



Canadian Association
of Critical Care Nurses

GREATER EDMONTON CHAPTER

CONSTITUTION AND BYLAWS

TABLE OF CONTENTS

Title	Page	Title	Page
Introduction	3	VI Property and Publication	9
Interpretation	3	Disposal of Property	9
I Meetings of Members	4	Publications	9
Notice of Meetings	4	VII Examination of Books	9
Annual General Meetings	4	VIII Signing Powers	10
Special Meetings.....	4	IX Certification of Documents	10
Quorum	4	X Financial Records	10
Proxies	4	XI Bursaries and Awards	10
Adjournment	5	XII Co-sponsorship of Events	10
Conduct.....	5	Appendix A	11
Amendments to Bylaws.....	5	Application for Education Bursary	
II Executive Officers	5	Appendix B	13
Number and Qualifications.....	5	Guidelines for Joint Sponsorship of	
Election and Term of Office	5	Continuing Education Events	
Nominating Committee	5		
III Meetings of Executive Officers	6		
Place.....	6		
Notice.....	6		
Calling of Meetings	6		
Procedures of Meetings	6		
Publication of Proceedings	6		
Financial Statements	6		
IV Indemnification of Officers	7		
V Officers	7		
Officers	7		
Election of Officers.....	7		
Limitation of Liability	8		
Delegation of Powers.....	8		
President	8		
President-Elect.....	8		
Immediate Past President.....	9		
Secretary	9		
Treasurer	9		

INTRODUCTION

The Greater Edmonton Chapter of the Canadian Association of Critical Care Nurses (CACCN) shall be governed by the Constitution and Bylaws of the CACCN, October 2003.

This document outlines the constitution and bylaws that shall govern the operations of the Greater Edmonton Chapter.

INTERPRETATION

Unless the context otherwise requires, the following definitions shall apply:

1. "Chapter" shall mean the Greater Edmonton Chapter as approved by the CACCN Board of Directors.
2. "Executive" shall mean the elected Executive Officers of the Greater Edmonton Chapter as outlined in the Bylaws.
3. "Officer" shall mean any member of the Greater Edmonton Chapter Executive.
4. "Active Member" shall mean any Registered Nurse who holds current CACCN/ Greater Edmonton Chapter membership.
5. "Member" is designated in the masculine form ("he," "him," "his") but is interchangeable with the feminine form ("she," "her," "hers").
6. The "Association" shall mean CACCN.

Approved by the Greater Edmonton Chapter
Original document 1986
Revised February 2005

Original Signed

Signature of President

Printed Name

Original Signed

Signature of President-Elect

Printed Name

Approved by Members of the Greater Edmonton Chapter on November 29, 2005

ARTICLE I – MEETING OF MEMBERS

Section 1 – Notice of Meeting

- 1.1 Notice of meetings including day, hour, place of meeting and general nature of business to be transacted shall be provided by telephone, written, email or personal communication at least two (2) weeks before the date of every meeting.
- 1.2 The accidental omission to give notice of any meeting or the non-receipt of any notice by any Active Member shall not invalidate any resolution passed or any proceedings taken at any meeting.

Section 2 – Annual General Meeting

- 2.1 The Annual General Meeting shall be held annually at a time and place determined by the Executive.
- 2.2 The Treasurer shall make an annual report on the accounts and balance sheets of the Chapter.
- 2.3 If a financial audit is undertaken the auditor or auditors shall be appointed at the Annual General Meeting.

Section 3 – Special Meetings

- 3.1 Other meetings, whether special or general, may be convened by order of the Executive at any time on its own motion provided that the Executive must call a special general meeting if it receives a request in writing signed by at least twenty-five percent (25%) of the Active Members and specifying the business for which a meeting is required.

Section 4 – Quorum

- 4.1 Three (3) Executive Officers present in person shall constitute a quorum for Chapter or Executive meetings.
- 4.2 No business shall be transacted at any general or special meeting unless the said quorum is present at the commencement of business.
- 4.3 Ten percent (10%) of Active Members excluding Executive shall constitute a quorum for Annual General Meetings. At least three (3) current Executive Members must be present in person and all other Executive Members may be present either in person or by proxy.

Section 5 – Proxies

- 5.1 Every Active Member may, by means of a proxy, appoint a person who is an Active Member as his nominee to attend and act at the meeting in the manner to the extent and with the power conferred by the proxy. The proxy shall be authorized by the signature of the Member, and shall cease to be valid after the adjournment of the meeting for which the proxy was obtained.

Section 6 – Adjournment

- 6.1 The Chairman may with the consent of any meeting adjourn the same and no notice of such adjournment need be given. Any unfinished business may be brought forward at a future meeting in accordance with the original notice.

Section 7 – Conduct

- 7.1 All meetings shall be conducted in accordance with Bourinot’s Rules of Order, insofar as they apply.

Section 8 – Amendments to Bylaw

- 8.1 At general meetings or special meetings duly called for the purpose, the Chapter shall have the authority to confirm, repeal, or amend proposed bylaw changes upon a two-thirds majority vote by the Members present either in person or by proxy, provided that the membership has received a Notice of Motion stating the intent not less than thirty (30) days prior to the meeting.

ARTICLE II – EXECUTIVE OFFICERS

Section 1 – Number and Qualifications

- 1.1 The affairs of the Chapter shall be managed by an Executive of five (5) Officers. Each Executive Officer must be an Active Member at the time of his election or must become an Active Member within ten (10) days of his election to office. If such Officer does not become an Active Member as aforesaid within the same period of ten (10) days he shall forthwith cease to be an Executive Officer.

Section 2 – Election and Term of Office

- 2.1 Election of Executive Officers shall be by ballot of Active Members or by acclamation. Each shall be elected as an Executive Officer as detailed in Article V following and shall serve the term of office detailed therein.

Section 3 – Nominating Committee

- 3.1 A Nominating Committee shall be appointed by the Executive and shall consist of an appointed Executive Officer and at least one (1) Active Member. The nominating committee shall solicit and receive nominations for election to the Executive at the next Annual General Meeting.

ARTICLE III – MEETINGS OF EXECUTIVE OFFICERS

Section 1 – Place

- 1.1 The Executive Officers will determine the place of meetings.

Section 2 – Notice

- 2.1 Such meetings may be held at any time without formal notice if all the Executive Officers are present, or those absent have signified their consent of the meeting being held in their absence. Meetings may be convened at any time. Notice of such meetings shall be communicated by mail, telephone, email or in person to each Executive Officer five (5) days prior to the meeting.
- 2.2 Questions arising at any meeting of Executive Officers shall be decided by a majority vote, except where otherwise required in the bylaw. In the case of an equality of votes the Chairman in addition to his original vote shall have a second or casting vote. If any two Executive Officers present at a meeting so request, the vote shall be taken by ballot.

Section 3 – Calling of Meetings

- 3.1 Meetings of the Executive shall be called at the request of the President or on request of any two (2) Executive Officers.

Section 4 – Procedure at Meetings

- 4.1 The President shall preside as the Chairman unless otherwise designated.
- 4.2 At the request of any Executive Officer present at a meeting, any resolution of the Executive passed shall be adjourned until the next meeting of the Executive and if so adjourned, such motion shall not be effective unless and until it is confirmed by a vote of a majority of the Executive Officers present at the next meeting to which such motion was adjourned. Such adjourned motion shall not be further adjourned except by the affirmative vote of two-thirds of the Executive Officers present at the meeting to which such motion was originally adjourned.

Section 5 – Publication of Proceedings

- 5.1 No report of any proceeding of the Executive shall be published without the prior consent of the Executive.

Section 6 – Financial Statements

- 6.1 The Chapter shall maintain an operating bank account in the name of the Greater Edmonton Chapter CACCN. The President and Treasurer shall have signing authority over the bank account, whereby both Executive Officers' signatures are binding on the account.

- 6.2 The Chapter may not invest in any stocks or bonds or in any mutual funds that invest in stocks or bonds. The Chapter may invest in chequing accounts, savings accounts, certificates of deposit, or treasury bills.
- 6.3 The Executive shall receive and review quarterly financial statements of the Chapter.
- 6.4 The President and Treasurer shall receive and review at least quarterly all accounts of the Chapter.
- 6.5 The Chapter shall not incur a debt or deficit.
- 6.6 The Chapter may fundraise for its own benefit, and spend funds at its discretion, as long as the funds are used for goals and objectives consistent with the goals and objectives of the CACCN. Pre-approval shall be obtained at the Annual General Meeting for the use of any funds for the following purposes:
 - 6.6.1 Donations to any non-profit organization;
 - 6.6.2 Financial obligations lasting beyond one year;
 - 6.6.3 Contracts to acquire or lease equipment or rent a mailbox.

ARTICLE IV – INDEMNIFICATION OF OFFICERS

The Executive Officers are hereby authorized to give indemnities to any Executive Officers or other person who has undertaken, or is about to undertake, any liability on behalf of the Chapter, and to secure such Executive Officer or other person against loss by mortgage or charge upon the assets of the Chapter, and any action taken by the Executive Officers under this section shall not require approval or confirmation of the members of the Chapter.

ARTICLE V – OFFICERS

Section 1 – Officers

- 1.1 The Executive Officers shall be the President, the President-Elect, the Immediate Past President, the Secretary and the Treasurer, each of whom shall be an Active Member. Other Officers may be appointed as the Executive decides.

Section 2 – Election of Officers

- 2.1 Duly qualified Members may be elected to a term of office of two (2) years and to a position as Executive Officer at the Annual General Meeting.
- 2.2 There shall be a minimum of three (3) elected Executive Officers with the Immediate Past President sitting as a fourth member of the Executive until replaced by a subsequent President.
- 2.3 The Executive may appoint such other Officers it deems necessary, who shall have authority and shall perform such duties as the Executive may prescribe.
- 2.4 Officers shall hold office until their duly elected successors are appointed in their stead.

Section 3 – Limitation of Liability

- 3.1 No Officer or Member shall obligate the Chapter or commit it to any policy, program, purchase, sale, or responsibility without the express authority of the Executive in each case; but the President and Treasurer may accept property on behalf of the Chapter tentatively on condition that such acceptance shall be withdrawn and cancelled if confirmation is not formally given at the next meeting of the Executive following such tentative acceptance.

Section 4 – Delegation of Powers

- 4.1 In the case of the absence of the President or President-Elect, the Executive may delegate the powers of such office to any other Officer for the time being, provided that a majority of the Executive concurs.

Section 5 – President

- 5.1 The President shall be the Chief Officer of the Chapter and shall preside as Chairman at all meetings of the Chapter and of its Executive. He shall report to all meetings of the Chapter and be an ex-officio member of all committees of the Chapter.
- 5.2 The President shall have custody of all records of the Chapter.
- 5.3 The President shall keep or cause to be kept a book or books wherein shall be recorded:
 - 5.3.1 A copy of the Bylaws of the Chapter duly authenticated.
 - 5.3.2 The minutes of all meetings whether special, general or annual.
 - 5.3.3 The minutes of all meetings of the Executive.
 - 5.3.4 A register and books wherein shall be recorded the names and contact information of all persons who are Members of the Chapter.
- 5.4 The President shall perform all duties incidental to his office and such other duties as assigned to him by the Association and/or the Executive.

Section 6 – President-Elect

- 6.1 The President-Elect shall be vested with all the powers and shall perform all the duties of the President in the event of the absence of the President, or his disability, or his refusal to act.
- 6.2 The President-Elect shall perform all duties incidental to his office and such other duties assigned by the Executive.

Section 7 – Immediate Past-President

- 7.1 The Immediate Past-President shall provide guidance and continuity to the President and President-Elect and shall assume the office of the President in the event of the absence of both the President and President-Elect, or their disability, or their refusal to act.
- 7.2 The Immediate Past-President shall perform such other duties assigned to him by the Executive.

Section 8 – Secretary

- 8.1 The Secretary shall perform all duties incidental to his office, of which are properly required of him by the Executive.

Section 9 – Treasurer

- 9.1 The Treasurer shall perform all duties incidental to his office, of which are properly required of him by the Executive.
- 9.2 The Treasurer shall submit to the Association on a quarterly and annual basis a Financial Report, in forms prescribed by the Association. The reports shall be submitted within 30 days of the end of the quarter or year.

ARTICLE VI – PROPERTY AND PUBLICATIONS

Section 1 – Disposal of Property

- 1.1 The whole or part of the assets or properties of the Chapter may be sold or disposed of pursuant to a resolution of the Executive confirmed by the affirmative vote of the majority of the Active Members present at a general meeting.

Section 2 – Publications

- 2.1 Every publication of the Chapter and every paper presented to the Chapter or accepted for publication in whole or in part shall be the property of the Chapter. Executive shall have the power to release the rights of the Chapter in and to any such document.

ARTICLE VII – EXAMINATION OF BOOKS

The Executive may determine whether or not the accounts and books of the Chapter or any of them be open for inspection by the Members, and if so, at what time and place and under what conditions such inspection shall take place. No Member shall have any right to inspect any book, account, or document of the Chapter except as conferred by statute,

or as authorized by a resolution of the Executive, or by a resolution of the Active Members at a general meeting.

ARTICLE VIII – SIGNING POWERS

The President or the President-Elect together with the Treasurer, or failing them, by any one of the foregoing Officers together with any other Executive Officer shall have the authority to sign in the name and on behalf of the Chapter all instruments in writing, and, any instruments in writing so signed shall be binding upon the Chapter without any further authorization or formality. The Executive shall have the power by resolution to appoint any other Officer or Officers of any person or persons on behalf of the Chapter either to sign instruments in writing generally or to sign specific instruments in writing.

ARTICLE IX – CERTIFICATION OF DOCUMENTS

Copies of Bylaws, resolution(s) or other proceedings of the Executive or of the Members of the Chapter may be certified under the corporate seal of the Association and duly signed by the President and President-Elect.

ARTICLE X – FINANCIAL RECORDS

- X.1 The Chapter's bank accounts shall be kept in such chartered bank, trust company, or other firm or corporation carrying on a banking business as the Executive determines.
- X.2 Cheques on the bank account, drafts drawn or accepted by the Chapter, promissory notes, acceptance, bills of exchange, orders for the payment of money and other instruments may be made by the Executive.
- X.3 Cheques, promissory notes, bills of exchange, orders for the payment of money and other negotiable papers may be endorsed from deposit to the credit of the Chapter's bank account by the President and Treasurer.

ARTICLE XI – BURSARIES AND AWARDS

Any bursary or award created by the Chapter shall be approved by the Executive. All Active Members shall be eligible for such awards by way of application to the Executive. The criteria for sponsorship shall be as outlined in Appendix A.

ARTICLE XII – CO-SPONSORSHIP OF EVENTS

Any co-sponsorship shall be approved by the Executive and shall comply with the guidelines outlined in Appendix B.

APPENDIX A

GREATER EDMONTON CHAPTER of the CACCN APPLICATION for EDUCATION BURSARY

The Greater Edmonton Chapter is committed to supporting its members in professional development. Continuing education, integral to the acquisition of new knowledge and professional development, is an important factor in fostering the best possible nursing care. To this end, the Chapter encourages its members to pursue continuing education and will assist its members financially to attend **critical care** education programs.

Eligibility Criteria

- ❑ Applicant **must** be a current Chapter member.
- ❑ Applicant **must** have attended at least one Chapter-sponsored education program within the previous year.
- ❑ **Funding preference** will be given to applicants who contribute to the Chapter. Examples of personal contribution include:
 - Executive Committee member.
 - Chapter Committee member.
 - CACCN hospital liaison.
 - Invited speaker at a Chapter meeting or education program.
 - Contributed to the Chapter newsletter, i.e. article submission.
 - Attended a Chapter organizational meeting.
 - Renewed Chapter membership before expiry date.
 - Recruited a new member or invited a non-member to a Chapter event.
- ❑ Applicant **must** submit a Bursary application within **30 days prior to** the education program. Applicants seeking funding from other sources must note all sources of potential funding.
- ❑ A copy of the education program brochure must accompany the application.
- ❑ Applicant **must** provide (a) proof of attendance, (b) original receipt(s), and (c) a newsletter submission to the Chapter **no later than 6 weeks after** completion of the continuing education program. The purpose of the newsletter article is to promote information sharing within the Chapter.
- ❑ Applicants are eligible for one Bursary per calendar year:
 - For one-day educational events, Bursary **maximum** is \$100.00 Cdn.
 - For three-day educational events, Bursary **maximum** is \$500.00 Cdn.

**The allocation of Bursary funds will be dependent on the level of Chapter commitment and availability of Chapter finances.
- ❑ Eligible continuing education programs include workshops, conferences, seminars, and symposia related to critical care. Certification courses may be considered. Chapter-sponsored education programs are not eligible.

Member Name	CACCN Member #
Address	Phone
Employing Agency	Critical Care Unit
Description of continuing education program:	
Program title:	
Sponsored by:	
Program date:	
Location of program:	
Cost(s):	
Sources of potential alternate funding:	
Statement of reasons for attending:	
Personal contribution to the Chapter (please specify activity):	
<input type="checkbox"/> Executive committee member	<input type="checkbox"/> Chapter committee member
<input type="checkbox"/> CACCN hospital liaison	<input type="checkbox"/> Invited speaker at a Chapter meeting or education program
<input type="checkbox"/> Prior contribution to the Chapter newsletter	<input type="checkbox"/> Attended a Chapter organizational meeting
<input type="checkbox"/> Renewed Chapter membership before expiry	<input type="checkbox"/> Invited a non-member to a Chapter event
<input type="checkbox"/> Recruited a new member	<input type="checkbox"/> Other
Chapter education program attended/date:	
Signature	Date

For Chapter use:
 Application received (date):
 Funding approved: Yes No – reasons:
 Member notified (date):
 Receipts received (date):
 Newsletter submission (date):
 Cheque issued (date):

APPENDIX B

GREATER EDMONTON CHAPTER of the CACCN

GUIDELINES for JOINT SPONSORSHIP of CONTINUING EDUCATION EVENTS

The Greater Edmonton Chapter recognizes the need by critical care nurses for continuing education and the potential benefits of jointly sponsoring these events with others such as agencies, hospitals, professional societies, providers of continuing education, and publishing companies.

Co-sponsorship of an event implies that responsibilities and benefits are shared by all parties involved in the transaction. Prior to entering into a co-sponsoring agreement, the need for the program and value of co-sponsoring with the respective party will be examined. The Chapter will not co-sponsor an educational event with an individual party more than once per year. All publicity will identify the co-sponsors. Since quality of programming is of paramount importance, the program must meet with the approval of the Chapter. When possible, designated members of the Chapter will participate in planning the event.

A written agreement between the co-sponsors will include, but not be limited to, information concerning the:

- a) Name of the site selected for the educational event
- b) Content of the program
- c) Registration fees and process
- d) Bookkeeping (financial and other)
- e) Selection of speakers
- f) Honoraria paid to speakers
- g) Publicity for the event
- h) Printing of the advertising, program, and/or handouts
- i) Responsibilities prior to and during the event
- j) Sharing of the proceeds

All accounts related to the education event should be settled within sixty (60) days of the event.