

**THE
CERTIFIED TECHNICIANS AND TECHNOLOGISTS
ASSOCIATION OF MANITOBA**

BY-LAW

November 2, 2008



CERTIFIED TECHNICIANS AND TECHNOLOGISTS ASSOCIATION OF MANITOBA

BY-LAW

PART 1 - PREAMBLE

Former By-laws

1.1 As of the coming into force of this by-law, all former by-laws of the Association are hereby repealed and this By-law is enacted in their place and stead except as herein expressly stated.

Former Policies and Practices

1.2 Such repeal shall not affect the previous operation of any By-laws so repealed or affect the validity of any act done or right, privilege, obligation or liability acquired or incurred under, or the validity of any contract or agreement made pursuant to any such by-law prior to its repeal. All officers and persons acting under any by-laws so repealed shall continue to act as if appointed under the provisions of this By-law and all resolutions of the Members or the Board with continuing effect passed under any repealed by-law shall continue to be good and valid except to the extent inconsistent with this by-law and until amended or repealed.

The Act

1.3 The provisions of this By-law are intended to be in accordance with the provisions of The Applied Science Technologists Act of the Province of Manitoba, referred to as *chapter C45.1 of the Continuing Consolidation of the Statutes of Manitoba*.

PART 2 - INTERPRETATION

2.1 In this By-law:

“**The Act**” means The Certified Applied Science Technologists Act of the Province of Manitoba, referred to as *chapter C45.1 of the Continuing Consolidation of the Statutes of Manitoba*.

“**Association**” has the meaning prescribed by the Act.

“**Associate**” means an individual who has not met minimum requirements for certification but has met other requirements approved by the Board.

“**Board**” means the Board of Directors of the Association.

“**certification**” has the meaning prescribed by the Act.

“**Certification Board**” has the meaning prescribed by the Act.

“**Certification Review Board**” has the meaning prescribed by the Act.

“**Certified Applied Science Technician**” has the meaning prescribed by the Act.

“**Certified Applied Science Technologist**” has the meaning prescribed by the Act.

“**Certified Engineering Technician**” has the meaning prescribed by the Act.

“**Certified Engineering Technologist**” has the meaning prescribed by the Act.

“**Certified Member**” has the meaning prescribed to “**member**” in the Act.

“**Director**” means a member of the Board of the Association.

“**Executive Director**” has the meaning prescribed by the Act.

"lay person" means a person who is not a Member, **Associate or Student Associate** of The Certified Technicians and Technologists Association of Manitoba.

"letter ballot" means a printed form offering to all voting Members the opportunity to indicate approval or disapproval of a-resolution.

"Member" means a Certified Engineering Technician, Certified Engineering Technologist, Certified Applied Science Technician or Certified Applied Science Technologist, whose name is entered in the register or temporary register.

"more than two-thirds majority" means one vote more than two times the 'nay' votes.

"Panel of Examiners" means the Panel of Examiners of the Association.

"President" means the President of the Association.

"register" has the meaning prescribed by the Act.

"Registrar" has the meaning prescribed by the Act.

"rules" means any regulation made by the Board in accordance with the Act.

"Student Associate" means an individual in attendance in an academic program that meets the minimum academic requirements for certification.

"temporary register" has the meaning prescribed by the Act.

Interpretations

2.2 In the By-laws of the Association, the singular shall include the plural and the plural the singular; the masculine shall include the feminine. In the event of any dispute arising as to the true intent or meaning of any present or future By-laws, the Interpretation thereof of the Board shall be final and conclusive.

PART 3 - MEMBERSHIP

Member

3.1 An applicant for membership who meets the requirements of Article 19(1) of the Act and such other rules, qualifications and criteria as may be prescribed by this By-law or by the Certification Board and approved by the Board shall be entitled to become a Member of the association and to have his or her name entered in the register of the Association that the Board deems appropriate.

Associate and Student Associate

3.2 Applicants for membership who do not meet the requirements of Article 19(1) of the Act and such other rules, qualifications and criteria as may be prescribed by this By-law or by the Certification Board and approved by the Board shall be entitled to become an Associate or, Student Associate of the Association as the case may be and to have his or her name entered in the Register that the Board deems appropriate. Associate and Student Associates may not hold office, vote or use the letters "C.E.T., A. Sc.T", or "C.Tech," or any other classifications that may be added by the Board in agreement with National Policy.

Eligibility

3.3 Candidates for membership shall be Canadian citizens or permanent residents of Canada.

Application

3.4 All applicants for membership in the Association shall submit to the Registrar an application, together with such fees as may be prescribed. Applications shall be accepted or denied in accordance with the admission policies determined by the Board.

Classification

3.5 Candidates shall not be eligible for admission to the Association until they have been awarded a classification by the Certification Board. Approved classifications are as follows:

- i. Certified Engineering Technologist,
- ii. Certified Engineering Technician,
- iii. Certified Applied Science Technologist,
- iv. Certified Applied Science Technician,
- v. Associate,
- vi. Student.

Election by Board

3.6 Candidates awarded a classification by the Certification Board shall be considered by the Board of Directors and may be elected to Membership by the Board.

Compliance By Members

3.7 All Members **and Associates** shall comply with the provisions of the Act and this By-law and all amendments thereto, with such regulations as may be made thereunder from time to time by the Board and shall adhere to the Code of Ethics of the Association.

Charter Members

3.8 All persons who became full Members before the first Annual General Meeting held on February 12th, 1966 shall be known and designated as "Charter Members".

Honorary Member

3.9 Individuals who are not Members of the Association who have rendered distinguished service to this Association or to Engineering Technology shall, with the unanimous approval of the entire Board, be known as "Honourary Members". Such membership shall be for the lifetime of the Member, and shall be without fees or dues. Honourary Members may not hold office or vote.

Life Member

3.10 A "Life Member" is a Member who is recognized by unanimous decision of the entire Board to have made an exceptional contribution to the Association. Such membership shall be for the lifetime of the Member and shall be without fees or dues.

Retired Member

3.11 A Member, who has retired and ceased to practice, may apply to the Board for "Retired Member" status.

Non-Resident Member

3.12 A Member who has left the Province of Manitoba, and is a Member in good standing of another constituent member of CCTT, or who is residing outside of Canada, may apply to the Board for "Non-resident Member" status.

Temporary Member

3.13 A Member in good standing of a constituent member of the Canadian Council of Technicians and Technologists may be granted temporary membership for the purpose of using an appropriate designation while in Manitoba. Such temporary membership shall be limited to a period of six months and such Members shall not be entitled to vote at any meetings of the Association.

Voting

3.14 Only Members in good standing, excluding Honorary or Temporary Members shall be entitled to vote on each question arising at any meeting of the Members, including special or annual general meetings.

Membership Withdrawal

3.15 A Member, Associate or Student Associate may withdraw from the Association by delivering to the Association written notice to that effect.

Removal of Membership

3.16 A Member, Associate or Student Associate may be removed from any register of the Association and membership in the Association and required to surrender his or her certificate and validation seals in accordance with Sections 15 and 17 of the Act.

Reinstatement

3.17 Any former Member or Associate who wishes to be reinstated may be reinstated on such terms as the Board may determine.

PART 4 - BOARD OF DIRECTORS

Management of Association

4.1 The affairs of the Association shall be managed by the Board of Directors and they may exercise such powers as prescribed by 7.1 of the Act.

Composition

4.2 The Board of Directors of the Association shall be comprised of ten (10) Members, seven (7) of whom have been elected by the membership in accordance with these By-laws; together with the Immediate Past-President, the Manitoba appointed Director to the Board of Directors of the Canadian Council of Technicians and Technologists and one lay person.

Removal of Director

4.3 Any Director shall vacate office, ipso facto, if:

- i. by notice in writing, the Director resigns their office.
- ii. by a resolution approved by an affirmative vote of more than two thirds of the Members present at a special meeting of the Members.
- iii. by approval of a resolution supported by a two-thirds majority of all the members of the Board.
- iv. the Director violates the Association's code of ethics.
- v. being other than members of the public, Membership with the Association ceases.
- vi. the Director becomes bankrupt.
- vii. the Director is convicted of any criminal offense.
- viii. the Director fails to attend three consecutive meetings of the Board.

4.3.1 The Director so removed may appeal to the next Annual General Meeting.

Term of Office

4.4 Directors shall be elected annually, in accordance with the requirements of this By-law, for a three-year term. The numbers of terms an elected Director may serve is not limited however an elected Director may not serve more than two consecutive complete three-year terms.

Vacancies

4.5 Vacancies on the Board, other than that of President, may be filled by the Board. Such appointments shall be for the balance of the term, appointments shall be affirmed by the membership at the next Annual General Meeting.

CCTT Director

4.6 The representative to the Board of Directors of the Canadian Council of Technicians and Technologists shall be appointed for a three-year term of office by the Board. No appointee shall serve more than two consecutive terms. In the event that the position becomes vacant, then that seat shall filled by the Board.

Lay Persons

The lay person shall be appointed for a three-year term of office by the Board. No appointee shall serve more than two consecutive terms. In the event the position becomes vacant, then that seat shall be filled by the Board.

Past President

4.8 The Past-President is an automatic appointment filled by the outgoing president. In the event the position is declared vacant, the vacancy shall be filled by the Board by appointing an available past president for the balance of the term.

Powers of the Board

4.9 The Powers of the Board are as prescribed in section 7(1) of the Act and any other powers necessary for regulating the business or affairs of the Association that are consistent with this By-law and the Act.

PART 5 - OFFICERS

Officers

5.1 The Officers of the Association shall be the President, President Elect, Vice President, the Past President, Executive Director, the Registrar and such other officers as the Board may determine from time to time. The position of President shall be a term of two years.

Elections

5.2 Election of Officers shall be held at a meeting of the Board following the Annual General Meeting.

Executive Director

5.3 The Board may, from time to time, appoint an Executive Director. The Executive Director shall act as Secretary of the Association and shall record and maintain, or cause to be recorded and maintained minutes of all meetings of the Board, the Annual General Meeting and all Special General Meetings of the Members. The Executive Director shall receive all monies payable to the Association and make all disbursements duly authorized by the Board. The Executive Director shall be responsible for the preparation and maintenance of financial records that clearly show the source of all income and the true nature of all disbursements. The duties and responsibilities of the Executive Director shall include such other rules that the Board may establish not inconsistent with the Act or this By-law. The Executive Director may receive a salary or honorarium if so decided by the Board.

Registrar

5.4 The Board shall, from time to time, appoint a Registrar. The Registrar shall be responsible for all accreditation, certification and registration procedures. The duties and responsibilities of the Registrar shall include such other rules that the Board may establish not inconsistent with the Act or this By-law. The Registrar may receive a salary or honorarium if so decided by the Board.

PART 6 MEETINGS

Board Meeting Schedule

6.1 The Board shall meet at the call of the President, or on a request in writing to the President signed by not fewer than five Directors. The Board shall meet regularly, and as often as is necessary to fulfil the function of the Association. The Board must meet at least once each quarter of the calendar year.

Failure to Call Meeting

6.2 If the President does not proceed to cause a Board meeting to be held within fourteen (14) days from the date of receipt of a request in writing as provided for in section 6.1, then the five (5) Directors may themselves convene a meeting. Any meeting so convened shall not be held more than two (2) months from the date of the deposit of the request with the President. Any meeting convened by the five directors under the provisions of this section shall be convened in the same manner, as nearly as possible, as that in which regular meetings are ordinarily convened.

Notice of Meeting

6.3 The time and place of Board meetings shall be set by the President, or by the Directors who call the meeting under section 7.4.3, and notice of the meeting shall be given to all Directors at least seven (7) days prior to the meeting. Notwithstanding this requirement, a meeting of the Board may be held on shorter notice if six Directors are present and waive notice of the calling of the meeting.

Quorum

6.4 A Quorum of the Board shall be six Directors. Approval and disapproval shall be by a simple majority of those Directors present unless otherwise stated in these By-laws. The Chair would only cast a vote to break a tie vote.

PART 7 – ELECTION OF DIRECTORS

Nominating Committee

7.1 A Nominating Committee shall be appointed by the Membership at the Annual General Meeting to serve for the ensuing year. The Committee shall consist of not less than five Members, chaired by the serving past president. The Board shall fill any vacancies that may occur in this Nominating Committee.

List of Nominees

7.2 Not less than eighty-five days prior to the Annual General Meeting, the Nominating Committee shall submit to the Executive Director a list of nominees for the Board, which shall include sufficient nominees for vacancies to be filled. Not less than seventy-five days prior to the Annual General Meeting, the Executive Director shall have posted at the Head Office of the Association the list of nominations as made by the Nominating Committee.

Additional Nominations

7.3 Additional nominations may be made in writing by any twenty-five Members. Such nominations shall reach the Executive Director properly endorsed, not later than forty-five days prior to the Annual General Meeting.

Consent

7.4 Nominations made by the Nominating Committee, or by Members, must be accompanied by the written consent of the nominee.

Letter Ballot

7.5 Elections, when required, shall be conducted by letter ballot. The names of all nominees shall be placed on the ballot form. The number of Directors to be elected, and the method of marking ballots, shall be made clear on the ballot form. Ballot forms shall be mailed to the Members not later than thirty days prior to the Annual General Meeting.

Entitlement to Vote

7.6 Each Member is entitled to vote for as many candidates as there are vacancies to be filled or for a lesser number. Ballots must be returned to the office of the Association, addressed to the Executive Director.

Poll Closing

7.7 The poll shall close at 4 p.m. the last working day of the week prior to, but no less than seven days prior to the Annual General Meeting, and no ballots received after that time shall be considered.

Late Ballots

7.8 All late ballots shall be dated, unopened and stored separately from other ballots.

Ballot Counting Committee

7.9 At least fourteen (14) days before the poll closes, the President shall appoint at least six Members to act as a ballot counting committee, one of which to act as the Chair. In addition, each nominee whose name appears on the ballot form may appoint one Member to attend as an observer at the ballot counting. A quorum of the Ballot Counting Committee shall be five Members.

Meeting of the Ballot Counting Committee

7.10 The Ballot Counting Committee shall meet at the call of the Chair, after the poll closes and prior to the day of the Annual General Meeting, and shall receive the unopened ballots from the Executive Director. The members of the committee shall then open, count and record the votes cast for each nominee.

Irregularities

7.11 In the event that any irregularity is observed in the ballot counting, such irregularity shall immediately be brought to the attention of the Chair of the Ballot Counting Committee. The Chair shall examine the complaint and decide its disposition. The details of the alleged irregularity, together with the Chair's decision shall be recorded in the committee's minutes.

Election

7.12 The two persons who receive the highest number of votes for the office of Director shall be elected as Directors for a term of three (3) years. If there is any other Director vacancy on the Board to be filled the person or persons receiving the next highest number of votes shall be elected to fill such vacancy.

Announcement

7.13 The results of the poll, which shall not be otherwise disclosed, shall be handed in a sealed envelope to the Chair of the Annual General Meeting together with the ballots and the tally sheets in a separate sealed package. At the Annual General Meeting the Chair shall open the envelope and announce the results of the poll.

Tie Vote

7.14 In the case of a tie in the votes for any office or position the Chair of the meeting will cast a deciding vote.

Recount

7.15 Any objection to the poll as announced will be valid only if made immediately after the results have been made known, and a proper request for a recount will then be in order. If such a request is supported by a simple majority of the Members present at the Annual General Meeting, the Chair shall appoint a ballot recounting committee of eight (8) Members who shall forthwith recount all the ballots. Nominees may be present or represented at such a recount.

Recount Binding

7.16 Upon completion of the recount the results shall be communicated in writing to the Chair who shall announce them immediately to the Annual General Meeting. Such recount shall be final and binding.

Ballots Destroyed

7.17 Following the announcement of the results of the poll, or of the recount as the case may be, the ballots, tally sheets and the unopened late ballots shall be destroyed.

BOARDS AND COMMITTEES

PART 8 - EXECUTIVE COMMITTEE OF THE BOARD

Composition

8.1 There shall be an Executive Committee established in accordance with section 11 of the Act. Members of the Executive Committee, shall consist of the President, the President Elect, the Vice President and such other Officers and Directors as the Board may appoint from time to time. The duration of the appointment of such other appointments shall be at the pleasure of the Board. The duties, responsibilities and procedures of the Executive Committee shall be in accordance with section 11 of the Act and such other rules that the Board may establish.

PART 9 – CERTIFICATION BOARD

Appointments

9.1 A Certification Board shall be appointed by the Board of Directors in accordance with section 19(2) of the Act. The Certification Board shall consist of not less than eight Members of the Association. The Board of Directors may make not more than two additional appointments to the Certification Board of persons who are not members of the Association.

Composition

9.2 The Certification Board should represent a distribution among disciplines.

Term

9.3 Such appointments shall be for a renewable term of three (3) years. At the request of a majority of the members of the Certification Board, such appointments may be rescinded by the Board of Directors.

Registrar

9.4 The Registrar of the Association shall attend all meetings as the executor of the Certification Board's business, and shall report to the Board of Directors.

Chair

9.5 The Chair of the Certification Board shall be appointed by the Board on recommendation from the Certification Board for a renewable term of two years.

Meetings

9.6 All Certification Board meetings shall be at the call of the Chair of the Certification Board, and as frequently as is required to fulfil its obligations.

Quorum and Voting

9.7 All proceedings shall be decided by a simple majority of the quorum present. The quorum shall be more than fifty per cent (50%) of all the members of the Certification Board. To break a tie vote, the Chair shall cast a deciding vote.

Recording of Proceedings

9.7.1 These proceedings shall be recorded in the Minutes book and submitted to the next meeting of the Board of Directors.

Consultants

9.8 The Certification Board may consult with any additional persons who may be required to properly assess the qualifications of an applicant.

Duties and Responsibilities

9.9 The duties of the Certification Board include the requirements of section 19(3) of the Act and such other rules that the Board may establish not inconsistent with the Act or this By-law. The Certification Board shall maintain detailed documentation of all the requirements and the basis for certification and membership.

Certification Review Board

9.10 The Certification Board shall reconsider all applications and reclassifications as from time to time may be referred to it by the Certification Review Board.

Approval of Board

9.11 The requirements and basis for certification and membership must be approved by the Board of Directors and should be consistent with the national academic standards and profiles established by the Canadian Council of Technicians and Technologists

No Refusal to Certify

9.12 No applicant shall be refused a Certification classification on the basis of insufficient academic or experience qualifications, until such time as:

- i. the file has been thoroughly reviewed by members of the Panel of Examiners, and a majority decision reached.
- ii. the file has been thoroughly reviewed by members of the Certification Board, and a majority decision reached.
- iii. a specific, quantitative reason for the decision is detailed

Such information shall be recorded in the Association's files, and the applicant so informed by the Registrar.

PART 10 – PANEL OF EXAMINERS

Appointments

10.1 A Panel of Examiners shall be appointed by the Board to advise on the academic requirements for membership and to report to the Certification Board an assessment of the academic qualifications of candidates for Membership and a recommendation for classification based on this assessment. The Panel of Examiners shall consist of not fewer than eight Members of the Association. The Board of Directors may make not more than two additional appointments to the Panel of Examiners who are not members of the Association.

Term

10.2 Such appointments shall be for a renewable term of three (3) years. At the request of a majority of the members of the Panel of Examiners, such appointments may be rescinded by the Board of Directors.

Composition

10.3 The Panel of Examiners should represent a distribution among disciplines.

Registrar

10.4 The Registrar of the Association shall attend all meetings as the executor of the Panel of Examiners business and shall report to the Board of Directors.

Chair

10.5 The Chair of the Panel of Examiners shall be appointed by the Board on recommendation from the Panel of Examiners for a renewable term of two years.

Meetings

10.6 All Panel of Examiner meetings shall be conducted in the Association's offices, at the call of the Chair, and as frequently as is required to fulfil its obligations.

Quorum and Voting

10.7 All proceedings shall be decided by a simple majority of the quorum present. The quorum shall be more than 50% of all members of the Panel of Examiners. To break a tie vote, the Chair shall cast a deciding vote.

Recording of Proceedings

10.8 The proceedings shall be recorded in a Minutes book, and submitted to the next meeting of the Certification Board.

Consultants

10.9 The Panel of Examiners may consult with any additional persons who may be required to properly assess the academic qualifications of an applicant.

Duties and Responsibilities

10.10 In addition to such other rules that the Board may establish consistent with the Act or this by-law the duties and responsibilities of the Panel of Examiners shall include the following:

- i. establish the academic qualifications for all applicants referred to the Panel by the Certification Board; particularly those applicants from non-accredited programs.
- ii. examine the acceptability of non-accredited courses and programs which are offered by various schools and institutes.
- iii. prepare syllabi of study, and set suitable examinations, for engineering technology programs. All evaluations shall be made to standards approved by the Canadian Council of Technicians and Technologists.
- iv. the Panel shall, at all times, maintain written record of the policies and procedures established for the evaluation of academic qualifications. Copies of this written record, and any changes thereto, shall be filed with the Registrar.

PART 11 – CERTIFICATION REVIEW BOARD

Appointments

11.1 A Certification Review Board shall be appointed by the Board of Directors in accordance with section 19(2) of the Act and shall consist of not less than five Members of the Association. The Board of Directors may make not more than two additional appointments to the Certification Review Board who are not Members of the Association.

Rescinding of Appointment

11.2 At the request of a majority of the members of the Certification Review Board, such appointments may be rescinded by the Board of Directors.

Composition

11.3 The Certification Review Board should represent the appropriate discipline under review. The member shall not be a member of the Board of Directors, Certification Board or the Panel of Examiners.

Registrar

11.4 The Registrar of the Association shall attend all meetings as the executor of the Certification Review Board's business, and shall report to the Board of Directors.

Chair

11.5 The Chair of the Certification Review Board shall be appointed by the Board on recommendation from the Certification Review Board for a term of two years.

Meetings

11.6 All Certification Review Board meetings shall be at the call of the Chair of the Certification Review Board, and as frequently as is required to fulfil its obligations.

Quorum and Voting

11.7 All proceedings shall be decided by a simple majority of the Certification Review Board. The quorum shall three (3) Members of the Certification Review Board. To break a tie vote, the Chair shall cast a deciding vote.

Recording of Proceedings

11.7.1 These proceedings shall be recorded in the Minutes book and submitted to the next meeting of the Board of Directors.

Consultants

11.8 The Certification Review Board may consult with any additional persons who may be required to properly assess the qualifications of an applicant.

Duties and Responsibilities

11.9 The duties of the Certification Review Board shall include the requirements of section 19(4) of the Act and such other duties and responsibilities approved by the Board consistent with the Act and this By-law.

Recommendations

11.10 The Certification Review Board may make recommendations to either or both of the Certification Board or Panel of Examiners.

Powers

11.11 The Certification Review Board has no powers to change a decision of the Certification Board or the Panel of Examiners.

PART 12 – COMPLAINTS COMMITTEE

Appointment

12.1 A Complaints Committee shall be appointed by the Association's Board of Directors in accordance with section 29(1) of the Act. The Complaints Committee shall consist of a lay person and not fewer than four Members of the Association who are not Directors or Members of the Discipline Committee. Such appointments shall be for a renewable term of three (3) years.

Rescinding Appointment

12.2 At the request of a majority of the Members of the Complaints Committee, such appointments may be rescinded by the Board of Directors.

Chair

12.3 The Chair of the Complaints Committee shall be appointed by the Board on recommendation from the Complaints Committee for a term of two (2) years.

Meetings

12.4 All Complaints Committee meetings shall be at the call of the Chair of the Complaints Committee, and as frequently as is required to fulfil its obligations.

Quorum and Voting

12.5 All proceedings shall be decided by a simple majority of the members present. The quorum shall be a minimum of four Members and a lay person. To break a tie vote, the Chair shall cast a deciding vote.

Recording of Proceedings

12.6 These proceedings shall be recorded in the Minutes book and submitted to the next meeting of the Board of Directors.

Consultants

12.7 The Complaints Committee may consult with any additional persons who may be required to properly meet the requirements of the Act.

Duties and Responsibilities

12.8 The duties, responsibilities of the Complaints Committee are prescribed in section 29(5), 29(6), 29(7), 29(8) and 29(9) of the Act. The Board may approve rules for additional duties and responsibilities and for procedures of the Complaints Committee. Such rules shall be consistent with the Act and this By-law.

PART 13 – DISCIPLINE COMMITTEE

Appointment

13.1 A Discipline Committee shall be appointed by the Board of Directors in accordance with section 30 of the Act. Such appointments shall be for a renewable term of three (3) years.

Rescinding Appointment

13.2 At the request of a majority of the members of the Discipline Committee, such appointments may be rescinded by the Board of Directors.

Chair

13.3 The Chair of the Discipline Committee shall be appointed by the Board on recommendation from the Discipline Committee for a term of two (2) years.

Meetings

13.4 All Discipline Committee meetings shall be at the call of the Chair of the Discipline Committee, and as frequently as is required to fulfil its obligations.

Quorum and Voting

13.5 All proceedings shall be decided by a simple majority of the members present. The quorum shall be a minimum of four (4) Members and two (2) lay-persons. To break a tie vote, the Chair shall cast a deciding vote.

Recording of Proceedings

13.6 These proceedings shall be recorded in the Minutes book and submitted to the next meeting of the Board of Directors.

Duties and Responsibilities

13.7 The duties, responsibilities, powers and orders of the Discipline Committee are prescribed in section 30, 31, 32 and 33 of the Act and the Discipline Committee shall:

- i. in accordance with the Code of Ethics and subject to the approval of the Board, enforce the standards of ethical competence and behaviour of Members, Associates and Student Associates of the Association;
- ii. Provide for investigation of any and all complaints referred to it or of any matter which is considered likely to affect the ethical practice of the Members of the Association, based on the procedures established in the Act and rules of procedure approved by the Board
- iii. provide to the Board or to the Members, advice, assistance and interpretation in matters; relating to differences, misunderstandings and alleged breaches of the Code of Ethics.

The Board may approve rules for additional duties and responsibilities and for procedures of the Discipline Committee. Such rules shall be consistent with the Act and this By-law.

PART 14 - APPEALS

Right to Appeal

14.1 Appeals of decisions of the Certification Board, the Certification Review Board, the Complaints Committee and the Discipline Committee are prescribed in Part 7 of the Act.

PART 15 - MEETINGS OF MEMBERS

Annual General Meeting

15.1 The Annual General-Meeting of the Association shall be held within fifteen (15) months from the last Annual General Meeting , at such date, time and place within Manitoba as approved by the Board of Directors for the purpose of:

- i. Considering and approving the minutes of the previous Annual General Meeting and any special general meeting that may have been held since the last annual meeting.
- ii. Receiving and considering financial statements for the preceding fiscal year.
- iii. Receiving and considering such other reports and statements as required by The Act.
- iv. Introducing Officers and Directors.
- v. Appointing the Nominating Committee.
- vi. Transacting any other business properly brought forth before the meeting.

Special General Meeting

15.2 A Special General Meeting of the Association may be held when considered necessary by the Board or upon written request to the Executive Director, signed by not fewer than twenty five (25) Members. Any such request shall set forth the purpose for which the meeting is to be called. Notice of the special meeting shall be given to the membership at least thirty (30) days prior to the meeting and shall clearly state the intended purpose of the meeting and no further business shall be transacted. Notice may be in the form of announcement in a publication of the Association.

Notice of Annual General Meeting

15.3 Written notice of the Annual General Meeting shall be delivered to all Members at the mailing address as shown on the Register of the Association, at least fourteen days prior to the date of the meeting. Non-receipt of such notice by any Member shall not invalidate the proceedings or any resolutions passed at the meeting.

Quorum

15.4 At any Annual or Special General Meeting, a quorum shall consist of twenty-five (25) voting Members, who must be in attendance. All Members present may cast one vote only to each question put to the meeting.

Voting

15.5 At any Annual or Special General Meeting, all questions shall be decided by a simple majority of those votes cast by the voting Members present unless otherwise provided for in the Act or this by-law. All voting shall be by a show of hands or by ballot if requested by ten or more Members. In the event of a tied vote, the Chair shall cast a deciding vote.

Rules of Order

15.6 The proceedings of all meetings of the Association, shall be recorded, or cause to be recorded, in the Minutes book by the Executive Director. All meetings shall be conducted in accordance with "Robert's Rules of Order".

PART 16 - GENERAL

Seal

16.1 The Board shall adopt a seal for use of the Association. The said seal shall at all times remain in the custody of the Executive Director or the President, and shall be affixed to documents only by the authority of the Board.

Finance

16.2 Operations of the Association will be financed through an annual assessment of all Members, together with any other income that may accrue to the Association from other sources.

Fees

16.3 The annual membership fees shall be approved by the Members at the Annual General Meeting of the Association. The Board shall set other fees, as required for the efficient operation and viability of the Association.

Waiving of Fees

16.4 The Board may, due to extenuating circumstances, waive or defer on an annual review, all or part of a Member's assessment.

Signing Officers

16.5 The signing officers of the Association shall be the Executive Director together with either of two other officers of the Association appointed by the Board of Directors.

Banking

16.6 All moneys received by, or on behalf of the Association, shall be deposited with a Chartered Bank, Trust Company or Credit Union in the name of the Association.

Amendments

16.7 Amendments to by-laws shall be in accordance with section 7 of the Act.

Accounting and Finance

16.8 The Board shall establish policy for the accounting and financial procedures of the Association.

16.9 No directors, officers or member of any committee, excluding CTTAM employees shall receive any remuneration for duties performed in carrying out their committee functions on behalf of the Association, but may be reimbursed for approved expenses incurred.

PART 17 FOUNDATIONS**General**

17.1 The Board has the power to establish Foundations to reflect the Association's responsibility to the public for the betterment of mankind.

Responsibility

17.2 The Board has the responsibility to direct some of its resources to fund such foundations and to solicit contributions from within and beyond the membership of the Association.

Trustees

17.3 The Board shall appoint trustees annually to administer each foundation so created. The trustees will operate independently of the Board but within the rules established from time to time by the Board. Trustees are to be Members of the Association and not Directors of the Association.

Date: This By-Law approved at a Special Meeting of the Members October 21, 2008.