



Prince Edward Island
College of Physiotherapy

**College of Physiotherapy
Prince Edward Island**

BYLAWS

May 2, 2023

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Part 1. Introduction

1.1 Definitions

1.1.1 In these bylaws:

- a) “Act” means the *Regulated Health Professions Act* of Prince Edward Island;
- b) “CAPR” means the Canadian Alliance of Physiotherapy Regulators;
- c) “college” means the Prince Edward Island College of Physiotherapy (PEICPT);
- d) “council” means the council for the PEI College of Physiotherapy established under the Act;
- e) “fiscal year” means the business year of the college and shall commence on the first day of January and shall end on the thirty-first day of December of the same year;
- f) “members” means those individuals whose names appear on any register of the college;
- g) “Minister” means the Minister of Health;
- h) “registrar” means the registrar of the PEI College of Physiotherapy appointed under the Act.
- i) “regulations” means the *Prince Edward Island Physiotherapists Regulations* designated under the *Regulated Health Professions Act* of Prince Edward Island

Part 2. College Administration

2.1 Administration

2.1.1 The council shall maintain a P.O. box.

2.1.2 The council shall maintain a public website that provides information about the college (including bylaws, policies, links to relevant legislation, etc) and assists persons in exercising their rights.

2.1.3 The council shall maintain a members’ only section (password protected) on the public website to share meeting minutes and annual reports.

2.1.4 The council shall maintain an email account to support college administration. The registrar and deputy registrar shall have access to monitor and respond to inquiries and administrative tasks. The password shall be changed by the registrar at minimum once per year following the Annual General Meeting and from time to time as needed.

2.2 Bylaws

2.2.1 The council may make bylaws not inconsistent with the Act or Regulations relating to the management and operation of the college. A bylaw may be made, amended or revoked in the same manner as other resolutions or motions that appear before council as determined by two-thirds majority vote of the council.

2.2.2 Notice to all members of new bylaws or changes to bylaws will be provided by email and updated on the website.

2.3 Seal

2.3.1 The PEI College of Physiotherapy shall have a seal which shall consist of the words “PEI College of Physiotherapy”. The seal of the college shall remain in the custody of the registrar. The chair and the registrar and such other persons as may be authorized by the council shall each have authority to affix the seal of PEI College of Physiotherapy to applicable documents.

2.4 Banking and Financial Affairs

2.4.1 Council shall establish and maintain such accounts with one or more Canadian banks chartered under the Bank Act (Canada), trust company or credit union for the use of the college.

2.4.2 All money belonging to the college shall be deposited in the name “PEI College of Physiotherapy”.

2.4.3 The registrar, treasurer, chair or an appointed delegate shall have signing authority for all cheques executed on the council’s behalf. Any two of those three signatures shall be required.

2.4.4 Notwithstanding clause 2.4.3:

- a) The treasurer may use online banking to pay college bills (e.g. Board Insurance) and such other council related activities required from time to time.
- b) The treasurer may use online banking to deposit electronic transfers received from college members.
- c) The treasurer may use the college debit card to pay for expenses related to council meetings (e.g. meals) up to a maximum of \$200.00.
- d) The treasurer may use the college credit card to book AGM venue (security deposit), and book flights approved for meetings up to a maximum of \$2,000.
- e) Any transaction over \$2,000 requires a motion by council or a written cheque with two of three signing officers.

2.4.5 A signing officer cannot sign for cheques, investments or bills of exchange that are personally beneficial.

2.4.6 The council may invest or reinvest surplus revenue that may accrue, and such investment shall be registered in the name of the college. Financial consultation will be considered, if applicable.

2.4.7 The council must annually appoint a chartered professional accountant to complete at minimum an annual notice to reader or such other review, audit or report as recommended by council.

2.4.8 A contingency fund of no less than \$50,000 shall be maintained.

2.4.9 The council is authorized to apply for credit from a financial institution for the purpose of having a credit card, and to allow direct debit of members for registration or other fees, with two of three signatures required.

2.5 Execution of Contracts

2.5.1. Deeds, transfers, assignments, contracts, obligations, and other instruments in writing requiring execution by the college shall be signed by the chair and the treasurer, unless council decides otherwise.

2.6 Registrar

2.6.1 The registrar is appointed by council and acts as the executive director of the college to oversee the administrative and operational matters of the college. The registrar reports to and takes direction from council.

2.6.2 In the event of the absence, disability or vacancy of the registrar, the deputy registrar will be appointed as interim registrar pursuant to s. 2.7 of these Bylaws.

2.6.3 The registrar shall perform those duties and responsibilities set out in the Act, the regulations, the bylaws of the college and other policies and standards approved by council.

2.6.4 The registrar is a non-voting member of council as per the Act.

2.6.5 Selection of the registrar shall be through an expression of interest process. An evaluation of each submission shall be completed by an evaluation committee (consisting of three council members as determined by council) using established criteria.

2.6.6 The evaluation committee based on the outcome of the evaluation pursuant to clause 2.6.5 above, will make recommendation to council to approve appointment of the registrar.

2.6.7 A registrar contract shall be established which shall include the term, duties and responsibilities (Appendix A) of the registrar.

2.7 Deputy Registrar

2.7.1 The council chair shall act as deputy registrar. The council chair continues as a voting member of council when serving in the role as deputy registrar in the absence, disability or vacancy of the registrar.

2.7.2 In the event the council chair is unable to act as deputy registrar, the deputy registrar shall be appointed by majority vote of council. If the appointed deputy registrar is also a member of council, that appointed person continues as a voting member of council.

2.7.3 If the registrar is absent or unable to act for any reason the deputy registrar is authorized to perform all duties of the registrar and exercise the powers of the registrar.

2.7.4 The deputy registrar shall receive remuneration as per the registrar contract when fulfilling the registrar duties and is responsible to submit hours worked as deputy registrar to the treasurer.

2.8 Canadian Alliance of Physiotherapy Regulators

- 2.8.1 The college shall maintain membership in the Canadian Alliance of Physiotherapy Regulators (CAPR) to ensure opportunity for networking and issue development related to national physiotherapy regulatory matters.
- 2.8.2 At the call of the CAPR governance and nominations committee (usually March or April of each year), council shall nominate the registrar as the director to represent the PEI College of Physiotherapy.
- 2.8.3 In the event the registrar is unable to act as CAPR director, council shall nominate a director to represent the PEI College of Physiotherapy who meets the director competencies outlined in the CAPR Governance Manual, and adheres to the Alliance Code of Conduct, Confidentiality and Conflict of Interest provisions, respectively.
- 2.8.4 Duties of the CAPR director include:
 - a) Provide provincial reports when required to CAPR board meetings;
 - b) Attendance/participation at CAPR meetings to provide guidance and strategic advice to assist CAPR fulfill its role;
 - c) Attendance at other applicable meetings/conferences when requested and pre-approved by council;
 - d) Provide council regular updates of non-confidential aspects of CAPR's activities;
 - e) Provide an annual report to the PEICPT chair at least 2 weeks prior to PEICPT AGM.
 - f) The CAPR director will be reimbursed for expenses related to CAPR activities pursuant to college expense policy.

Part 3. Council

3.1 Duties of Council

- 3.1.1 The council pursuant to the Act shall:
 - a) manage and conduct the business and affairs of the college; and
 - b) exercise the college's rights, powers and privileges in the college's name and on the college's behalf.
- 3.1.2 Council may retain legal counsel for assistance in carrying out any power or duty under the Act, regulations or these bylaws.
- 3.1.3 Each council member, registrar, representative or committee member must act honestly, in good faith and in the best interest of the college and the public.

3.2 Composition of Council

- 3.2.1 The council of the college shall consist of the following composition:
 - a) four (4) council members of the college elected by the members of the PEI College of Physiotherapy; and
 - b) two (2) public representatives appointed by the Lieutenant Governor in Council.

3.2.2 The council's officers are the chair, vice-chair, treasurer, and secretary, who are all physiotherapists. The option to combine the secretary and treasurer into a secretary-treasurer position is permissible.

3.3 Election and Appointment of Council Members

3.3.1 A nominating committee shall be appointed from time to time by council to ensure there are sufficient candidates for selection.

3.3.2 Nominees for the council shall be chosen by the college members in good standing at the annual general meeting (AGM). The registrar shall send requests for nominees via e-mail no later than 30 days before the AGM.

3.3.3 The registrar shall supervise the nomination and election of council members including the counting of ballots and recording of results. If two or more candidates receive the same number of votes, the votes shall be recounted. If there is a tie, a second vote shall occur between those candidates who were tied. In the event the second vote results in a tie, the registrar shall randomly select one name from a box containing the names of the candidates who were tied.

3.3.4 If the number of candidates equals the number of vacancies, the council shall declare the candidate(s) elected by acclamation.

3.3.5 An elected member is disqualified from sitting on the council if the member,

a) is not a current member of the college;

b) is not in good standing;

c) is not currently practicing physiotherapy in Prince Edward Island or is not a current resident of Prince Edward Island;

d) pursuant to the Act, was a director or officer of a physiotherapy professional association within the past year or was a member of a governing body of an advocacy organization of physiotherapy within the past year.

3.3.6 Council shall exercise the right to select from elected council members a chair, vice-chair, treasurer and secretary at the first meeting following the AGM. If more than one person is interested in a position, the decision will be determined by council vote.

3.3.7 In order to be eligible for the position of chair, when possible, the council member must have served at least one year on council with preference given to service on council within the past three years.

3.4 Term of Office

3.4.1 All elected council members are for a two-year term. Council will endeavor to limit no more than two officers (chair, vice-chair, treasurer, and secretary) vacating at the same time.

3.4.2 Notwithstanding clause 3.4.1 above, in accordance with the Act, a member of council continues to hold office after the expiry of the member's term until,

a) the member is re-elected, reappointed or resigns, or a successor is elected or appointed; or

b) the expiry of three months,

whichever occurs first.

- 3.4.3 A council member may be reappointed by the council or re-elected by the college members to serve more than one term; however, a council member shall not serve for more than six (6) consecutive years. Pursuant to the Act, “consecutive” means that the member has held office without a break or interruption lasting more than four months.
- 3.4.4 The council recommends the past chair participate in council meetings and activities in an ex-officio (advisory) capacity up to one year following their term to assist council with the transition of new council members and to provide continuity by taking part in meetings and activities. The past chair does not have voting rights.

3.5 Vacant Positions on Council

- 3.5.1 A council may act despite a vacancy in its membership as long as quorum is maintained. Quorum is a majority of the members of council, at least one of whom must be a public representative.
- 3.5.2 If an elected council member ceases to hold office before the end of their term, the remaining council members may by majority vote appoint, as the member’s replacement, any registrant eligible for election under section 3.3 of these bylaws for the remainder of the term of that position.

3.6 Revocation

- 3.6.1 The removal of a council member may be initiated by a majority vote of the council.
- 3.6.2 Council may consider the removal of a council member where the member
 - a) fails to attend three consecutive meetings of the council without, in the opinion of the council, reasonable excuse;
 - b) is convicted of an offense 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 other members of the council, 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 fulfill the member’s duties on the council due to physical or mental incapacity;
 - e) ceases to be a registrant eligible for election to the council; or
 - f) council determines that a breach of the Confidentiality, Code of Conduct and Conflict of Interest Agreement took place and was not resolved pursuant to clause 3.6.3 of these bylaws.
- 3.6.3 When council determines that a breach of the Confidentiality, Code of Conduct and Conflict of Interest Agreement has occurred, the council may by majority vote, impose a sanction that may include one or more of the following:
 - a) requesting a change in the behavior of the person;
 - b) requesting that the person apologize for their behavior;

- c) censuring the person for his/her behavior;
- d) declining to appoint a person to any committee or to a specific committee;
- e) declining to provide confidential information to the person, in circumstances where concern over breach of confidentiality has occurred;
- f) requesting the person's resignation from the council, committee or other activity in which he/she had been acting on behalf of the College;
- g) requesting that the Minister remove a Public Rep appointed by the Lieutenant Governor In Council pursuant to the Act;
- h) removing an elected council member from the council, committee or other activity in which he/she had been acting on behalf of the college.

3.6.4 In determining whether to impose a sanction, and which sanction to impose, council shall be mindful of the general principle that sanctions are to be remedial and not punitive.

3.6.5 If the council removes an elected council member it shall treat the circumstances as if the vacancy was a result of the resignation of the council member.

3.6.6 The removal of other representatives or committee members may be initiated by a majority vote of the council and in accordance with clause 3.6.2, 3.6.3 and 3.6.4 of these bylaws.

3.6.7 The removal of the registrar may be initiated by a majority vote of the council and in accordance with clause 3.6.2, 3.6.3 and 3.6.4 of these bylaws.

3.7 Remuneration of Council Members

3.7.1 Council members (excluding registrar) shall receive honoraria in accordance with section 9.01 of the Prince Edward Island Treasurer Board Policy and Procedures Manual, category B attending a council regular meeting, annual general meeting, emergency meeting, and special meeting as member of the council.

3.7.2 Council members or other designated agents of the council (including registrar if in accordance with the registrar contract), having obtained prior authorization, shall be reimbursed for related expenses for the conduct of council business or to represent the council in instances as determined by council. Reimbursement of expenses shall be in accordance with the college's expense policy.

3.8 Indemnification

3.8.1 All council members and their heirs, executors and administrators, and estate and effects, shall from time to time and at all times be indemnified and saved harmless out of the funds of the college from and against:

- a) all costs, charges, expenses, awards and damages whatsoever that he/she sustains or incurs in or about any action, suit or proceedings that is brought, commenced or prosecuted against him/her, for or in respect of any act, deed, omission, matter or thing whatsoever, made done or permitted by him/her, in or about the execution of the duties of his/her office, and

- b) all other costs, charges, expenses, awards and damages that he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges, expenses, awards or damages as are occasioned by his/her own willful neglect or default.
- 3.8.2 The college shall purchase and maintain insurance to protect itself, council members and registrar to provide coverage for the indemnity referred to above.

3.9 Conflict of Interest

- 3.9.1 A conflict of interest exists where a reasonable person would conclude that a council member or committee member's personal, financial or other interest may affect his or her judgment or the discharge of his or her duties to the college. A conflict of interest may be real or perceived, actual or potential, and/or direct or indirect.
- 3.9.2 All council and committee members have a duty to carry out their responsibilities in a manner that serves and protects the interest of the public.
- 3.9.3 Without limiting the generality of clause 3.9.1 above, a council or committee member's personal, financial or other interests include the interests of the council member or committee member's spouse or relative. For the purpose of this section, the term "spouse" is defined by section 29 of the PEI Family Law Act as amended from time to time.
- 3.9.4 It is the duty of each council or committee member who has a conflict of interest in a matter before council or a committee to:
- a) declare the conflict to the chair, registrar, or committee chair at the time the individual identifies the conflict;
 - b) not participate in the discussion, consideration or voting on the matter;
 - c) withdraw from the meeting or portion of the meeting when the matter is being considered; and
 - d) not attempt in any way to influence the voting or do anything that may be perceived as attempting to influence the decision of other council or committee members on the matter.
- 3.9.5 Every declaration of conflict of interest shall be recorded in the minutes of the meeting.

3.10 Code of Conduct, Confidentiality and Conflict of Interest Agreement

- 3.10.1 Each council member, registrar, representative and committee member is required to read, sign and abide by the college's Code of Conduct, Confidentiality, and Conflict of Interest Agreement (Appendix B).

Part 4 –Duties of Elected Officers and Public Representatives

4.1 Chair

- 4.1.1 The chair shall exercise general supervision of all affairs of the council.

4.1.2 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 are set out in these bylaws and as may from time to time be assigned to the council.

4.1.3 Duties of the chair include:

- Convene and moderate all meetings of the council (date/time/place) in conjunction with council members.
- Convene and moderate the AGM (arrange date/time/location/food) and notify members at least 30 days in advance.
- Following the AGM submit council member names to the PEI Provincial Government Legislative Specialist and at the first council meeting following the AGM ensure all council members have received a “Letter of Appointment” from the Executive Council Office of the sitting government.
- Ensure all council members have signed the Code of Conduct, Confidentiality and Conflict of Interest Agreement at first meeting following AGM.
- Provide leadership for strategic direction of the college and ensuring the college is meeting the mandate as per the Regulated Health Professions Act governing members in a manner that serves and protects the public interest.
- Lead council in setting priorities for council and the development of a work plan to achieve council priorities. E.g., review and updating standards of practice, code of ethics, policies, guidelines, etc. aimed at managing risk of harm to the public from the actions or omissions of members; as well as establish and maintain standards and requirements respecting the continuing education and competency of college members etc.
- Lead council in reviewing bylaws and updating as required.
- Ensure meetings are conducted in accordance with the bylaws; council functions properly and that matters are dealt with in an orderly, efficient manner.
- Prepare an agenda for all meetings and circulate agenda and minutes for approval to all council members at least one week prior to the meeting.
- Lead council in selecting a registrar.
- Provide oversight and support to the Registrar. This includes assisting the Registrar clarifying operational matters as per college standards, policies, etc.
- Attend external meetings on behalf of the college such as liaison with key stakeholders.
- Keep an up-to-date list of council members’ contact information and share with council members.
- Draft the chair’s report (council activities since previous AGM)
- Assemble annual report and send to membership at least seven (7) days prior to the AGM.
- As required, fulfill role of deputy registrar as per section 2.7.

4.1.4 The Chair shall also perform such other duties as directed by the council.

4.2 Vice-chair

4.2.1 The vice-chair shall perform the duties of the chair in the absence and/or disability of the chair.

4.2.2 The vice-chair shall also perform such other duties directed by the council.

4.3 Treasurer

4.3.1 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.

4.3.2 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.

4.3.3 The treasurer shall recommend a chartered professional accountant (appointed accountant) for council approval to complete an annual notice-to-reader, or such other review, audit, or report as recommended by council.

4.3.4 Duties of the treasurer include:

- Attend council regular, annual general, special and emergency meetings.
- Provide regular status reports on financial matters including monitoring of investments with financial institutions.
- Invest surplus monies as per council's direction.
- Pay annual membership fee for CAPR
- Make bank deposits.
- Pay all invoices and council expenses, including accounting and legal fees, and board insurance.
- Reimburse council members for approved expenses as per college's Expense Policy.
- Maintain expense records.
- Prepare an annual budget.
- Prepare an annual financial statement, reviewed by the appointed accountant and provided to members as part of the annual college report prior to AGM. Send to the chair at least 2 weeks prior to the AGM.
- Check the mailbox at minimum monthly (or delegated council member).
- Pay honoraria to council members (chair, vice-chair, treasurer, secretary and public representatives) annually.
- Pay registrar as per negotiated contract at quarterly intervals.

4.3.5 The treasurer shall also perform such other duties as directed by the council

4.4 Secretary

4.4.1 The secretary shall record minutes of all meetings of the council and the college, all regular, annual general, special and emergency meetings either in person or by substitute appointed 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.

4.4.2 Duties of the secretary include:

- Attend council regular, annual general, special and emergency meetings.
- Record and type all minutes, make copies, and email to council members within one month of the adjourned meeting. See Appendix C Guidelines for Minutes.

- Forward all approved minutes to the Registrar for posting on the college website (members section).
- Forward DRAFT AGM minutes and annual reports to the website administrator to be stored on the college website (members section). Send chair previous DRAFT AGM minutes one month prior to AGM.
- Read previous DRAFT AGM minutes at the AGM. Send approved AGM minutes to Registrar replacing DRAFT AGM minutes on the website.
- Facilitate correspondence as required.
- Ensure all minutes and reports are in order prior to completing term.

4.4.3 The secretary shall also perform such other duties as directed by the council

4.5 Public Representatives

4.5.1 Duties of public representatives include:

- Attend council regular, annual general, special and emergency meetings.
- Provide a citizen's perspective to inform and strengthen policy.
- Participate in decision making.
- A minimum of one public representative, will be appointed by council as an active member of the Investigative Committee as outlined in the Act.

4.5.2 The public representatives shall also perform such other duties as directed by the council

Part 5 –Meetings

5.1 Annual General Meeting

5.1.1 The annual general meeting of the college shall be held annually no later than May 31 of each year, at a time/location determined by council.

5.1.2 Notice of the annual general meeting, including time, place and nature of the business, shall be provided to members at least 30 days in advance.

5.1.3 The officers shall produce an outline of the general membership and report on council's activities since the previous annual general meeting.

5.1.4 The previous AGM minutes as well as annual reports (chair, financial statement, budget, and CAPR) require a motion to accept, a seconder and a vote.

5.1.5 Amendment to bylaws may be enacted from time to time by the council in accordance to the Act. No motion at the AGM is required.

5.1.6 Quorum shall be 30% of active college membership.

5.1.7 The chair will adjourn the meeting. No seconder or vote is required.

5.2 Regular Meetings

5.2.1 The council shall hold at least four regular meetings on a quarterly basis unless council decides otherwise;

- 5.2.2 As per the Act, quorum means a majority of the members of council, at least one of whom must be a public representative;
- 5.2.3 A regular meeting of council shall be called by the chair;
- 5.2.4 Additional regular meetings may be held at the call of the council chair, or at the request of at least three (3) council members and containing the matter or matters for decision at the meeting.
- 5.2.5 At least seven (7) days in advance of the regular meeting, the chair will circulate a proposed agenda for the meeting; and reference material required (including draft minutes of most recent meeting).
- 5.2.6 At a regular meeting, council may only consider or transact:
 - a) matters brought by the Executive Committee;
 - b) recommendations and reports;
 - c) motions or matters where notice was given at the preceding council meeting or in writing to the chair at least 14 days before the meeting;
 - d) matters which council agrees to consider by a majority of voting members where quorum has been met.
 - e) routine and procedural matters in accordance with rules of order (section 5.7 of the bylaws).
- 5.2.7 Council shall be presented with financial statements of income and expenses at each regular council meeting by the treasurer.

5.3 Special Meetings

- 5.3.1 The council may hold a special meeting to deal with a specific business matter.
- 5.3.2 A special meeting of the college shall be called by the chair as she/he deems necessary, or at the written request of at least 20% of the general membership of the college and containing the matter or matters for decision at the meeting.
- 5.3.3 A special meeting of the council shall be called by the chair, or at the request of at least three (3) council members and containing the matter or matters for decision at the meeting.
- 5.3.4 No business shall be dealt with except that for which the meeting was called.
- 5.3.5 Notice of the time and place of a special meeting shall be given at least five (5) business days in advance of the meeting. The notice shall specify the business to be brought forward.

5.4 Emergency Meetings of Council

- 5.4.1 Emergency meetings of council may be held at the call of the chair or by or at the request of at least three (3) council members in the case of a situation or decision that requires immediate attention to maintain the functions of the college or for which delay might cause irreparable damage.
- 5.4.2 Notice of the time and place of an emergency meeting shall be given at least two (2) business days in advance of the meeting, if time permits.

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

5.5 Notice of Meetings

5.5.1 In any council or college vote or meeting (whether annual, regular, special or emergency), the following rules apply:

- i. Notice of the meeting or questions shall be given, specifying briefly and generally the nature of the business intended to be discussed.
- ii. Every notice provided generally to registrants must also be provided to public representatives serving on the council or a committee.
- iii. Agenda items (questions) shall normally be decided by the members.
- iv. Each voting member (officers and public representatives) shall be entitled to one vote. A question shall be decided by simple majority of those casting a vote. A tie shall be taken as indicating that the motion has not carried.
- v. No council or committee meeting shall be made void because of an inadvertent or accidental error or omission in giving notice.

5.6 Meetings Held by Technological Means

5.6.1 Any meeting of council or of a committee may be held in any manner that allows all the persons participating to communicate with each other simultaneously and instantaneously. Meetings may be held wholly or partly by technological means.

5.6.2 Persons participating in the meeting by such means are deemed to be present at the meeting.

5.7 Rules of Order

5.7.1 Proceedings at meetings of the college and the council shall be guided by the following rules in all cases not specifically provided for in the Act, the regulations or in these bylaws.

- a) Approval of agenda – no motion needed to amend or accept agenda. The chair will ask for additions to the agenda and advice on the order of items.
- b) After approval of the agenda, the Chair will ask for any real or perceived conflicts of interests to be declared for any agenda item.
- c) Approval of minutes of previous meetings. The chair will ask if there are any errors or omissions. Hearing none, the chair may call for a motion to approve the minutes as presented or amended. No seconder is needed and no formal vote is needed. Acceptance “as presented” or “as amended” with specifics on what if any amendments are needed should be recorded in the minutes.
- d) An item on the agenda can only be discussed after the chair has introduced the item. Discussion will be limited to the agenda item at hand. Points of interest may be raised and any emerging topics will be placed into a parking lot, to be addressed in the future.
- e) The chair reserves the right to limit discussion for consideration of time.
- f) Motions are required for any decision that relates to a future direction of PEICPT including making, amending or revoking a bylaw, policy or standard involving physiotherapy practice and shall be decided by majority vote of present members of

council where quorum has been met. A seconder is required. Motions consist of the following categories:

- i. Motion to approve: Used for internal documents (e.g. financial reports, policies)
 - ii. Motion to accept: Used for external documents or expert opinion (e.g. Audit report).
 - iii. Motion to recommend: Used to recommend a course of action to an external body.
 - iv. Motion to proceed: Used when PEICPT is to adopt a course of action or stance proposed by a committee or an external body.
 - v. Motion to appoint: Used to appoint a committee or working group and its chair.
 - vi. Motion to refer: Used to refer a matter e.g. to a committee or working group for consideration and recommendations.
 - vii. Motion to adjourn: Used to end a meeting.
- g) Informal discussion of a subject is permitted while no motion is pending, however as soon as the chair senses that the group is ready to formulate one, the chair will ask for a motion.
- h) A vote can be taken without a motion having been introduced; however it is to be stated in clear terms what is to be voted on. If everyone is in agreement, a vote can be taken by show of hands or in writing.
- i) The chair can speak in discussion and usually can make motions and usually votes on all questions. It is recommended the chair debates and votes last, after others have spoken. This allows the chair to summarize discussion and to remain more impartial. It is recommended the chair not propose motions with the preference for motions to come from members.
- j) If a debate is persisting for a duration beyond that which the chair deems reasonable, the chair can “call for a question”. This forces the council to decide whether to continue debating or whether to just vote. If two-thirds of the council votes that they are ready to vote on the motion at hand, then voting on the motion takes place immediately.
- k) Committees and working groups do not require motions as they cannot make a final decision for PEICPT.
- l) Ground rules to guide effective meetings are outlined in Appendix D.

5.7.2 Meetings and proceedings of the council shall be confidential, unless council determines otherwise. Each council member, registrar, representative or committee member is required to preserve confidentiality with respect to all information coming to their knowledge in the course of their duties unless the council determines otherwise. There shall be no recording of meetings via electronic means (e.g. tape recording, video recording) without verbal consent from all parties present.

5.7.3 Where the council has adopted an official position on a matter, a council member, registrar, representative 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 general public, without prior approval of council.

5.8 Council Action via Email Voting

- 5.8.1 Council may take action via email in situations where a decision is required prior to the next regular meeting. Meetings must have simultaneous communication to consider it a meeting thus the exchange of email messages among council members does not constitute a meeting of the council.
- 5.8.2 Any motion, results of votes or decisions via consensus will be recorded into the minutes at the next council meeting.

Part 6. Committees

The council may appoint such committee/agents as required and delegate such duties as the council considers advisable for carrying out its responsibilities.

6.1 Nomination Committee

- 6.1.1 The nomination committee shall be chaired by the past chair or in the event the past chair is unable to fulfill this role, as appointed by council. The nominations committee will consist of one council member and at least one other council or college member.
- 6.1.2 Council shall provide the past chair the number of vacant council seats. The registrar will give notice via email to college members advising of the same, criteria to be met and contact information of the nominations committee.
- 6.1.3 The nomination committee shall establish a list of willing and qualified candidates to fill the vacant council seats. No one can be nominated without their consent.
- 6.1.4 The chair of the nominations committee shall present the list of nominees at the AGM and open the floor for additional nominations. When nominations stop, the chair of the nominations committee shall repeat three times “are there any more nominations from the floor”. Hearing no further nominations, the chair of the nominations committee shall declare nominations closed.
- 6.1.5 Candidates from the floor may nominate themselves. Nominations do not require a seconder; however, it is not out of order for a member to second a nomination to signal their endorsement.
- 6.1.6 Following the nomination closing, the chair of the nomination committee repeats the name of the nominees to the assembly. Each nominee shall be provided two (2) minutes each to present themselves such as number of years as a practicing physiotherapist, practicing environment and their interest in sitting on council.
- 6.1.7 Nominees must be in good standing and meet the criteria described under clause 3.3.5 of the bylaws.
- 6.1.8 Nominees can decline the nomination during the nomination process.
- 6.1.9 Nominees do not have to leave the room during the nomination, when the vote is taken, or when the vote is counted by either public show of hands or by secret ballot.

6.1.10 The chair of the nominations committee shall present the results of the vote.

6.2 Executive Committee

6.2.1 The executive committee shall be comprised of council members and consist of the chair, the registrar and one other member of the council elected by council vote.

6.2.2 The executive committee shall support the registrar in the day to day operations of the college and to take action upon any matter delegated to it by the council or that requires attention between meetings of the council.

6.2.3 The registrar shall record and maintain meeting notes of executive committee meetings.

6.2.4 The executive committee shall assist the chair in determining if a matter requires full council consultation either via email, emergency meeting or special meeting prior to the next regular council meeting. The ultimate decision regarding course of action lies with the chair.

6.2.5 The executive committee shall oversee the preparation of the annual budget of the college and oversee the financial affairs of the college.

6.2.6 The executive committee shall make recommendations to council and ultimately council shall vote on the recommendations.

6.2.7 The executive committee meetings shall be held at the request of the chair.

6.3 Investigation Committee

6.3.1 Council upon receiving a request pursuant to the Act shall appoint an investigation committee.

6.3.2 The investigation committee may retain the services of experts and professionals to assist in interviewing and investigating any complaint as approved by council.

6.3.3 The investigation committee shall be reimbursed for expenses as per the college expense policy.

6.3.4 Where council determines a physiotherapist is in violation, unfit to practice or guilty of misconduct, the council is entitled to recover all or part of the costs incurred by a hearing pursuant to the Act.

6.3.5 The maximum amount of a fine that may be ordered by a hearing committee pursuant to the Act is \$50,000.

6.3.6 If a member fails to comply with an order, pursuant to the Act, council may suspend a member's registration.

6.4 Other Committees/Working Groups

6.4.1 Council may from time to time establish special committees, advisory groups, or working groups, the membership and purpose of which are determined by the council.

6.4.2 The intent of a volunteer working group is to receive input from stakeholders in the development of the PEICPT standards, policies, guidelines and other documents. Working

groups shall make recommendations to council and ultimately council shall vote on the recommendations

Part 7. Member Obligations

7.1 The Register

- 7.1.1 Within 30 days of a change, each member shall report to the college:
 - a) any change of name;
 - b) any change of address, telephone number, facsimile number or email address;
 - c) any change in practice setting.
- 7.1.2 A member shall advise the registrar immediately if found guilty of an offense under the Criminal Code of Canada.

7.2 Professional Liability Insurance

- 7.2.1 All members who provide patient care in the practice of physiotherapy, whether in a paid or volunteer capacity, must hold personal professional liability insurance in accordance to the Liability Insurance Policy.

7.3 Criminal Record Check

- 7.3.1 All members will adhere to the Criminal Record Check Policy.

7.4 Code of Ethics, Core Standards of Practice and Council Policies

- 7.4.1 All members will adhere to the Code of Ethical Conduct for Canadian Physiotherapists, the Core Standards of Practice for Physiotherapists in Canada and all council policies/standards (refer to college website).

7.5 Fees

- 7.5.1 Upon application for registration, every applicant shall pay a non-refundable application fee and a non-refundable registration fee.
- 7.5.2 The membership year is January 1 to December 31, and an annual registration fee is payable by each member. Renewal of license will be open November 1 and must be paid by November 30 prior to the beginning of the registration year, otherwise late fees will apply.
- 7.5.3 A member or applicant is only considered “active” when all fees are paid in full as confirmed by both the registrar and the treasurer and has received confirmation from the registrar.
- 7.5.4 A former registrant who fails to renew by January 1 may apply for reinstatement if they meet the requirements pursuant to the Act and Regulations.
- 7.5.5 The council may establish fees, costs, levies, and assessments as it deems necessary (Schedule A).

7.6 Physiotherapy Practice Audit

- 7.6.1 All members will adhere to the Continuing Education and Competency Policy
- 7.6.2 Pursuant to the Act, council may establish methods or programs to assess the competency of its members in the practice of physiotherapy including peer assessments or practice audits. Physiotherapy practice audits may be conducted by an assessor who is a registrant trained and appointed by council and may include on-site visits. Payment for assessors appointed by council will be in accordance with the expense policy.
- 7.6.3 All college members who are in or about to establish a physiotherapy private business must adhere to the Physiotherapy Private Practice Standard.
- 7.6.4 Physiotherapy private practice audits will be performed in accordance to the Physiotherapy Private Practice Standard. Payment for personnel completing assessments will be in accordance with the expense policy. Assessments will be completed by persons appointed by council.
- 7.6.5 Any health profession corporation providing physiotherapy services on PEI must hold a valid Permit to operate, which the registrar will add to the record. The eligibility criteria are outlined in section 15(2) of the Act. The application package is available upon request from the registrar or on the College website.

In accordance with the Act, the bylaws were ratified on May 2, 2023

Schedule A

Fees

Fee Type	Fee Amount
New registration (General and Physiotherapy Residents)	\$425.00
New registration 6 months (after June 30) (General and Physiotherapy Residents)	\$225.00
Registration renewal (General and Physiotherapy Residents)	\$400.00
Registration renewal + late fee	\$550.00
Reinstatement fee – this in addition to renewal fee	\$250.00
Health Profession Corporation New Application fee	\$175.00
Health Profession Corporation Renewal fee	\$75.00
Special Registration (maximum length one month; limited to three times within a year)	\$25.00
Special Authorizations	\$25.00
Letter of Good Standing	\$25.00
Additional copy of license	\$20.00
Alternate Plan Exam	\$800.00

Appendix A

Registrar Duties and Responsibilities

Registration and Membership

- Carry out all functions relative to the registration and licensing of physiotherapists in PEI in compliance with the Act, Regulations, Bylaws and Policies.
- Maintain an up to date member list for each of the following registers:
 - Physiotherapists Register (General Registration and Special Registration)
 - Physiotherapy Resident Register
- Maintain an up-to-date record of health professional corporations.
- Issue a certificate of registration to eligible applicants
- Issue permit to operate as a health profession corporation
- Revise membership material as necessary

Renewal

- Send notice for renewal for general registration to all members one month or more prior to the expiry date of the license (November 30th). Include all the information about renewals as outlined:
 - Requirements for proof of personal liability insurance
 - Requirements for Criminal Record Check and Vulnerable Sector Check
 - Professional currency requirements/hours worked
 - Completion of on-line renewal/applicable fee payment
 - Submitting any changes to special authorizations, etc

Complaints Responsibilities:

- Receives written complaints
- File a complaint independent of written complaint.
- Follows the established procedure for handling complaints as outlined in the Act.

Other Responsibilities:

- Arrange dissemination of data to the Canadian Institute for Health Information (CIHI)
- Collaborate with Physiotherapy Registrars and other regulators provincially and nationally. Whenever possible attend Registrar's meetings, including teleconferences.
- Collaborate with the Canadian Alliance of Physiotherapy Regulators (CAPR), including CAPR Director role on behalf of the PEICPT. Whenever possible, attend CAPR Director meetings, including teleconferences.
- Collaborate with the PEI Health Regulators Network
- Collaborate with provincial and federal governments
- Work with provincial government legislation specialist on changes or amendments to the Act.
- Collect PEICPT paper mail or a designated council member.
- Check PEICPT email (contact@peicpt.com) regularly
 - Answer all licensing inquiries
 - Answer all correspondence addressed to the Registrar
 - Engage PEICPT Council members for responses to emails when applicable/appropriate
- Communicate/meet with webmasters regarding any changes to website/database

- Attend PEICPT in person and virtual meetings.
- Send notice of AGM 30 days prior to AGM date.
- Send council vacancy notification to membership at least 30 days prior to AGM.
- Assemble annual report, collect all annual reports from council and send to membership at least seven (7) days prior to AGM.
- Send approved minutes, policies, standards, etc. to website administrator to be posted to college website.
- Assist with development and implementation of a quality assurance/continuing competency program for all registrants
- Carry out special projects approved by council, for example, national surveys.
- Explore and suggest external funding options to support the work of the PEICPT
- Provide direction to the PEICPT on regulatory issues related to registration and complaints, when drafting changes or amendments to the Physiotherapists regulations, bylaws, policies, etc.
- Monitor the Act for changes and advise chair of changes.
- Provide the PEICPT an outline of worked hours and associated duties (Jan 1 to Dec 31) and a projected estimate of work hours for the following term. The only purpose is to assist council in planning the registrar duties and other agents as it considers necessary in carrying out the duties of the Regulated Health Professions Act and the Physiotherapists Regulations.
- Monitor and renew council insurance.
- Other duties and responsibilities as required to support the mandate of the PEI College of Physiotherapy

CODE OF CONDUCT, CONFIDENTIALITY AND CONFLICT OF INTEREST AGREEMENT

Council members and committee members make decisions in the public interest, balancing this responsibility with an understanding of profession and the settings in which it practices. All council members and committee members are expected to exhibit conduct that is ethical, civil and lawful, in a manner that is consistent with the nature of the responsibilities of council and the confidence bestowed on council by the public and its registrants.

Code of Conduct

This code of conduct serves to provide council and committee members with high standard of conduct to guide and support their work in the best interests of the college, its legislative mandate, and the public.

Performance Expectations:

1. Promote the public interest in all discussions, contributions and decision making.
2. Comply with the provisions of the Regulated Health Professions Act, Physiotherapists Regulations, the bylaws of the PEI College of Physiotherapy (PEICPT) and any and all policies as implemented by council.
3. Conduct him/herself in a manner that respects the integrity of the PEICPT by striving to be fair, impartial and unbiased in his/her decision making.
4. Refrain from engaging in discussion that takes place outside the formal council or committee meetings that is intended to influence the decisions the council or committee makes on matters that come before it.
5. Respect the power, authority and influence associated with his/her role and not misuse this for personal gain.
6. Respect the views and expertise of other council and committee members and appreciate the opportunity for varied viewpoints to be brought forward, considered and resolved through robust discussion.
7. Publicly uphold and support the decisions of council and respect the chair's role as council spokesperson.
8. Attend meetings to the best of his/her ability and be available to mentor and assist new members.

Confidentiality

Meetings and proceedings of the council shall be confidential, unless council determines otherwise. Each council member, registrar, representative or committee member is required to preserve confidentiality with respect to all information coming to their knowledge in the course of their duties unless council determines otherwise.

Conflict of Interest

A conflict of interest exists where a reasonable person would conclude that a council member or committee member's personal or financial interest may affect his or her judgment or the discharge of his or her duties to the college. A conflict of interest may be real or perceived, actual or potential, or direct or indirect.

All council and committee members have a duty to carry out their responsibilities in a manner that serves and protects the interest of the public.

Each council member, registrar, representative or committee member is required to read, sign and abide by this Code of Conduct, Confidentiality and Conflict of Interest Agreement.

I agree to the following:

- I have read and understand the PEI College of Physiotherapy bylaws.
- I agree to promote the public interest in all discussions, contributions and decision making.
- I agree to conduct myself in a professional manner that respects the integrity of the PEICPT.
- I understand that the PEI College of Physiotherapy (PEICPT) business is confidential in nature;
- I will ensure to the best of my ability the confidentiality and security of the council of the PEICPT information and materials;
- I understand that I will continue to be bound by the obligations of the confidentiality agreement even after I cease to be actively involved in the decision making on behalf of the PEICPT;
- I will cooperate with the gathering of information/evidence for investigation of any claim of breach related to ethical conduct and conflict of interest;
- I declare that I do not have any known conflicts of interest that prevent me from carrying out my duties;
- I further agree to declare a potential conflict even if I become aware of the conflict after decision has been made.

Acknowledgement of Potential Conflict of Interest:

Signed: _____ Dated: _____

Appendix C

Guidelines for Minutes

Application

Formal Meetings including: Regular, Special, Emergency, Annual General Meeting and Committees

Exception: Meetings of the Executive Committee fall into the category of day-to-day operations and are considered informal meetings. Although minutes are not required, the Registrar shall maintain meeting notes capturing the date and action points for the purpose of tracking and follow up by the Executive Committee.

Purpose

To provide a concise and accurate record of matters considered, motions and approved actions

What goes into minutes

- Date, time, place of meeting
- Nature of Meeting including the identity of the organization (e.g. Regular, Special, Emergency, Annual General Meeting, Investigation Committee, etc)
- List of the names of individuals who are present and their method of participation. This includes guests, when a person departed and regrets.
- Identity of the person chairing the meeting and the meeting recorder (e.g. secretary)
- Procedural formalities (e.g. call to order, note of any conflict of interests, etc)
- Agenda topics
 - Business arising: should flow from the previous meeting minutes, e.g. a record on the status of previous action items
 - New Business: new agenda items requiring decisions; information only items are limited to reports and to round table
- Concise record of key points of the matter considered, actions and decisions. This includes who is responsible for the approved action.
- At the request of a member, the minutes may identify a member who does not support a motion (dissent).
- Minutes should identify the name and time of a member who excuses themselves due to a perceived or actual conflict of interest and note the time they returned to the meeting.
- Information regarding the next meeting (date, time, location)
- Termination of the meeting

Note: Minutes generally should not include:

- Verbatim records of discussion, unsubstantiated or subjective information or opinions, emotional or personal interjections, legal advice
- Reference to individual points made in discussion, direct quotes of individuals
- Names are not normally used only when associated with attendance, motions or specific actions
- Details covered elsewhere such as in reports or reference documents (e.g. policies).

Finding the right balance:

- Overly detailed minutes may have adverse consequences. Consider what you would not want appearing in the front page of a newspaper.
- Sufficient information to demonstrate duty of loyalty (acting honestly and in good faith to advance the best interests of the public).
- Minutes contain mainly a record of what was done at the meeting, not what was said.
- Language should be understandable, concise, and objective (just the facts).

In-camera Meetings

Purpose is to provide an opportunity to discuss in confidence a particularly sensitive matter such as:

- Internal governance matters
- Human resource matters
- Personal matters
- Advice on appropriate way to address a raised concern
- Litigation

In camera meetings should be limited to when absolutely necessary. Minutes are not required; however, a record should be kept of decisions. As much as confidentiality is to be respected for legitimate reasons, a record of the in-camera decision should be recorded in the regular council meeting minutes. If minutes have been taken, access to the minutes is limited to the persons in attendance

Note: Confidentiality aims to prevent undue harm to the organization, its assets, members and staff. It is reconcilable with transparency through sharing processes and outcomes.

Approval

Generally only people who were present at the meeting should be voting on the verification of the minutes

Distribution

Meetings of council and committees are generally confidential and distribution limited to the members of the committee. With the exception of in-camera minutes, Council has made the decision to share Council meeting minutes with College Members by posting a copy of the approved minutes in the member only section of the PEI College of Physiotherapy website.

Pursuant to section 5.7.2 of the PEICPT Bylaws, there shall be no recording of meetings by electronic means (e.g tape recording, video recording) without verbal consent from all parties present.

Appendix D

Ground Rules to Guide Effective Meetings

1. Start on time and end on time.
 - Arrive on time and come prepared
2. Stay mentally and physically present
 - No laptops open; cell phones off or on vibrate
 - If you must take an urgent call, take your conversation outside
 - Listen attentively to others
 - Do not have side conversations
3. Follow the agenda – stay on track
4. Contribute to meeting goals
 - Share ideas, ask questions and contribute to conversations
 - Share unique perspectives
5. Listen with an open mind
 - Listen to learn and for the future to emerge; be flexible in your thinking
 - You can respect another person's point of view without agreeing with them
6. Only one person talks at a time
 - Be patient when listening to others speak and do not interrupt them
 - Value everyone's contribution
7. Be concise and stay on topic
 - Respect the groups time and keep comments brief and to the point
 - When a topic has been discussed fully, do not bring it back up
 - Do not waste everyone's time by repeating what others have said
8. Speak your truth, without blame or judgment
 - Respectfully challenge the idea, not the person; no negative criticisms
 - Think how it can be done, not how it can't
 - If you disagree, propose a solution
9. Respect confidentiality and respect team consensus
 - What is said here stays here
 - Disagree in private; unite in public
 - Silence is agreement
10. Bring closure to decisions and identify action items
 - Work for consensus in making major decisions
 - Record decisions made and tasks assigned
 - Follow through on actions