

BY-LAWS
for the
COLLEGE OF REGISTERED PSYCHIATRIC NURSES OF MANITOBA

NAME AND OFFICE

Name

1. The name of the organization shall be the College of Registered Psychiatric Nurses of Manitoba (hereinafter known as “the college”).

Head Office

2. The head office of the college shall be in the City of Winnipeg at a location determined by the board.

Seal

3. The seal of the college shall remain in the head office of the college and, whenever used, it shall be authenticated by the signature of a signing officer of the college.

MEMBERSHIP

Registers

4. There shall be three registers for members of the college:
 - (a) the register of practising registered psychiatric nurses;
 - (b) the register of graduate psychiatric nurses; and
 - (c) the register of non-practising psychiatric nurses.

Practising Registered Psychiatric Nurses

5. Practising registered psychiatric nurses shall have met the qualifications identified for practising registered psychiatric nurses in the Act and regulations and have paid full college fees and be entitled to
 - (a) engage in the practice of psychiatric nursing, subject to any restrictions or conditions placed on the member;
 - (b) hold office, upon election thereto, on the board;
 - (c) serve as an appointed member on any committee of the college;
 - (d) attend, participate in, and vote at meetings of the college in accordance with these by-laws; and
 - (e) receive copies of the official college publication.Practising life members shall be included on this register.

Graduate Psychiatric Nurses

6. Graduate psychiatric nurses shall have met the qualifications identified in the Act and regulations and have paid full college fees and be entitled to
 - (a) engage in the practice of psychiatric nursing, subject to any restrictions or conditions placed on the member;
 - (b) attend and participate in, but not vote at meetings of the college;
 - (c) serve as a member on any committee of the college, but shall not hold the position of chairperson of such a committee and shall not sit on the board; and
 - (d) receive copies of the official college publication.

Non-practising Psychiatric Nurses

7. Non-practising psychiatric nurses shall
 - (a) demonstrate that they have previously held practising registration in Manitoba;
 - (b) continue to meet the professional conduct provisions for registration;
 - (c) provide evidence to the executive director that they are not engaged in the practice of psychiatric nursing; and
 - (d) shall be entitled to
 - (i) attend and participate in, but not vote at meetings of the college;

- (ii) serve as a member on any committee of the college, but shall not hold the position of chairpersons of such committee or sit on the board; and
- (iii) receive copies of the official college publication. Non-practising life members shall be included on this register.

Life Members

8. Life members shall
- (a) be psychiatric nurses who have at least twenty (20) years of consecutive membership in the college;
 - (b) have made an outstanding contribution to the college or its predecessor;
 - (c) have membership conferred by resolution at an annual meeting of the college;
 - (d) not pay fees for renewal of membership in the college; and
 - (i) if practising, shall meet all criteria for practising registered psychiatric nurses and shall have all the rights and responsibilities included with that status; and
 - (ii) if non-practising, shall meet all criteria for non-practising psychiatric nurses and shall have all the rights and responsibilities included with that status.

Honourary Members

9. Honourary members shall be persons who are not psychiatric nurses and who have made an outstanding contribution to psychiatric nursing in Manitoba; such qualification to be determined and membership conferred by resolution of the membership at an annual meeting of the college. Honourary members shall be entitled to
- (a) attend and participate in, but not vote at meetings of the college;
 - (b) serve as a member on any committee of the college, but shall not hold the position of chairperson of such committee;
 - (c) not sit on the board unless so appointed in accordance to the Act and these by-laws; and
 - (d) receive copies of the official college publication.

MEMBERSHIP CESSATION

Resignation

10. A member may resign from the college by written resignation address to the college or by indicating that they will not be renewing their registration on the renewal of registration form. Any person who has resigned and wishing to be reinstated shall meet the criteria for reinstatement pursuant to the provisions of the Act, its regulations, these by-laws and board policies in effect at the time of application.

Liability

11. A person who resigns or does not renew registration to avoid, or following action by the discipline panel or discipline committee or the board, shall remain liable for payment of any dues, fees, assessment of sums levied or which became payable by her or him to the college. Such a person shall remain liable until all hearings, judgements, appeals or actions have been dealt with and all matters pertaining to her or him have, at the board's discretion, been dealt with satisfactorily.

Expulsion and Suspension

12. A discipline panel, the discipline committee or the board may expel or suspend or discipline any member whose conduct shall have been determined, in the manner set out in the Act, to be dishonest, incompetent, detrimental to, or not in conformity with, acceptable standards of psychiatric nursing practice, or unbecoming to a psychiatric nurse.

FISCAL YEAR AND REVENUE

Fiscal Year and Membership Year

13. The fiscal year and the membership year of the college shall commence on the first day of January and terminate on the last day of December.

Initial Fees

14. The initial registration fee shall be as determined by the board. The initial fee shall accompany the prescribed form, completed in full, and shall be forwarded to the office of the college.

Renewal Fees

- 15 (1). The renewal of registration fees shall be as recommended by the board and determined at a general meeting of the college.
- 15(2). The renewal of registration fees and the prescribed form, completed in full, shall be sent to the office of the college for receipt by the college by November 15th of the year preceding that for which application is being made.

Pro-rated fees

16. All applicants applying for initial registration or renewal of registration to either the practicing or graduate register, shall have the fees pro-rated as follows:

Applications made between January 1 and March 31full registration fee

Applications made between April 1 and June 3075% of registration fee

Applications made between July 1 and September 3050% of registration fee

Applications between October 1 and December 3125% of registration fee

Only applicants to the practising and graduate registers shall be eligible for pro-rated fees. Applicants shall also be required to pay any applicable reinstatement or other fees as determined by the board.

Refund of Fees

17. Persons who are retiring, registered with another psychiatric nursing jurisdiction, or going on a parental or medical leave may apply for a pro-rated refund of fees based on the schedule in section 16 of these by-laws. The following criteria will apply for eligibility for such a refund:
- i) the person must hold practising psychiatric nursing status;
 - ii) the application for a refund must be made within three months of such leave or retirement taking place; and
 - iii) the person applying for a refund must return both the registration certificate and the applicable receipt to the CRPNM.

Change of Status

18. A non-practising member shall, before commencing practice as a psychiatric nurse, have met the requirements for practicing status as identified in the Act, the regulations and these by-laws and shall pay the difference between the non-practising and practising fees for the current year, based on the formula specified in section 16 of these by-laws.

Default

- 19 (1). All applications for the renewal of registration that have not been received on or before November 15th of the year preceding that for which application is being made shall be considered in default until such time as the appropriate fees have been received or the person's registration has been cancelled by the executive director. When a registrant is in default in the payment of his or her registration fee, or has not sent in the renewal of registration form, for 14 days, a letter shall be sent by ordinary mail to the person at his or her address on the records of the college notifying the person of his or her default.
- 19 (2). When a completed renewal of registration form, with the appropriate fee, is not received by December 1st of the year preceding that for which application is being made, the registrant shall pay a penalty fee of fifty dollars (\$50.00) plus the applicable GST, over and above the applicable renewal of registration fee.
- 19 (3). This section shall not apply to persons who have transferred to another jurisdiction or to persons who have notified the college, in writing, that they have retired.

Cancellation for Non-Renewal

- 20 (1). Where the payment of the registration and any other applicable fees and the accompanying form have not been received within a further thirty (30) days after the fourteen (14) days of default, the registration of that person shall automatically be cancelled.
- 20 (2). If a person has transferred to another psychiatric nursing jurisdiction, the person's registration shall be considered to be transferred.
- 20 (3). If a person has notified the college in writing that they have retired, the person shall be considered to be retired.

Notification of Cancellation

- 21 (1). Where a person's registration has been cancelled for non-renewal of registration, the executive director shall so notify the person by registered mail addressed to the person at the address on the records of the college. Notice of the cancellation shall also be given to the person's last known employer.
- 21(2). Any person practising psychiatric nursing, without appropriate registration shall be charged a penalty of two hundred and fifty dollars (\$250.00)..

Reinstatement Criteria

- 22. Persons whose registration has been cancelled must reapply for registration with all the basic requirements for eligibility and pay a reinstatement fee of thirty-three percent (33%) of the current year's registration fee in addition to the current year's registration fee.

Waiving of Reinstatement Fees

- 23. The executive director may, in his or her discretion and pursuant to any pertinent agreements that have been signed, waive the reinstatement fee for those persons who have maintained membership in good standing in another psychiatric nursing jurisdiction, providing that any such applicant for membership meets all criteria required by the Act, its regulations, these by-laws and policies established by the board.

Other Fees

- 24. Fees payable on application, review or assessment and other miscellaneous fees or charges shall be paid in accordance with board policies currently in force.

BANKING AND FINANCIAL DEALINGS

Signing Officers

- 25. Signing officers for the college shall be appointed by the board following the election of the board and these shall remain as such until succeeded.

Negotiable Instruments

- 26. Cheques, drafts and other instruments, negotiable or non-negotiable, shall be signed by two signing officers of the college.

Accounts

- 27. Accounts shall be kept in the name of the college at such financial institutions as the board may determine.

Bonding

- 28. All persons with signing authority or access to funds shall be bonded.

Auditor

- 29. A chartered accountant, certified general accountant or a certified management accountant shall be appointed as auditor for the coming year at the annual meeting of the college. The audit shall be submitted to the board as soon after the close of the fiscal year as possible and shall be presented at the annual meeting.

BOARD OF DIRECTORS

Composition

- 30(1). The affairs of the college shall be governed by a board of not less than twelve (12) and not more than eighteen (18) directors.
- 30(2). One-third (33%) of the directors shall be persons who are public representatives as defined in the Act, of which, subject to 31(3), at least 50% shall be appointed by the Minister responsible for The Registered Psychiatric Nurses Act. The other public representatives shall be appointed by the board.
- 30(3). If the Minister fails to appoint a public representative within three (3) months of the date the college provides written notification of a vacancy, the board shall appoint a public representative to fill the position or vacancy.
- 30(4). All other directors shall be practising registered psychiatric nurses elected at a general meeting of the college.
- 30(5). No employee of the college shall be eligible for election or appointment to the board.

Meetings

- 31(1). Regular meetings of the board shall be convened within the Province of Manitoba as determined by the board. There shall be no less than four (4) meetings per year.
- 31(2). A special meeting of the board may be convened by the president at any time. Only such business as is stated in the notice of meeting shall be considered.
- 31(3). A meeting of the board may be held, without notice, immediately following the annual general meeting.
- 31(4). Written or electronic notice of all meetings of the board, with the exception of the meeting immediately following the annual general meeting, stating the business to be transacted, shall be given to each officer and director not less than fifteen (15) days before the meeting. A meeting of the board may be held without notice if all directors present have waived notice or signified consent to the meeting being held in their absence. Notice of any meeting or irregularity in any meeting or notice thereof may be waived by any director.
- 31(5). A resolution in writing signed by all the directors shall be as valid and effectual as if it had been passed at a meeting of the board duly called and constituted.

Quorum

32. A majority of directors, not less than two of whom shall be officers, shall form a quorum for the transaction of business.

OFFICERS, AGENTS AND EMPLOYEES

Election of Officers

- 33(1). The officers of the college shall be the president, the vice-president, the secretary/treasurer and one other member of the board elected as executive member at large. The president and vice-president shall be practising registered psychiatric nurses. The executive director shall be an ex officio, non-voting officer of the college.
- 33(2). The officers shall be elected by and from the board at the board meeting immediately following the annual general meeting at which elections are held.

Agents and Employees

34. The board may appoint such agents and employees as is necessary to carry out the purpose of the college.

Duties of Officers

- 35(1). The president shall preside at all meetings of the membership and of the board of directors and see that all orders and resolutions of the board are carried into effect. He or she shall be ex officio member of all

standing committees and shall see that all officers and directors carry out their responsibilities. The president shall submit a complete report of the operations and condition of the college for the year to the members at the annual meeting each year.

- 35(2). The vice-president shall be vested with, and shall perform, all duties of the president in the absence or disability or refusal to act of the president. The vice-president shall also have such powers and duties as may be assigned by the board.
- 35(3). The secretary/treasurer shall ensure that notices of all meetings of the board and of the college are issued and shall also ensure adherence to all board financial policies and guidelines.
- 35(4). The executive director shall ensure the accurate maintenance and, where indicated, confidentiality of records of all members; approve all changes of status of members; the keeping of up to date membership data base; maintenance of the registers based upon the Act, regulations, these by-laws and college needs; the signing and issuing of membership certificates to members in good standing; and the performance of all duties pertaining to the registration and status of all members.

DUTIES OF AGENTS AND EMPLOYEES

Executive Director

- 36(1). The executive director shall obey and carry out all lawful orders given her/him by the board of directors and, as delegated by the board, be responsible for the administration and operation of the business and affairs of the college. The executive director shall at all reasonable times give to the directors or any of them all information they may require regarding the affairs of the college.
- 36(2). The executive director may appoint or employ other employees or agents as he or she deems necessary to carry out the objects and functions of the college and establish the duties and remuneration for these in accordance with policies and guidelines set by the board.
- 36(3). The executive director, in accordance with policies established by the board, shall prescribe the form of certificate of practice and any other form or document that may be required for the purposes of the Act, its regulations and these by-laws.

TERM OF OFFICE

For the purpose of this section “year” means the period between one annual meeting and the next.

Term

37. Each officer and director shall be elected or appointed to hold office for a two-year term.

Re-election or Re-appointment

38. Each director shall be eligible for re-election or re-appointment if otherwise qualified. The president, vice president, secretary/treasurer and executive member at large may serve in that position, if elected or appointed, for two consecutive terms. After a lapse of one term from termination of their tenure in those offices, each of them shall again be eligible for election or appointment to those offices.

VACANCIES

Officers

39. If any officer shall resign her or his office, die, be removed from the board, be suspended for cause, have his or her membership cancelled or otherwise become disqualified for such position, the board shall declare his or her office vacant and a successor shall be appointed in his or her place in the manner hereinafter set out, to hold office until the end of the current term of office.

Board

40. Vacancies on the board may, so long as a quorum of board members remains in office, be filled in the manner hereinafter set out:

- (a) Vacancies among all officers except the president shall be filled by appointment by the board of a then incumbent board member;
- (b) A vacancy in the office of president shall be filled by the vice-president for the remainder of that term;
- (c) A vacancy among those directors elected at large at the annual general meeting shall be filled by appointment by the board for the remainder of that term;
- (d) A vacancy among those directors who are public representatives shall be filled in the same way as the position was originally filled.

Lack of Quorum

41. If vacancies on the board number such that there is not a quorum of directors remaining, the remaining board members shall forthwith call a special general meeting of the members to fill the vacancies.

Removal From the Board

42. A director may be removed from the board if:
- (a) he/she consistently fails or refuses to perform the duties assigned to him/her by the president or the board;
 - (b) he/she fails or refuses to adhere to the Act, regulations, by-laws or policies of the college;
 - (c) he/she fails to give two days' notice of his/her intended absence from a meeting of the board at least twice during a calendar year; or
 - (d) he/she is absent from more than three meetings of the board during one calendar year.

Review by Executive Committee

43. The executive committee shall review all cases and determine whether mitigating circumstances satisfactorily explain the director's failure to comply; and determine whether the director's removal from the board should be recommended to the board.

Recommendation to the Board

44. Upon receiving a recommendation from the executive committee that a director should be removed from the board, the board may declare that position vacant and shall notify the incumbent of that decision.

ANNUAL AND SPECIAL MEETINGS

Annual General Meeting

45. The board shall convene at least one general meeting of the college in the calendar year. This meeting shall be held within one hundred and fifty (150) days after the end of the fiscal year.

Notice of Meeting

46. Written or electronic notice setting out the business proposed for the meeting shall be mailed to each member not less than thirty (30) days before the meeting is to take place.

Notice of Resolutions

47. Every member shall be mailed, with the notice, a draft of all proposed resolutions of the board, proposed changes to the by-laws and any other reports as determined by the board.

Quorum

48. The number of practising registered psychiatric nurses present, not being less than twenty (20), at any general meeting shall constitute a quorum.

Special Meetings

49. The board may also, and shall in any event upon the written request of not less than four percent (4%) of the members of the college qualified to vote at a general meeting, call a special general meeting.

Requisition

50. The requisition, which may consist of several documents of like form, each signed by one or more members, shall state the business to be transacted and shall contain notice of any motion intended to be brought before the meeting and shall be sent to the office of the college.

Calling of Meeting

51. Upon receiving the requisition, the directors shall call a meeting of members to transact the business as stated in the requisition. The meeting shall be called in the manner in which general meetings are called as stated in these by-laws.

Meeting to be Called Within Thirty Days

52. If the directors, after receiving the requisition, do not call a meeting within thirty (30) days, any member who signed the requisition may call the meeting.

Meeting to be Held Within Ninety Days

53. A meeting called under this section shall be held within ninety(90) days of receipt of a requisition.

Members May be Reimbursed

54. Unless the members otherwise resolve at the special meeting, the college shall reimburse the members for the expenses reasonably incurred by them in the calling and holding of the meeting if it was not called and held by the board.

Business to be Considered

55. Only such business as is set forth in the notice shall be considered at the special meeting.

Voting at Annual and Special Meetings

56. Each practising registered psychiatric nurse shall be entitled to one vote and may vote by proxy as hereinafter prescribed.

Majority Vote

57. A majority vote of those eligible members present and holding proxies shall be needed for adoption at an annual general meeting unless otherwise stated in these by-laws.

Two-thirds Vote

58. A two-thirds (2/3) vote of those eligible members present and holding proxies shall be needed for adoption at a special meeting unless otherwise stated in these by-laws.

Proxies

59. A form of proxy shall be in writing under the hand of the appointer. Every proxy holder shall be a practising member and shall not be entitled to hold more than four (4) proxies.
60. A form of proxy shall be mailed to every practising member with the notice for each meeting. All forms of proxy shall be duly executed and shall be deposited with the executive director at the office of the college seven (7) full days before the time of the meeting in respect of which the proxy is to be executed.

Number of Ballots with Proxies

61. For each ballot vote, each proxy holder shall be given the same number of ballots as of proxies held plus one for his/her own vote. All other voting members at the meeting shall be entitled to one ballot only.

Form of Proxy

62. A proxy shall be in a form that the board or the chair of the meeting shall approve and, to be so approved, shall contain the appointment of a specific voting member of the college as the proxy holder; the date and title of the meeting in respect of which the proxy is being executed; and, the name, registration number, signature and date of signature of the person making that appointment.

Revocation of Proxy

63. Every proxy may be revoked by any instrument in writing executed by the member giving the same and delivered to the executive director at any time up to and including the last business day preceding the day of the meeting or any adjournment thereof, or in any matter provided by law.
64. Whenever under these by-laws notice or other document is required to be given by mail, such notice or other document shall be held to be sent at the time when the same was deposited in a post office. For the purpose of sending any notice or other document the address of each member shall be his/her last address as recorded on the books of the college.

Public Meetings

65. The college may, at the discretion of the board, hold public meetings to explain the role of the college and to invite public comment.

Meetings Open to Public

66. The college shall permit members of the public to attend meetings of the college and of the board, except where it considers that a private meeting is necessary in order to consider matters of a confidential nature or of a personal nature concerning an individual.

STANDING COMMITTEES**Appointments Committee**

67. The Appointments Committee shall recruit and recommend to the board public representatives to serve on the board and standing committees of the college. It shall consist of not less than three (3) and not more than five (5) persons. The first such committee shall be appointed by the board for a two-year term after which the committee shall make recommendations to the board for the future composition of the committee. One-third (1/3) of the members of this committee shall be public representatives. The committee shall be accountable to the board.

Psychiatric Nursing Education Approval Committee

68. The Psychiatric Nursing Education Approval Committee shall provide for the review of entry level psychiatric nursing education programs in Manitoba and for refresher or re-entry programs leading to registration with the college and for recommendations to the board for approval, conditional or limited approval or non-approval of such programs.

It shall consist of no less than five (5) persons; one third of whom shall be public representatives of whom half shall be appointed by the Minister responsible for the Act and the other half by the board. The committee shall be accountable to the board.

If the Minister has failed to appoint a public representative within three (3) months of the date the college provides written notification of a vacancy, the board shall appoint a public representative to fill the position or vacancy.

Executive Committee

69. The Executive Committee shall address issues that arise between board meetings. It shall consist of the officers of the college and may add to its composition as needed. The committee shall be accountable to the board.

Peer Conduct Review

70. The board shall establish a peer conduct review process and committees as identified in the Act.

Other Committees

71. The board and/or the executive director may appoint such other committees as necessary for the achievement of the college's mandate. The committees shall be accountable to their appointer.