



Association of Medical Physicists in Alberta

Bylaws

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Part 1 – Name and Objectives

1. The name of this society shall be "Association of Medical Physicists in Alberta" (hereinafter denoted by "the society" or by "AMPA").

2. The head office of the society shall be in the City of Edmonton, in the Province of Alberta. The address shall be considered permanent until such time as it is changed by the Board of Directors and approved at an Annual General Meeting of the society.
3. The society may carry out its activities throughout Alberta and elsewhere. This provision is unalterable.

Part 2 – Interpretation

4. a) In these bylaws, unless the context otherwise requires:
 - “directors” means the directors of the society;
 - “Society Act” means the Society Act of Alberta from time to time in force and all amendments to it;
 - “registered address” of a member means the member’s address as recorded in the register of members.
- b) The definitions of the Society Act on the date these bylaws become effective apply to these bylaws.
5. Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

Part 3 - Membership

6. There shall be four (4) classes of members:
 - a. Full Members
 - b. Associate Members
 - c. Student Members
 - d. Corresponding Members
7. Full Members are the applicants for incorporation of the society and those persons who subscribe to the specific purposes of the AMPA, and are practising medical physicists as determined by a review of their membership application by the Membership Committee, and
 - a. are Members of the Canadian College of Physicists in Medicine (CCPM), or
 - b. hold equivalent certification by another organization, as determined by the directors from time to time, or
 - c. are deemed competent to practice as a Medical Physicist based on a review of an applicant’s work experience and credentials. Approval for full membership in this case will be at the discretion of an appropriate review committee and may require the successful completion of an oral exam administered by the review committee.These persons become Full members upon approval of their membership application by the Membership Committee and payment of the full membership fee. Full Members may serve as directors of the society. Each Full Member in good standing shall be entitled to one vote at any general meeting (s)he attends. Purchase of individual Liability Insurance is a requirement of a Full member, when available.
8. Associate Members are those physical scientists or engineers not otherwise eligible for Full Membership whose membership application has been approved by the Membership Committee and who have paid the Associate Membership fee. Each Associate Member in good standing shall be entitled to one vote at any general meeting (s)he attends. Associate Members may not serve as directors of the society. Purchase of individual Liability Insurance is a requirement of an Associate member, when available. Upon acceptance as a

member of the Canadian College of Physicists in Medicine, Associate members may apply at no cost to be reclassified as Full members. Associate members are not considered to have demonstrated competence in the field of Medical Physics and are not eligible to perform restricted activities without the direct supervision of a full member of AMPA.

9. Student Members are those persons who are in full time study towards a degree in a field which would qualify them for Full Membership in the society and who, in each year, submit proof of their student status. These persons become Student Members upon approval of their membership application by the Membership Committee and upon payment of the Student Membership fee. Student Members may attend general meetings but have no voting rights and may not serve as directors. Purchase of individual Liability Insurance is optional for Student Members.
10. Corresponding Members are either:
 - a) Individuals who are eligible for Full or Associate Membership but do not practice medical physics for remuneration in the province of Alberta.
 - b) Individuals who, in the past, were eligible for Full or Associate Membership but who, by virtue of retirement, no longer practice medical physics for remuneration.These persons become Corresponding Members upon approval of their application by the Membership Committee and payment of the Corresponding Membership fee. Corresponding Members may attend general meetings but have no voting rights and may not serve as directors. Purchase of individual Liability Insurance is optional for Corresponding members.
11. Upon incorporation of the society, the initial annual fee for each class of membership shall be determined by the directors. Thereafter, the annual fee for each class of members shall be proposed by the directors and approved by the membership at an Annual General Meeting.
12.
 - a) A member ceases to be a member in good standing if his/her application renewal is not acceptable to the Membership Committee, or if his/her annual membership fee remains unpaid sixty (60) days after the due date of such payment.
 - b) Annual dues for new members will be pro-rated on a quarterly basis, based on the date the membership application is approved. The pro-rated dues will be as follows: January 1-March 31 (inclusive): 100% of dues, April 1 – June 30: 75% of dues, July 1 – September 30: 50% of dues, October 1 – December 31: the choice of 25% of dues for the current year or 100% of dues applied to the following year.
 - c) A Membership application fee of \$50 for Full and Associate members, and \$5 for Student and Corresponding members will be required effective January 1, 2012.
13. A person ceases to be a member of the society
 - a. by delivering notice of his/her resignation in writing to the Secretary or by mailing or delivering it to the address of the society, or
 - b. on his/her death, or
 - c. on being expelled, or
 - d. on having been a member not in good standing for nine (9) consecutive months.
14. Full members are downgraded to Associate Member class upon loss of certification of the Canadian College of Physicists in Medicine or equivalent certification by another organization.

15. Members of the society are expected to conduct themselves in a responsible and ethical manner as described in the COMP/CCPM Code of Ethics and the AAPM Code of Ethics (TG 109).
 - a) Upon notification of possible behaviour inconsistent with a person's continued membership, the Directors shall establish a Disciplinary Committee (see Part 9) to review the member's conduct and make a recommendation to the directors.
 - b) On recommendation by the Disciplinary Committee, a member may be expelled, suspended or reprimanded for ethical or professional misconduct, as determined by the board of directors.
 - c) The member who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard by the Disciplinary Committee.
16. A Disciplinary Committee shall be established according to Part 9 of the bylaws to investigate incidents of ethical and professional misconduct leading to a written recommendation to the Board of Directors for disciplinary action.

Part 4 - Meetings of Members

17. General meetings of the society shall be held at the time and place, in accordance with the Society Act, that the directors decide. Video and/or teleconference technology will be used to enable remote attendance at all general meetings.
18. Every general meeting, other than an Annual General Meeting, is a special meeting.
19.
 - a) The directors may, when they think fit, convene a special meeting.
 - b) The directors shall, upon written request of at least 10% of the voting members, call an special meeting within sixty (60) days.
20.
 - a) Notice of a general meeting must be provided thirty (30) days prior to the meeting, and specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.
 - b) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
21. The first Annual General Meeting of the society must be held not more than fifteen (15) months after the date of incorporation and after that an Annual General Meeting must be held at least once in every calendar year and not more than fifteen (15) months after holding the last preceding Annual General Meeting.

Part 5 - Proceedings at General Meetings

22. Special business is
 - a) all business at a special meeting except the adoption of the rules of order, and
 - b) all business conducted at an Annual General Meeting, except the following:
 - i) the adoption of the rules of order;
 - ii) the consideration of the financial statements;
 - iii) the report of the directors;
 - iv) the report of the auditor;
 - v) the report of the Disciplinary Committee
 - vi) the election of directors;

- vii) the appointment of the auditor;
 - viii) the other business that, under these bylaws, ought to be conducted at an Annual General Meeting, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.
23. a) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.
- b) If at any time during a general meeting there ceases to be quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- c) A quorum is four (4) directors plus the greater of five (5) voting members or 10% of the voting members, or a greater number that the members may determine at a general meeting.
24. Subject to bylaw 25, the President of the society, the Vice-President or, in the absence of both, one of the other directors present, must preside as chair of a general meeting.
25. If at a general meeting
- a) there is no president, vice-president or other director present within fifteen (15) minutes after the time appointed for holding the meeting, or
- b) the president and all the other directors present are unwilling to act as chair, then the members present must choose one of their number to be the chair.
26. a) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- b) When a meeting is adjourned ten (10) days or more, notice of the adjourned meeting must be given as in the case of the original meeting.
- c) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.
27. a) A resolution proposed at a general meeting must be seconded, and the chair of a meeting may move or propose a resolution.
- b) In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote to which (s)he may be entitled as a member, and the proposed resolution does not pass.
28. a) A Full or Associate Member in good standing present at a meeting of members is entitled to one vote.
- b) Voting is by show of hands unless a procedural motion is passed calling for a secret ballot.
- c) Voting by proxy is not permitted
29. Student and Corresponding members shall have the privilege of the floor but are not entitled to vote.

Part 6 - Directors

30. a) The directors may exercise all the powers and do all the acts and things that the

society may exercise and do, and that are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the society in a general meeting, but subject, nevertheless, to

i) all laws affecting the society,

ii) these bylaws, and

iii) rules, not being inconsistent with these bylaws, that are made from time to time by the society in a general meeting.

b) A rule, made by the society in a general meeting, does not invalidate a prior act of the directors that would have been valid if that rule had not been made.

31. The directors of the society shall be

a) Past-President

b) President

c) Vice-President

d) Registrar

e) Secretary

f) Treasurer

The number of directors shall be six (6) or such greater number as may be determined from time to time at a general meeting. At least 50% of the directors shall be Members or Fellows of the Canadian College of Physicists in Medicine.

32. The offices of Vice-President, President and Past-President shall normally be held consecutively by one person. After serving a maximum of two years in each of these offices in turn, a member shall not be eligible for re-election to any of these three positions for a period of two years.

33. The Secretary, Treasurer, and Registrar shall hold office for three years. The election of these three directors shall normally be held in successive years. After a full term in any of these positions, a member shall not be eligible for re-election to the same position for two years.

34. Upon incorporation, the applicants for incorporation shall appoint the initial directors from their own number. At the first Annual General Meeting, the members present shall elect members to each of the positions. The Secretary so elected shall hold office for one year, the treasurer elected shall hold office for two years, and the Registrar shall hold office for the full term of three years. Thereafter, at each Annual General Meeting the members shall elect a Vice-President, President, and one of the Secretary, Treasurer and Registrar as provided in Bylaws 32 and 33. Having not served a full three-year term, the Secretary and Treasurer elected at the first Annual General Meeting shall be eligible for re-election to the same offices.

35. The Nominating Committee is composed of the Past-President, who will serve as Chair, and two members appointed by the Secretary who are not directors of the society.

36. The Nominating Committee shall solicit nominations for the offices to be filled at least three months in advance of the Annual General Meeting each year. All members are encouraged to submit nominations to the committee. Nominations must be in writing and must be signed by the nominee indicating his/her acceptance of the nomination.

37. Election of directors shall be by ballot. Ballots shall be mailed electronically to each Full or Associate Member at his/her registered address at least thirty (30) days prior to the Annual General Meeting. Marked ballots must be received in the AMPA mailbox physically or

electronically by the Secretary not less than ten (10) days prior to the Annual General Meeting and those ballots received by the designated date shall be counted by the Past-President plus one other Full Member of the society who is not a nominee for any of the offices. The Past-President shall track the incoming ballots to ensure no one member can vote more than once, but shall not reveal the choice(s) of any given voter. The Past-President will report the results to the President at/prior to the Annual General Meeting where the President will announce the results.

38. The highest number of votes for each office will determine the elected director except for the case where this would cause the majority of directors to be neither Members nor Fellows of the CCPM. In that case, the CCPM Member or Fellow with the highest number of votes will be elected.
39. The directors thus elected, with the exception of the Treasurer, will take office at the conclusion of the Annual General Meeting. The Treasurer will take office on the first day of the next fiscal year as set out in bylaw 61.
40. The office of a director shall be automatically vacated:
 - a) if a director shall resign his/her office by delivering a written resignation to the Secretary of the society;
 - b) if (s)he is found by a court to be of unsound mind;
 - c) if (s)he becomes bankrupt or suspends payment or compounds with his/her creditors;
 - d) if at a General Meeting a special resolution is passed that (s)he be removed from office; or
 - e) on death.
41.
 - a) In the event that a vacancy occurs among the directors between Annual General Meetings, an interim appointment shall be made by the remaining directors by majority vote. The remainder of the term will be filled by an election at the next Annual General Meeting.
 - b) An act or proceeding of the directors is not invalid merely because there are less than the prescribed number of directors in office.
42. The directors shall serve without remuneration and no director shall receive any direct or indirect profit from his/her position as such but may be reimbursed for all expenses necessarily and reasonably incurred personally while engaged in the affairs of the society.

Part 7 - Proceedings of Directors

43.
 - a) The directors shall meet at least once per calendar year at the places they think fit to conduct business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
 - b) The directors may from time to time set the quorum necessary to conduct business, and unless so set the quorum is 50% or greater of the directors then in office.
 - c) The president is the chair of all meetings of the directors, but if at a meeting the president is not present within thirty (30) minutes after the time appointed for holding the meeting, the vice-president must act as chair, but if neither is present the directors present may choose one of their number to be the chair of that meeting.
 - d) A director may at any time, and the secretary, on the request of a director, must, convene a meeting of the directors.

44.
 - a) The directors may delegate any, but not all, of their powers to committees consisting of the director or directors as they think fit.
 - b) A committee so formed in the exercise of the powers so delegated must conform to any rules imposed upon it by the directors, and must report every act or thing done in exercise of those powers to the earliest meeting of the directors held after the act or thing has been done.
45. A committee must elect a chair of its meetings, but if no chair is elected, or if at a meeting the chair is not present within thirty (30) minutes of the time appointed for holding the meeting, the directors present who are members of the committee must choose one of their number to be the chair of the meeting.
46. The members of a committee may meet and adjourn as they think proper.
47. For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be constituted, if a quorum of the directors is present.
48. A director who may be temporarily absent from Alberta may send or deliver to the address of the society a waiver of notice, which may be by letter, telegram, telex, cable, facsimile transmission or e-mail, of any notice meeting of the directors and may at any time withdraw the waiver, and until the waiver is withdrawn,
 - a) a notice of meeting of directors is not required to be sent to that director, and
 - b) any and all meetings of the directors of the society, notice of which has not been given to that director, if a quorum of directors is present, are valid and effective.
49.
 - a) Questions arising at a meeting of the directors and committee of directors must be decided by a majority of votes.
 - b) A resolution proposed at a meeting of directors or committee of directors must be seconded, and the chair of a meeting may move or propose a resolution.
 - c) In the case of a tie vote, the chair does not have a second or casting vote and the resolution fails to pass.
50. A resolution in writing, signed by all the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors.

Part 8 - Duties of Directors

51. The President shall:
 - a) be the chief executive officer of the society;
 - b) preside at all meetings of the society and of the directors; and
 - c) supervise the other directors in the execution of their duties.
52. The Vice-President shall:
 - a) in the absence or disability of the President, perform the duties and exercise the powers of the President;
 - b) perform tasks relating to Professional Affairs and liability insurance;
 - c) be the Chair of the Disciplinary Committee as required; and
 - d) perform such other duties as may be from time to time be imposed upon him/her by the

directors.

53. The Secretary shall:
 - a) conduct the correspondence of the society;
 - b) issue notices of meetings of the society and directors;
 - c) keep minutes of all meetings of the society and directors;
 - d) have custody of all records and documents of the society except those required to be kept by the Treasurer;
 - e) perform such other duties as may be determined from time to time by the directors.
54. The Treasurer shall:
 - a) keep the financial records, including books of account, necessary to comply with the Society Act;
 - b) deposit moneys and other valuable effects in the name and to the credit of AMPA in depositories designated by the directors;
 - c) disburse the funds of the AMPA as may be ordered by the directors, taking proper vouchers for such disbursements;
 - d) render financial statements to the directors, members and others when required, and
 - e) perform such other duties as may be determined from time to time by the directors.
55. The Registrar shall:
 - a) be the Chair of the Membership Committee;
 - b) coordinate the review of membership applications and membership renewals;
 - c) communicate results from membership applications and renewals;
 - d) maintain registries for all membership categories; and
 - e) perform such other duties as may be determined from time to time by the directors.
56. The Past-President shall
 - a) be responsible for matters involving other organizations;
 - b) be the Chair of the Nominating Committee; and
 - c) carry out such other duties as may be determined from time to time by the directors.

The Councillors shall:

- a) advise, counsel and report to the directors on matters relating to the General Public; and
 - b) perform such other duties as may be determined from time to time by the directors.
57. In the absence of the Secretary from a meeting, the directors shall appoint another person to act as secretary for that meeting.

Part 9 – Disciplinary Committee

58. A Disciplinary Committee shall be established to investigate incidents of ethical and professional misconduct leading to a written recommendation to the Directors for disciplinary action.
59. The Disciplinary Committee shall be comprised of:
 - a) the Vice President
 - b) two independent Medical Physicists: one of which is from outside AMPA; both of whom do not have a conflict of interest in the disciplinary proceedings, and both are certified by CCPM

60. The Disciplinary Committee shall be conducted according to Part 4 Professional Conduct of the Health Professions Act.

Part 10 - Finances / Borrowing

61. The fiscal year of the society shall be the calendar year.
62. The signing officers of the society shall be any two of the directors in office at the time.
63. The directors must not borrow money or issue debentures on behalf of or in the name of the society except as authorized by special resolution at a general meeting of the members.

Part 11 - Auditor

64. The directors shall appoint an auditor to hold office until the first Annual General Meeting.
65.
 - a) At each Annual General Meeting the society shall appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next Annual General Meeting.
 - b) If the office of auditor should become vacant between Annual General Meetings, the directors shall appoint a new auditor to hold office until the next Annual General Meeting
66. An auditor may be removed by ordinary resolution.
67. An auditor must be promptly informed of the auditor's appointment or removal.
68. A director or employee of the society shall not be its auditor. An auditor may be a member of the society, or a member of the public.
69. The auditor may attend general meetings.
70. The auditor shall complete the audit of the books of the society within 4 months of fiscal year end.
71. If a member of the society wishes to inspect the society's books and records, this request must be provided in writing to the President of the society. Access to the books and records will be provided at the head office of the society within 30 days of receipt of this request.

Part 12 - Notices to Members

72. A notice may be given to a member, either personally, by email, or mail to the member at the member's registered address.
73. A notice sent by mail is deemed to have been given on the third day following the day on which the notice was posted, and in proving that notice has been given, it is sufficient to prove that the notice was properly addressed and put in either a Canadian post office receptacle or an appropriate inter-departmental mail box.
74.
 - a) Notice of a general meeting must be given to
 - i) every member shown on the register of members on the day the notice is given, and

- ii) the auditor.
- b) No other person is entitled to receive a notice of a general meeting.

Part 13 - Bylaws

- 75. On being admitted to membership, each member is entitled to, and the society must give the member without charge, a copy of the bylaws of the society.
- 76. These bylaws must not be altered or added to except by special resolution.