CONSTITUTION

Canadian Association of Critical Care Nurses, Calgary Chapter hereinafter will be referred to as "Chapter".

Canadian Association of Critical Care Nurses hereinafter will be referred to as CACCN.

The goals and objectives of the Chapter are:

a) To promote the activities of the CACCN
b) To promote critical care continuing education
c) To promote an avenue for the unification and support of the Critical Care Nurses within the Chapter
d) To provide an avenue for Critical Care Nurses to impact health reform

The Chapter encompasses the areas of Calgary, Southern and Central Alberta including but not limited to Lethbridge, Medicine Hat and Red Deer.

The Chapter is governed by the regulations contained in these Bylaws and such other Bylaws as from time to time shall be in force. The words used in the Bylaw importing the singular only shall include the plural and vice versa and the feminine shall include the masculine.

Amendments of this constitution shall be conducted in accordance with the Calgary Chapter Bylaws.

February 1994
(Revised 2007)
BYLAWS

CANADIAN ASSOCIATION OF CRITICAL CARE NURSES
CALGARY CHAPTER

ARTICLE 1: INTRODUCTION

1.01 No rules or regulations can be made which supersedes the CACCN Bylaws.
1.02 Where the necessity arises and circumstances permit, the Chapter Officers and members shall use the Constitutions and Bylaws of the CACCN.
1.03 At Regular General meetings or special meetings duly called for the purpose, the Chapter shall have the authority to confirm, repeal, amend proposed Bylaw changes, or propose new Bylaws, upon a two-thirds (2/3) majority vote, providing the membership has received a Notice of Motion stating the intent according to Articles 5 and 6 within these bylaws. The changes effected shall have force until the next Annual General Meeting. If the membership does not approve the amended or additional Bylaws, no act done or right acquired under the bylaw shall be prejudicially affected by the failure to confirm.

ARTICLE 2: MEMBERSHIP

2.01 As defined by the CACCN Bylaws
2.02 An active member is one who is in good standing with her licensing body, university or college, as defined by CACCN and the Chapter.
ARTICLE 3: EXECUTIVE COMMITTEE

3.01 The Executive Committee shall consist of:
   - President
   - President – Elect
   - Treasurer
   - Secretary
   - Past President
   a) The President and President-Elect must be a Registered Nurse actively working in or affiliated with the practice of Critical Care within the Chapter.
   b) From time to time, the President and the above offices, at their discretion shall recruit members to the Executive Committee

3.02 All members of the Executive Committee shall hold office for the term two years or until their respective successors have been duly elected and qualified. Any member filling an unexpired term shall be considered to have served one term.

3.03 Duties of the Executive Committee shall be as follows:
   a) President shall:
      - preside at all meetings of the Chapter
      - be responsible for the general and active management of the Chapter Business
      - see that all orders and resolutions of the CACCN bylaws are carried into effect
      - appoint committee Chairpersons
      - serve as an ex-officio member of all standing committees
      - perform and discharge all duties relating to the office of the President and such duties as the National CACCN may assign

   b) President Elect shall:
      - in the absence or disability of the President, perform the duties and exercise the powers of the President
      - become familiar with duties of the President and shall succeed to the Presidency at the expiration of the President’s term of office
      - Perform other duties as may be required
c) Secretary shall:
- Attend, record and distribute the minutes of all Executive Committee, General Membership and Annual General Membership meetings.
- Maintain, with the Past President current Chapter Membership information
- Give notice of all meetings in accordance to Articles 5 and 6
- Perform such other duties as may be required
- Keep the Constitution and Bylaws of the Calgary Chapter of the CACCN and all other official documentation.

d) Treasurer shall:
- Receive all incoming funds and disburses those funds
- Prepare an accounting of all receivables and disbursement to be reviewed at the Executive, General and Annual General Meetings of the Chapter and be submitted to CACCN
- Assist the president with preparation of the Chapters yearly operational budget
- Arrange for the yearly audit as required
- Perform other duties as may be required

e) Past President shall:
- Serve as an advisor to the Executive Committee
- Perform other duties as may be required
- Maintain, with the Secretary, current Chapter Membership information.

3.04 Vacancies within the Executive Committee office shall be filled in the following manner:

a) In the event of the vacancy of the President, the President Elect shall assume office.

b) In the event of the vacancy of President Elect, prior to the AGM, a special meeting of the Chapter, in accordance to Article 6, will occur for the appointment of a designate until the next AGM at which time a President Elect will be elected. Until the special meeting and the appointment of the designate, the Past President will be responsible for the duties of the President Elect.

c) The Executive Committee shall appoint replacements for all other vacancies.
3.05 Any executive officer who ceases to hold office shall, within one month turn over to the executive committee all documents, assets and property of the CACCN and/or the Chapter in their possession.

ARTICLE 4: JURISDICTION OF THE EXECUTIVE COMMITTEE

4.01 The Executive Committee shall be responsible for the administration of the affairs and activities of the Chapter when the Chapter is not in meeting

4.02 When not in session, the executive committee may communicate by any form, on all matters of any nature requiring action by the Executive Committee. Any action so taken shall constitute action of the Executive Committee as though in formal session and shall be reviewed at the next meeting of the Executive Committee and shall be part of the minutes thereof.

4.03 To the extent necessary for the proper functioning of the Chapter, the Executive Committee shall employ, retain, direct and fix compensation for staff personnel, consultants and legal accounting and other professional personnel, and engage and pay for the use of premises and equipment as agreed upon by the Executive Committee

4.04 No monies of the Chapter shall be expended without the authorization of the Executive Committee. The manner in which monies may be withdrawn, or cheques issued, by the Chapter shall be determined by the Executive Committee.

4.05 The Executive Committee shall have authority to form AD HOC committees until the following AGM.
   a) Members of the AD HOC committee will be appointed by the Executive Committee, from the general membership and will include one member of the executive committee.
   b) The chairperson of the AD HOC committee will be chosen from the members of the AD HOC committee
   c) The AD HOC committee will provide a written and/or verbal report at all Executive and General Meetings of the Chapter. A written report will be presented at the Annual General Meeting of the Chapter.
If the work of the AD HOC committee is not completed by the following AGM, a motion may be brought forward from the general membership to extend the AD HOC committee’s term.

d) AD HOC committees shall be subject to any restrictions or regulations imposed upon them by the Executive Committee and will be governed by these Bylaws of CACCN - Calgary Chapter.

**ARTICLE 5: MEETING OF THE EXECUTIVE COMMITTEE**

5.01 The Executive Committee shall meet a minimum of four (4) times a year to conduct business of the Chapter. One of those meetings shall be held thirty (30) calendar days prior to the Annual General Meeting.

5.02 Three (3) members of the Executive Committee shall constitute a quorum for the transaction of business provided that the president or president elect be present.

5.03 Special Meetings of the Executive Committee may be called at the request of president or at the written request of no fewer than two (2) members of the Executive Committee
a) The Special meetings will be held within thirty (30) calendar days of receipt by the president. All Executive Committee members shall be given at least fourteen (14) days notice stating the intent of the meeting.
b) The Quorum for Special meetings of the Executive Committee shall not be less than 4 members.

5.04 The Executive Committee shall have the provisional authority to amend existing bylaws. The changes effected shall, unless confirmed at a special meeting of the Chapter, have force until the next Annual General Meeting. If the membership does not approve the amended Bylaws, no act done or right acquired under the bylaw shall be prejudicially affected by the failure to confirm.
ARTICLE 6: MEETINGS OF THE CACCN CALGARY CHAPTER

6.01 Regular meetings of the Chapter will be held late spring, fall and early winter, at such time and place as determined by the executive committee
   a) Notice of the regular meetings shall be:
      i. Posted on the Critical Care Website of the Calgary Health Region.
      ii. E-mails to all members with current e-mail addresses
      iii. Hard copy notices to all institutions where members may work or teach
      iv. Notice will be posted on the Chapter Website thirty (30) calendar days prior to the meeting with the agenda time and place.
   b) The purpose of the meetings is to discuss, review and confirm the business of the Chapter as well as provide educational opportunities to the membership.
   c) Quorum of Regular meetings of the Chapter shall be four (4) Executive Committee members and no less than four (4) members at large to conduct the business of the Calgary Chapter
   d) General Chapter business may be passed by fifty-one percent (51%) of votes cast.

6.02 Special Meetings of the Chapter:
   a) may be called for by the President of the Chapter
   b) may be requested in writing, by no less than four (4) members in good standing of the Chapter, of which no more than two (2) can be members of the Executive. The purpose of the special meeting shall be stated in the request and shall be held within thirty (30) calendar days upon receipt of the request by the President.
   c) Notice of the Special Meeting including the purpose of the meeting, time and place will be distributed as listed in Article 6.01 Section a)i, no less than twenty-one (21) calendar days prior to the meeting.
   d) Quorum for Special Meetings of the Chapter shall be all executive members, including those members who have requested the Special meeting as well as a minimum of ten (10) additional members from the membership at large.
   e) At A Special Meeting, the Chapter shall have the authority to confirm, repeal or amend proposed Bylaw changes upon a two-thirds (2/3) majority of the votes cast, providing the membership has received a Notice of Motion stating the
intent of not less than fourteen (14) calendar days prior to the meeting.

6.03 Annual General Meeting of the Chapter will be held every spring of every Calendar Year at such time and place as determined by the Executive Committee.

a) Notice of the AGM will include the agenda, time and place of the meeting. Notice will be distributed as listed in Article 6.01 Section a) i, no less than forty five (45) calendar days. Reminders of above meeting will be posted on emails and websites as described thirty (30) and fourteen (14) days prior to the AGM. An invitation to participate in the educational opportunities will be extended to all chapters of the CACCN.

b) The purpose of the AGM is:
   i. discusses, review and confirm the business of the Chapter.
   ii. nominated and vote for officers of the Chapter,
   iii. provide additional educational opportunities

c) Quorum for Annual General Meeting of the Chapter shall be four (4) executive members, and minimum of four (4) members from the membership at large.

d) At the Annual General Meeting of the Chapter of the CACCN, the membership shall have the authority to confirm, repeal or amend proposed Bylaw changes upon a two-thirds (2/3) majority of votes cast, providing the membership has received a Notice of Motion stating the intent, of not less than forty five (45) days prior to the meeting.

ARTICLE 7: RULES OF PROCEDURE AND ORDER OF BUSINESS AT MEETINGS OF THE CALGARY CHAPTER OF CACCN

7.01 All meetings shall be conducted in accordance with Bourinot’s Rules of Order in so far as they shall apply.

ARTICLE 8: VOTING AT MEETINGS OF THE CHAPTER

8.01 Only members of the Chapter shall be entitled to cast a vote and must either present proof of membership or appear on the current membership list.

8.02 Every member of the Executive Committee shall have a vote.
8.03 Voting shall be by a show of hands, unless the president otherwise directs.

8.04 General Chapter business may be passed by fifty-one (51) percent of the votes cast.

8.05 Any decision taken at a meeting shall take effect forthwith at the conclusion of the meeting so long as it is consistent with the CACCN bylaws.

8.06 Every active Member may, by means of proxy, appoint a person, not necessarily a member of the chapter, as her nominee to attend and act at the meetings in the manner to the extent and with the power conferred by the proxy. The proxy shall be in writing, and shall cease to be valid after the expiration of one (1) year from the date thereof. The proxy may be in any form not inconsistent with the Canada Corporations Act or any successor statute of statutes.

The following shall be a sufficient form of proxy:

I, __________ (name) _____________________________, of ______ (Calgary) ______ an Active Member of the Canadian Association of Critical Care Nurses – Calgary Chapter hereby appoint ___________________________ of ___________________________ as my proxy to vote for me and on my behalf at the meeting of members of the Chapter to be held on the _________________ day of __________, ____________ and at any adjournment thereof.

Dated at ______________, this __________ day of __________, ______.
Signature of member ___________________________.

ARTICLE 9: CALGARY CHAPTER ELECTIONS

9.01 The Election of officers to the Executive Committee shall be held at the Annual General Meetings in spring. The Secretary and Past President shall prepare nomination forms thirty (30) calendar days prior to the AGM distribution.
9.02 Each nomination shall be on a proper nomination form, bearing the signatures of three (3) members of the Chapter and the consent, in writing, of the nominee stating that she will accept office if elected.

9.03 At the time of any Annual General Meeting, and the current President term is over at the conclusion of this AGM, and there is no President Elect in office:
   a) Nominations from the floor may be accepted and elections will occur.
   b) The term of the current president will be extended for one year until the next AGM and over the year the Executive committee will actively recruit a President Elect.
   c) Upon recruitment of the President Elect, a special meeting will be called in accordance with Article(s) 6.02.

9.04 If it should appear, at the Annual General Meeting, that no person is willing or able to stand for election that has been nominated for a position, nominations for the said position(s) shall be accepted from the floor at the Annual General Meeting. Such nominations shall be made by three (3) members of the Chapter who present satisfactory proof that consent of the nominee has been obtained. If the nominee is absent from the AGM, she shall provide in writing stating her willingness to accept office. If the nominee is present at the AGM, she shall state verbally her willingness to accept office.

ARTICLE 10: FINANCES

10.01 Monies of the Chapter shall be kept in a chequing and/or savings account and in a petty cash account.

10.02 Transactions shall be by cheque signed by the Treasurer and/or President of the Chapter with the approval of the Executive Committee.

10.03 Revenue:
   (a) CACCN and membership fees shall be paid on a yearly basis, and are due on the anniversary date.
   (b) The fee structure shall be determined by the CACCN.

10.04 Financial updates will be reported at all Executive Meetings and be recorded into the minutes, while written reports will be
provided at all General Meetings of the Chapter. An Annual financial report shall be submitted at the Annual General Meeting of the Calgary Chapter.

10.05 The Annual Financial report shall be forwarded to the CACCN prior to April 30, after acceptance and approval at the AGM of the Chapter.

10.06 The fiscal year of the Chapter shall be April 1 to March 31.

**ARTICLE 11: COMMITTEES**

11.01 The Executive and Chapter members shall form Committees as necessary to meet the objectives of the Chapter.

**ARTICLE 12: DISSOLUTION**

12.01 In the event of dissolution of the CACCN Calgary Chapter by resolution approved by a two-thirds (2/3) majority of votes cast at an Annual General Meeting or a special meeting called for that purpose, the assets of the Chapter shall be forwarded to the National CACCN office along with a letter informing them of the dissolution of the Chapter.

THE AFORESAID CONSTITUTION AND BYLAWS OF THE CACCN THE CALGARY CHAPTER HAVE THIS DAY BEEN APPROVED FOR ADOPTION

Dated at _________________this______day of __________, 2007.

_______________________________________________
President

_______________________________________________
Secretary

Established February 1994
Revised November 2006
Accepted April 2007
The Canadian Association
Of
Critical Care
Nurses

The Calgary Chapter

Constitution and Bylaws

Established February 1994
Revised Jan 2007 Draft 2
Passed April 2007

Index
Constitution 1

Bylaws:
Article 1: Introduction 2
Article 2: Memberships 2
Article 3: Executive Committee 3
Article 4: Jurisdiction of the Executive Committee 5
Article 5: Meetings of the Executive Committee 6
Article 6: Meeting of the Calgary Chapter of the CACCN 7
Article 7: Rules of Procedure and Order of Business 8
Article 8: Voting at Meetings of the Calgary Chapter 8
Article 9: Calgary Chapter Elections 9
Article 10: Finances 10
Article 11: Committees 12
Article 12: Dissolution 12
Signature pages 12