

# **CAMRT By-laws**



**Canadian Association  
of  
Medical Radiation Technologists**

Approved May 30, 2014

# Contents

1. Definitions .....	
2. Membership .....	
2.1. Categories of Membership.....	
2.1.1. Full Practice Membership.....	
2.1.2. Limited Practice Membership.....	
2.1.3. Temporary Practice Membership .....	
2.1.4. Non-Practicing Membership .....	
2.1.5. Senior Membership.....	
2.1.6. Student Membership.....	
2.1.7. Life Membership .....	
2.1.8. Honorary Life Membership .....	
2.2. Membership Term.....	
2.3. Membership Transferability .....	
2.4. Termination of Membership .....	
2.4.1. Suspension or expulsion of a member .....	
2.5. Re-admission of a Member.....	
3. Registers .....	
3.1. Member Register .....	
3.2. Certification Register .....	
3.3. Register Access .....	
4. Annual Dues .....	
5. Meetings of Members.....	
5.1. Annual Meeting .....	
5.2. Special General Meetings .....	
5.3. Notice of Meetings .....	
5.4. Place of members' meetings.....	
5.5. Presiding Officer .....	
5.6. Quorum .....	
5.7. Participation by Electronic Means .....	
6. Voting.....	
6.1. Absentee Voting .....	
7. Board of Directors .....	

7.1. Vacancies on the board .....	
7.2. Officers of the Association.....	
7.2.1. President .....	
7.2.2. Vice-President .....	
7.2.3. Treasurer.....	
7.2.4. Immediate Past President.....	
7.2.5. Chief Executive Officer .....	
7.3. Powers of Directors.....	
7.3.1. Borrowing Powers .....	
7.4. Meetings of the Board of Directors.....	
7.4.1. Calling of meetings of the board .....	
7.4.2. Notice of meetings of the board .....	
7.4.3. Quorum of meetings of the board .....	
7.4.4. Chairing of meetings of the board .....	
7.4.5. Frequency of meetings of the board .....	
7.4.6. Regular business of meetings of the board .....	
7.5. Decisions of the board .....	
7.6. Expenses .....	
7.7. Limits of Liability .....	
7.8. Other Officials.....	
8. Committees .....	
8.1. Standing Committees.....	
8.1.1. Executive Committee .....	
8.1.2. Finance .....	
8.1.3. Nominating Committee .....	
8.2. Other Committees .....	
9. Investment of Funds .....	
10. Annual Financial Statements .....	
11. Amendments and Confirmation .....	
12. Invalidity of any Provisions of these By-laws.....	
13. Omissions and Errors.....	
14. Repeal of By-laws .....	

By-laws relating generally to the conduct  
of the affairs of

**Canadian Association of Medical Radiation Technologists  
Association canadienne des technologues en radiation médicale**

**(the "Association")**

**BE IT ENACTED** as a by-law of the Association as follows:

**1. Definitions**

In this by-law and all other by-laws of the Association, unless the context otherwise requires:

- i. "**Act**" means the *Canada Not-For-Profit Corporations Act* S.C. 2009, c. 23 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;
- ii. "**articles**" means CAMRT's Articles of Continuance filed with Corporations Canada pursuant to the Act, and as may be amended from time to time;
- iii. "**Association**" means the Canadian Association of Medical Radiation Technologists / Association canadienne des technologues en radiation médicale;
- iv. "**board**" means the board of directors of the Association.
- v. "**by-law**" means this by-law and any other by-law of the Association as amended and which are, from time to time, in force and effect;
- vi. "**certified**" means having earned, through examination, a CAMRT-recognized designation as a medical radiation technologist in one of the disciplines of medical radiation technology.
- vii. "**director**" means a member of the board;
- viii. "**discipline**" means Radiological Technology, Radiation Therapy, Nuclear Medicine or Magnetic Resonance.
- ix. "**medical radiation technologist (MRT)**" is used without preference or discrimination to describe a person specializing in the application of ionizing or other forms of energy in the disciplines of the Association.
- x. "**meeting of members**" includes an annual meeting of members or a special meeting of members; "special meeting of members" includes a meeting of any category or categories of members and a special meeting of all members entitled to vote at an annual meeting of members;



- xi. **"ordinary resolution"** means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution;
- xii. **"proposal"** means a proposal submitted by a member of the Association that meets the requirements of section 163 of the Act;
- xiii. **"provincial organization"** means any provincial organization that is a signatory to the National Provincial Agreement with the CAMRT.
- xiv. **"Regulations"** means the regulations made under the Act, as amended, restated or in effect from time to time;
- xv. **"Regulatory authority"** means an organization that is legislatively authorized to regulate practice of the profession of medical radiation technology in the public interest;
- xvi. **"special resolution"** means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

## 2. Membership

The Association shall be composed of members who are registered under a category of membership of the Association.

### 2.1. Categories of Membership

There shall be the following categories of Membership:

- i. Full Practice
- ii. Limited Practice
- iii. Temporary Practice
- iv. Non-Practicing
- v. Senior
- vi. Student
- vii. Life
- viii. Honorary Life

Eligibility to register as a member, vote at meetings of members and serve on the CAMRT board shall vary depending on the category of membership, as further defined below.

Access to registration for CAMRT membership shall be either direct or through a provincial organization, as determined bi-laterally between the CAMRT and the provincial organizations.

#### 2.1.1. Full Practice Membership

Full Practice Membership is available to MRTs who have been certified by the Association through examination, or who are licensed or certified by a provincial regulatory authority and recognized as such by the Association.

VOTE	BOARD	ACCESS
Yes	Yes	Through provincial organization or direct where applicable.

**2.1.2. Limited Practice Membership**

Limited practice membership is available to individuals who have completed an education program for limited medical radiation technology practice recognized by a provincial regulatory authority or the CAMRT Board of Directors in the absence of a provincial regulatory authority. These individuals must practice within an approved scope of practice and are ineligible to be certified by CAMRT.

Limited Practice members are eligible to vote at meetings of members but are not eligible to hold office.

VOTE	BOARD	ACCESS
Yes	No	Through provincial organization.

**2.1.3. Temporary Practice Membership**

Temporary practice membership is available to individuals that are eligible to write the CAMRT national certification exam and have been granted a permit to practice on a temporary or restricted basis by a regulatory authority where such regulatory authority exists.

Temporary Practice members are not eligible to vote at meetings of members and are not eligible to hold office.

VOTE	BOARD	ACCESS
No	No	Through provincial organization.

**2.1.4. Non-Practicing Membership**

Non-practicing membership is available to MRTs who qualify for full practice membership but have temporarily or permanently discontinued their practice of the profession and wish to maintain a member relationship with the Association.

VOTE	BOARD	ACCESS
Yes	Yes	Through provincial organization or direct where applicable.

**2.1.5. Senior Membership**

Senior membership is available to any full practice qualified member who has been a CAMRT member for 30 or more years, or has reached the age of 55 years, whichever occurs first, and who is no longer directly or indirectly involved in the practice of the profession of medical radiation technology.

VOTE	BOARD	ACCESS
Yes	Yes	Through provincial organization or direct where applicable.

**2.1.6. Student Membership**

Student membership is available to individuals enrolled in a Canadian medical radiation technology program accredited by the Canadian Medical Association (CMA).

VOTE	BOARD	ACCESS
No	No	Through provincial organization.

**2.1.7. Life Membership**

Life membership may be conferred upon full practice, senior or non-practicing members by the board. Promotion to life membership is based on distinguished service to the Association.

VOTE	BOARD	ACCESS
Yes	Yes, if previously eligible	Direct

However, no member shall be eligible for nomination to this category of distinguished membership while serving on the board.

**2.1.8. Honorary Life Membership**

Limited practice members or individuals who are not otherwise eligible for membership in the Association and who have rendered distinguished service to the profession may be honoured by the Association by election, by the Board of Directors, to this category of distinguished membership.

VOTE	BOARD	ACCESS
Yes	No, unless previously eligible	Direct

**2.2. Membership Term**

The term of membership for all member categories shall be determined by the board, and subject to renewal and in accordance with the policies of the Association.

**2.3. Membership Transferability**

The rights and privileges of each category shall not be transferable by personal act or operation of law.

**2.4. Termination of Membership**

Membership in the Association shall be terminated

- i. on the death of a member, or
- ii. on resignation in writing, or
- iii. on non-payment of dues in any given year, or
- iv. on dissolution or liquidation of the Association, or
- v. in accordance with section 2.4.1.

**2.4.1. Suspension or expulsion of a member**

The board shall have authority to suspend or expel any member from the Association for any one or more of the following grounds:

- i. violating any provision of the articles, by-laws, code of ethics or written policies of the Association;
- ii. carrying out any conduct which may be detrimental to the Association as determined by the board in its sole discretion;
- iii. for any other reason that the board in its sole and absolute discretion considers to be reasonable, having regard to the purpose of the Association.

In the event that the board determines that a member should be expelled or suspended from membership in the Association, the president, or such other officer as may be designated by the board, shall provide twenty (20) days' notice of suspension or expulsion to the member and shall provide reasons for the proposed suspension or expulsion.

The member may make written submissions to the president, or such other officer as may be designated by the board, in response to the notice

received within such twenty (20) day period. In the event that no written submissions are received by the president, the president, or such other officer as may be designated by the board, may proceed to notify the member that the member is suspended or expelled from membership in the Association.

If written submissions are received in accordance with this section, the board will consider such submissions in arriving at a final decision and shall notify the member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The board's decision shall be final and binding on the member, without any further right of appeal.

#### **2.5. Re-admission of a Member**

Any person whose membership has been terminated may be reinstated as a member at the discretion of the board, which shall determine whether payment of arrears in full or in part is required.

### **3. Registers**

#### **3.1. Member Register**

The Chief Executive Officer of the Association shall maintain a register of persons admitted to membership in the Association, recording the name, contact information and category of membership for each person.

#### **3.2. Certification Register**

The Chief Executive Officer of the Association shall maintain a register of persons certified by the Association through Association examination, recording name, contact information, certification discipline(s), and registration number for each person.

#### **3.3. Register Access**

These registers shall be open for inspection by any person who satisfies the Chief Executive Officer that there exists a bona fide reason for requesting access to the registers.

### **4. Annual Dues**

The board shall set, yearly, the annual dues, which shall be approved by the membership by ordinary resolution. The board shall have the authority to adjust the membership dues, without ratification from the membership, by an amount equivalent to the change in professional liability insurance premiums in the coming year.

### **5. Meetings of Members**

#### **5.1. Annual Meeting**

The annual meeting of the Association shall be held each year at the time and place determined by the board. Not less than the following items of

business will be brought forward to the annual meeting for ratification by the membership:

- i. Report of the President;
- ii. Reports of the Chief Executive Officer and such other officials of the Association who are properly required to report to the membership;
- iii. Report on the financial status of the Association, including the Auditors Report;
- iv. Appointment of Auditors;
- v. Ratification of elected directors, as required; and
- vi. Such other business as shall be required.

## **5.2. Special General Meetings**

Special general meetings may be called by the board at any time or by special motion signed by not less than five per cent (5%) of the members of the Association entitled to vote at meetings of the members of the Association. If the board does not call a meeting within twenty-one (21) days of receiving the requisition, any member who signed the requisition may call the meeting.

## **5.3. Notice of Meetings**

Notice of the time and place of a meeting of members shall be given to each member entitled to vote at the meeting by the following means:

- i. By mail, courier or personal delivery during a period of 21 to 60 days before the day on which the meeting is to be held; or
- ii. By telephonic, electronic or other communication facility during a period of 21 to 35 calendar days before the day on which the meeting is to be held.

Omission of notice of meeting to any member shall not invalidate such meeting.

## **5.4. Place of members' meetings**

Subject to compliance with section 159 (Place of Members' Meetings) of the Act, meetings of the members may be held at any place within Canada determined by the board or, if all of the members entitled to vote at such meeting so agree, outside Canada.

## **5.5. Presiding Officer**

The President of the board shall preside at all general meetings of the Association. In the absence of the President, or in the event of the President's inability or refusal to act, the Vice-President shall preside. In the absence of both President and Vice-President, or their inability or refusal to act, the board shall select a pro tem presiding officer.

## **5.6. Quorum**

The quorum for general meetings of members shall consist of not less than seventy-five (75) members with voting privileges plus a majority of the board. Quorum shall not include absentee votes.



The quorum for a committee of the Association shall be the Chair of the committee or a person designated by the Chair as a designate, and a majority of the committee members.

Quorum must be present at the opening of the meeting, and business may proceed even if quorum is not present throughout the meeting.

If, within one-half hour (30 minutes) from the time appointed for a meeting a quorum is not present, no business may be conducted other than to set the date and time of the next meeting.

### **5.7. Participation by Electronic Means**

If the Association chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by such means. A person participating in a meeting by such means is deemed to be present at the meeting.

Meetings of members may be held entirely by telephonic, an electronic or other communication facility provided such means permit all participants to communicate adequately with each other during the meeting.

## **6. Voting**

At all general meetings of members of the Association, every member present with voting privileges shall be entitled to cast a single vote on every question. Voting shall be by show of hands unless a poll is requested. Decisions shall be reached by a simple majority (50% + 1) unless otherwise required by by-law or Canadian Legislative Act.

If a poll is requested or at the discretion of the Chair of the meeting, Chair-appointed scrutineers shall total the votes cast and report to the Chair of the Meeting.

The Chair of the Meeting shall declare all results of voting.

In the event of an equality of votes, the Chair shall have a second or casting vote.

On any motion, a declaration by the Chair of the meeting that a decision has been reached and an entry into the minutes of the meeting to that effect shall be conclusive evidence of the decision.

### **6.1. Absentee Voting**

Pursuant to section 171(1) (Absentee Voting) of the Act, a member not in attendance, who is entitled to vote at a meeting of members, may vote by mailed-in ballot or by means of a telephonic, electronic or other communication facility if the Association provides a system that:

- a. enables the votes to be gathered in such a manner, and that permits their subsequent verification; and

- b. permits the tallied votes to be presented to the Association without it being possible for the Association to identify how each member voted.

## **7. Board of Directors**

The affairs of the Association shall be managed by a Board of Directors ("board"). Eligible members of the Association shall elect the directors to the board and such election results shall be ratified by the members at each annual general meeting following an election.

### **7.1. Vacancies on the board**

The office of the director shall be vacated upon:

- i. death of the director;
- ii. resignation in writing;
- iii. removal from office by ordinary resolution by a majority of the members at a meeting of members called for the purpose of removing the director;
- iv. the director being declared incapable by the court; or
- v. the director becoming bankrupt.

If a vacancy is created as a result of a director being removed from office at a meeting of the members, the members may elect another person to act as director. If such a vacancy is not filled by the members at that meeting, or in the event of all other means of vacancy, a quorum of the directors may fill the vacancy after that meeting by appointing another person to be a director for the unexpired term of his or her predecessor.

### **7.2. Officers of the Association**

The Association shall have the following officers who shall be elected by and serve at the pleasure of the board:

#### **7.2.1. President**

The President shall:

- i. be a director and an ex officio member of all committees of the Association;
- ii. preside as Chair at all meetings of the Association and of the board;
- iii. assure that all orders and resolutions of the Association are implemented;
- iv. sign all by-laws and other documents requiring the signature of officers of the Association.

#### **7.2.2. Vice-President**

The Vice-President shall:

- i. be a director;
- ii. perform the duties of the President in the absence of the President or in the event of the President's refusal or inability to act;
- iii. perform such other duties as may properly be required from time to time by the board.

#### **7.2.3. Treasurer**

The Treasurer shall:

- i. be a director;
- ii. be a member of and chair the Finance Committee;
- iii. monitor the financial operation of the Association;
- iv. serve as secretary of the board, as required;
- v. perform such other duties as may properly be required from time to time by the board.

#### **7.2.4. Immediate Past President**

The Immediate Past President shall:

- i. not be a member of the board;
- ii. provide assistance to the President;
- iii. attend and participate in all meetings of the board;
- iv. perform such other duties as may properly be required from time to time by the board.

#### **7.2.5. Chief Executive Officer**

The Chief Executive Officer shall:

- i. not be a member of the board;
- ii. attend and participate in all meetings of the board, except in situations of conflict of interest;
- iii. be an ex-officio member of all committees of the Association.

### **7.3. Powers of Directors**

The Board of Directors shall exercise such powers as are required from time to time by the Act, the Regulations or by these By-laws, or as determined from time to time by the members at an annual general or special general meeting.

Without limiting the generality of the foregoing, the board shall:

- i. determine the governance policies of the Association;
- ii. appoint and/or elect the President, Vice-President and Treasurer of the Association;
- iii. generally supervise the affairs of the Association;
- iv. make changes to the By-laws of the Association for ratification by the membership at the next annual general meeting;
- v. appoint, as required, an officer or officers authorized to sign documents, contracts and instruments in writing on behalf of the Association which shall be binding without further authorization;
- vi. set the membership dues for all categories of membership, which shall be approved by the membership by ordinary resolution.
- vii. set the remuneration and benefits of the Chief Executive Officer

#### **7.3.1. Borrowing Powers**

The directors of the Association may, without authorization of the members,

- i. borrow money on the credit of the Association;
- ii. issue, reissue, sell, pledge or hypothecate debt obligations of the Association;

- iii. give a guarantee on behalf of the Association to secure performance of an obligation of any person; and
- iv. mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Association, owned or subsequently acquired, to secure any debt obligation of the Association.

#### **7.4. Meetings of the Board of Directors**

##### ***7.4.1. Calling of meetings of the board***

The board shall meet on the request of the President or Vice-President or at the request in writing of three (3) directors at such time and place within Canada as shall be determined by the directors. A mutually audible or practical communication method, such as a teleconference or other electronic means, may constitute a meeting.

##### ***7.4.2. Notice of meetings of the board***

Notice of meetings of the board shall be sent to each member of the board not less than ten (10) days prior to the date of meeting of the board. Failure to notify any director shall not invalidate the meeting nor any business conducted at such meeting. The presence of a director at a meeting shall waive any requirement that notice be given.

##### ***7.4.3. Quorum of meetings of the board***

At every meeting of directors, whether face-to-face or via teleconference or by other electronic means, the presence of the President or Vice-President along with 50% or more of the directors shall constitute a quorum.

##### ***7.4.4. Chairing of meetings of the board***

The President shall act as Chair at all meetings of the board. In the event of the absence of the President or his/her inability or refusal to act, the Vice-President shall act as Chair. In the absence of both the President and Vice-President or their inability or refusal to act, the board shall appoint an interim Chair, who must be a director of the Association, for purposes of the meeting.

##### ***7.4.5. Frequency of meetings of the board***

The board shall meet a minimum of twice annually at such place within Canada or by such means and at such time as shall be determined by the board.

##### ***7.4.6. Regular business of meetings of the board***

During its meetings the board shall:

- i. receive reports of Officers, committees and the Auditor;
- ii. conduct such elections and confirm appointments as may be required; and
- iii. consider such other business as may properly be brought forward at a meeting of the board.

#### **7.5. Decisions of the board**

Decisions of the board shall be reached by a simple majority of votes. In the event of a tie vote, the Chair of the meeting shall have a second or casting vote.

## **7.6. Expenses**

Officers, directors, committee chairs, committee members and other persons who perform duties on behalf of the Association with the approval of the board shall be remunerated for reasonable expenses incurred during those activities in accordance with the policies of the Association in place from time to time.

Remuneration beyond expenses will not normally be awarded, except where special work or extraordinary mission is undertaken on behalf of the Association. Such additional remuneration shall only be paid on approved motion by the board.

## **7.7. Limits of Liability**

Subject to the Act, the directors and officers of the Association are indemnified and saved harmless out of the funds of the Association, except where such costs, charges, or expenses are incurred by the directors on willful neglect or default.

## **7.8. Other Officials**

The board may, at its sole discretion, appoint such other officials as are required to further the objectives of the Association.

# **8. Committees**

## **8.1. Standing Committees**

The following standing committees are established:

### ***8.1.1. Executive Committee***

The members of the Executive Committee shall be the officers of the Association. The duties of the committee shall be set forth in terms of reference that shall be established from time to time by the board. Such duties shall include acting on behalf of the board between meetings of the board and as directed by the board.

### ***8.1.2. Finance***

The duties and membership of the committee, of which the Treasurer shall be the Chair, shall be set forth in terms of reference that shall be established from time to time by the board. Such duties shall include establishing acceptable budget procedures for the Association, overseeing the investments of the Association and such other duties as may be required from time to time by the board.

### ***8.1.3. Nominating Committee***

The duties and membership of the committee shall be set forth in terms of reference that shall be established from time to time by the board. Such duties shall include identifying among the membership of the Association suitable candidates for directors of the board and other positions that may be referred to it from time to time by the board.

## **8.2. Other Committees**

The board may establish other committees to further the objectives of the Association.



## **9. Investment of Funds**

All monies of the Association which are not immediately required to meet operating expenses of the Association shall be invested in a fiscally responsible manner that will be determined by the board of Directors.

## **10. Annual Financial Statements**

The annual financial statements of the Association shall be made available to members between twenty-one (21) and sixty (60) calendar days before the annual general meeting of members.

## **11. Amendments and Confirmation**

At general meetings, the association shall have the authority to confirm, repeal or amend proposed changes to the By-laws upon a two-thirds (2/3) majority vote, provided that the members of the association have received a motion stating the intent to amend the By-laws not less than twenty-one (21) days prior to the deadline for proxy submissions.

Notwithstanding the foregoing, the board have the provisional authority to amend or repeal the provisions of these By-laws. Such changes effected shall, unless confirmed at a Special General Meeting, have force until the next Annual General Meeting at which time the changes must be subjected to approval by the members. In the event that such approval is not forthcoming, no act done or right acquired under the By-laws shall be prejudicially affected by the failure to confirm.

## **12. Invalidity of any Provisions of these By-laws**

The invalidity or unenforceability of any provision of these by-laws shall not affect the validity or enforceability of the remaining provisions of these by-laws.

## **13. Omissions and Errors**

The accidental omission to give any notice to any member, director, officer, member of a committee of the board or public accountant, or the non-receipt of any notice by any such person where the Association has provided notice in accordance with the by-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

## **14. Repeal of By-laws**

These by-laws came into effect on the date shown and repeal any and all previous by-laws of the Association.

IN WITNESS WHEREOF we, the undersigned, have hereunto set our hands.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
President

\_\_\_\_\_  
Chief Executive Officer

\_\_\_\_\_  
Witness