refuse or terminate any sponsorship.

16. Chapter Advisory Council

The chapter chair shall represent their chapter on the Chapter Advisory Council, a council of all the incumbent chapter chairs which meet annually as a body, and as needed by teleconference or e-conference. The Chapter Advisory Council role is to strengthen collaboration and dialogue between the board, national office and chapter chairs and to strengthen inter-chapter sharing and the promotion of leading practices.

The Chapter Advisory Council serves the following key purposes:

- Strengthens the partnership between local chapters, the board and the national Office
- Serves as a forum for network, information-sharing and leadership development
- Recommends policies to the board on matters related to chapter operation
- Advises on improvements to chapter development services
- Supports and promotes the orientation of incoming chapter chairs to the College's governance structure.
- Assists the board with strategic planning and issues identification.

17. Amendments

Any amendments or modifications to the Chapter Regulations must follow the chapter regulations revision process approved in June 2015 by the Chapter Advisory Council. This process outlines a review of the regulations every three (3 years). The process will include recommendations for suggested changes from the chapters, a creation of a working group mandated by the Chapter Advisory Council to oversee the process. There will be final approval by the Chapter Advisory Council and the Board of Directors.