

Manitoba Chiropractors Association

CHIROPRACTIC PROFESSION BY-LAWS

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Definitions

1. In these by-laws

- (a) “Act” means *The Chiropractic Act, 1987*;
- (b) “Association” means the Manitoba Chiropractors Association;
- (c) “Board” means Board of Directors of the Association;
- (d) “Board member” or “Director” means a member of the Board of Directors;
- (e) “Member” means a registered member or registered practitioner as defined in the Act;
- (f) “Seal” means the official seal of the Association as prescribed in Section 3 of these by-laws;
- (g) “Registrar” means the Registrar of the Association;
- (h) “Regulations” mean the Regulations of the Association as enacted from time to time pursuant to the Act.

Registered Office

- 2.** The registered office of the Association shall be located in the City of Winnipeg, in Manitoba, at such address or premises as may be prescribed from time to time by the Board.

Seal

3.

- (a) The Seal of the Association (“Seal”) shall be the official seal of the Association.
- (b) The Seal shall be in the custody of the Registrar of the Association.
- (c) Subject to these by-laws, the Seal shall be affixed to all certificates, documents or instruments executed on behalf of the Association, in the presence of and under the hand of the Registrar and President of the Association.

Membership in Association

- 4.** A member registered as such pursuant to the Act and the Regulations shall be entitled to:

- (a) attend generally participate in and vote at meetings of the Association;
- (b) serve as a member, upon being appointed as such, of any committee of the Association.

Categories of Membership

5. Categories of membership in the Association are:

- (a) **Regular Member:** A member who is licensed to practice in Manitoba. Upon payment of the annual regular membership fee, the member shall be entitled to the following privileges:
 - i. attend, generally participate in and vote at meetings of the Association;
 - ii. be, upon election or appointment thereto, a member of the Board; and
 - iii. serve as a member, upon being appointed as such, of any committee of the Association.
- (b) **Special Practicing Member:** A Special Practicing Member is reserved for those members who, for health and/or compassionate reasons, are unable to practice full hours. In addition, to qualify, a person must attend to no more than 50 patients per week. Annual approval is required. Upon payment of the annual Special Practicing Member License Fee, the member shall be entitled to all privileges of full membership.
- (c) **Life Member:** A Life Member is restricted to a person who at the beginning of the fiscal year has been a full regular member for at least thirty (30) years and must have served at least six (6) years as an elected member of the Board or have performed exceptional services on behalf of the Association or public of such a nature that the Board by resolution waives the Board membership requirement. Upon payment of the annual Life Member License Fee, the member shall be entitled to all of the privileges of a full membership.
- (d) **Semi-Retired Member:** A Semi-Retired Member is reserved for those persons who are over 50 years of age and practice less than 12 hours per week and/or attend to less than 50 patients per week. Upon payment of the annual Semi-Retired Member License Fee, the member shall be entitled to all of the privileges of a full membership.
- (e) **Retired Member:** In order to qualify as a Retired Member, the applicant must have previously been licensed to practice in Manitoba for a period of at least five cumulative years. Upon payment of the annual Retired Member License Fee, the member shall be entitled to all of the privileges of a full membership with the following exceptions. Retired Members:
 - i. may not be elected as a member of the Board of Directors;
 - ii. cannot make up a majority on any given standing committee. This restriction does not apply to ad hoc committees;
 - iii. may not practice chiropractic in Manitoba.
- (f) **Short Term Member:** Membership may be granted in this category to individuals who:

- i. Are already registered in another Canadian regulated jurisdiction, and;
- ii. have provided a satisfactory letter of standing from their current jurisdiction of registration, and;
- iii. have provided evidence of valid liability protection.

This category of membership may be granted in the following circumstances:

- i. In order to allow the licensee to participate in a specific event involving the performance of a controlled act (for example: teaching, research or a sporting event); and/or;
 - ii. To actively practice to a maximum of twelve (12) continuous weeks in one calendar year.
- (g) **Senior Member:** A member who has a minimum of 30 years of licensed practice in Manitoba.
- (h) **Maternity/Adoption/Parental Leave Member:** This category is for members who have become parents by birth or adoption. This category may apply for no longer than 18 consecutive months following birth or adoption. This category, with its reduced fees, will only apply if the member is not seeing patients during this time. If the member resumes seeing patients, prior to the 18-month period ending, regular member dues will apply as of the return to work date. Members must notify the Association of their return to work date, in writing, a minimum of 14 days in advance.

Notice of Dues and Fees

6.

- (a) All fees of the Association including application fees, examination fees, membership fees, and communication assessments shall be determined by the Board annually and, except in unusual circumstances, notice of the intended fee shall be given to all the Members at least thirty (30) days prior to the beginning of the fiscal year of the association.
- (b) Special levies: If the Board feels that a special levy is required, it shall then call a special meeting of the membership as outlined in Section 22 (8) to explain the position and reasoning for such levy.

Failure to Remit Fees

7. Each Member, Special Practicing Member, Life Member, Semi-Retired Member, Retired Member, Short Term Member, Senior Member or Maternity/Adoption/Parental Leave Member of the Association shall pay their respective fee, as the case may be, for the ensuing fiscal year prior to the end of each fiscal year. Failure to remedy a default in payment after ten days' Notice of Default by registered or certified mail will result in automatic lapse of membership and corresponding loss of Rights and Privileges of Membership.

Resignation from Practice

8. Any member may withdraw from the Association by delivering a written resignation to the Registrar of the Association.

Access to Member File

9. A member shall be entitled to review the full content of any file kept by the Association related to his conduct or activities as a Member of the Association, provided advance notice is given to the Registrar who will then in turn make arrangements for the file to be reviewed during normal business hours within twenty one (21) days.

Members in Good Standing

10. A member is in good standing in the Association for the purposes of this By-Law, where:

- (a) The member is not in default of any fees prescribed by the Act, Regulation or By-laws; and
- (b) His/her license is not under suspension.

Composition of the Board of Directors

11.

- (a) The Board of Directors shall consist of the following:
 - i. Designated Voting Members;
 - ii. Designated Non-Voting Members
- (b) Designated Voting members of the Board shall consist of the following persons:
 - i. Five (5) members of the Association; and
 - ii. Two (2) lay members, one of whom shall be appointed by the Government

MCA Division Delegate to the CCA Board of Governors

12. At the AGM the membership will elect an MCA Division delegate to the CCA. This individual:

- (a) Must be a CCA member;
- (b) Must be an MCA member in good standing;
- (c) Shall serve in this capacity for a two year term.

Vacancy on the Board

13.

- (a) A member of the Board may at any time resign from the Board by letter directed to the Registrar or Executive Director.
- (b) In the event of a resignation of a Board member, or in the case a vacancy occasioned by death or otherwise, the remaining members of the Board may elect, by simple majority of the Board, a registered member, with the consent of that member, to fill the vacancy until the next Annual General Meeting.

Officers of the Association

14.

- (a) The officers of the Association, elected by and from the Board shall be:
 - i. President
 - ii. First Vice-President

Each of whom holds office for a one year term.

- (b) The President shall preside as chair at all meetings of the Association and Board, performs all acts pertaining to his/her office, and exercises general control and supervision over the affairs of the Association.
- (c) The Vice-President shall preside as Chair at all meetings of the Association in the absence of the President and in the event of the President's inability of act and for the duration of that term, shall serve as Acting president and perform all duties of the President.

Election of the Board of Directors

15.

- (a) The five (5) voting members of the Board of Directors shall be elected for a term of three (3) years.

- (b) There shall be elections of one (1) or two (2) Board of Director positions each Annual General Meeting, as their term expires.
- (c) Election of the members of the Board of Directors shall take place at the Annual Meeting of the Association.

Eligibility for Nomination

16.

- (a) In order to be eligible for election to the Board of Directors, a candidate must:
 - i. Be a registered member in good standing with the Association; and
 - ii. Be nominated in accordance with the provisions of these By-laws; and
 - iii. Not have been disqualified from serving on the Board or an MCA committee in the past three years; and
 - iv. Not be an employee, director, governor, or representative of any health care related membership organization, including the CCA, CCPA, CCEB, CCEC, or of a DCP; and
 - v. Not be the subject of a current inquiry or incapacity proceeding.
- (b) A member eligible for election shall be nominated in writing on the nomination form provided by the Registrar, by at least four (4) members; such nominations to be received by the Registrar on or before the fifteenth day following the date of mailing of nomination forms to the members.
- (c) A member shall not be eligible for election to the Board of Directors if their license is subject to an unexpired term, condition or limitation related to a disciplinary process; unless a period of three years has passed since the date of the imposition of the most recent such condition on the member's license.

Voting List

17.

- (a) The Registrar or Executive Director of the Board shall send to all members, no later than 60 days prior to the election date:
 - i. A notice of the time and place fixed for the election of member(s) to the Board of Directors;
 - ii. A nomination paper stating:
 - (1) The date of the election, which shall not precede the date of the Annual General Meeting

- (2) The last date for receiving nominations;
 - (3) That candidates must receive a minimum of four (4) nominations;
 - (4) That nominations must be in writing; and
 - (5) That the consent of the candidate should be obtained.
- iii. A voting list with all members of the Association who are entitled to vote at the election to be held that year.
- (c) If, within seven (7) days of the date of sending, a member of the Association complains to the Registrar of the improper omission or insertion of any name on the voting list or potential nominees list, the Registrar shall forthwith inquire into the complaint and rectify any error he/she may find and shall notify the member forthwith of the decision.
- (d) If any member is dissatisfied with the decision of the Registrar he may require the Registrar to refer the decision to the Board which shall forthwith review the matter and make the final decision, and the list shall remain as is, or shall be altered by the Registrar in accordance with the decision of the Board.

Election of MCA Board of Directors

18.

- (a) The Association will facilitate an election of the MCA Board of Directors, and may by ordinary resolution of the board, determine the protocol for receipt of ballots, whether by paper ballot, electronic format, or any format which does not contravene any provision of this by-law.
- (b) No less than twenty-one (21) days, or more than thirty-one (31) days prior to the date of the Annual General Meeting, the Registrar or Executive Director, shall cause to be communicated (by paper, or electronic means) to every member whose name appears on the final voting list:
- i. A statement of the number of vacancies on the Board to be filled;
 - ii. A form of ballot listing in alphabetical order the name of each candidate; and
 - iii. Instructions on how votes are to be cast.
 - iv. Any ballot submitted past the voting deadline, or in contravention of the stated instructions, shall not be counted.
- (c) In the event of a tie between candidates in an election, a by-election will be conducted between said candidates within 30 days of the original vote and will follow the same procedure as outlined in Section 18.

Notification of Results

- 19.** The Registrar shall notify the candidates and announce the results of the election during the Annual General Meeting. The Registrar will provide to each candidate a statement of the results of the election.

Controverted Elections

20.

- (a) Within 30 days of the Registrar announcing the results of the election, a candidate may require a verification of the vote count on depositing with the Registrar a sum to be determined by the Board and a written request for the recount.

Where a recount has been requested, the Registrar shall facilitate the verification of vote count from the body appointed to facilitate the tabulation of votes.

- (b) The portion of the deposit referred to in section 20 (1) remaining after payment of the actual cost to the Association of conducting the vote verification shall be returned to the person who paid the deposit but if the verification changes the election, the full amount of the deposit shall be returned to the person who paid the deposit.
- (c) Where the verification changes the result of the election the Registrar shall immediately notify the members of such change, and where the verification results in a tie the Registrar shall arrange to conduct a subsequent vote for those so tied, such vote to take place within thirty (30) days of the verification.

Executive Director and Registrar

21.

- (a) The Board may appoint as an employee of the Association an Executive Director, whose duties and responsibilities generally will be to assist the Board in the management and conduct of the Association's affairs.
- (b) The Executive Director shall have such powers as are designated by the Board from time to time.
- (c) The Executive Director and Registrar, at the expense of the Association, provide security to the satisfaction of the Board for the faithful accounting of the moneys which they receive in the course of performing their duties on behalf of the Association.
- (d) The Executive Director may appoint and hire on behalf of the Association such persons as it deems necessary to assist the Executive Director or Registrar in the course of their duties.
- (e) The board may appoint an Acting Registrar who has all the powers and performs all of the duties of the Registrar under the Act, the Regulations and By-laws when the Registrar is absent or unable to act or when there is a vacancy in the office of the Registrar.

- (f) The Board may determine from time to time who shall have authority to sign documents required to be signed on behalf of the Association but which do not require the affixing of the Seal of the Association.

Meetings of the Association

22.

- (a) There shall be at least one meeting of the membership of the Association in each calendar year at such time and place as the Board may decide, and the Board may determine the amount of notice and the method of giving notice of the meeting to the membership provided that:
 - i. If the meeting will be dealing with the proposed changes to the Act, Regulation or By-laws, notice shall be mailed at least thirty (30) days before the scheduled meeting; and
 - ii. The Association shall make available to members an audited statement of the finances of the Association for the preceding fiscal year within 30 days of the formal acceptance of the statement.
- (b) Members may generally participate in the meetings of the Association. Only those members as identified in Section 5 (1- 5) are entitled to vote.
- (c) The quorum for all meetings of the Association shall be thirty (30) of registered members who are in good standing on the register as of the date of the meeting.
- (d) In the event that there is no quorum within 60 minutes of the scheduled commencement time of the meeting prescribed in the Notice issued by the Board, the meeting of the membership shall adjourn. The Board is then authorized to proceed with the business which was to be conducted at the general meeting with the members who are present.
- (e) The Board shall at each general meeting present to the Association a report of the activities and proceedings of the Board since the last general meeting.
- (f) The President of the Association and in his absence the Vice-President of the Association shall be the Chair of any meeting of the Association. In the absence of both the President and Vice-President, a member of the Board elected by the meeting shall preside.
- (g) All meetings of the Association shall be conducted and votes taken in accordance with Robert's Rules of Order.
- (h) A Special General Meeting may be held at any time at the call of the Board and shall be called if so requested by fifteen (15%) percent of the membership of the Association. The business to be transacted at a special meeting shall be limited to that specified in the notice thereof.

- (i) Except for special meetings as referred to section 22 (8), thirty (30) days notice in writing of every general meeting of the Association shall be mailed to every member of the Association and a copy of the agenda for the meeting shall be mailed with such notice.
- (j) The agenda for the Annual General Meeting shall be prescribed by the board and shall include provision for any business which may be introduced from the floor of the meeting by any voting member.
- (k) The President and all Board members present, along with members present at an Association meeting shall be entitled to one vote, and in the event of an equal division of votes, the President shall have a casting vote.

Annual Report

- 23.** The Board shall annually prepare a report of the activities of the previous year of the Association, Board, its officers and committees and such report shall include:
- (a) such changes as may occur in the register in the previous year;
 - (b) such additions, deletions or amendments as may occur in the By-laws in the previous year; and
 - (c) such other reports, decisions or information which the Board deems to be of general interest to the members, and the report shall be forwarded to the members at least fifteen (15) days prior to the Annual General Meeting of the Association.

Meetings of the Board of Directors

- 24.**
- (a) The Board shall meet at least four (4) times per year, but otherwise they may meet for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings as they think fit, subject to the Act, Regulations, and the By-laws.
 - (b)
 - i. The Board shall conduct all of its meetings openly. Members of the Association are entitled to attend and observe all meetings of the Board.
 - ii. Members of the Association other than members of the Board and its duly appointed Officers, Executive Director, Registrar or solicitors or other special guests as approved by the majority of the Board, shall be excluded from that portion of any Board meeting which includes but is not limited to disciplinary matters, litigation and negotiations.
 - iii. The duly appointed Officers of the Board may exclude the Executive Director and Registrar as well as other members of the Association from that portion of any Board meeting dealing with staffing.

- (c) A member of the Board or a committee may participate in a meeting of the Board or Committee of the Board by means of telephone or other communication facilities that permit all persons participating in the meeting to hear each other, and a Board or Committee member participating in the meeting by that means is deemed to be present at that meeting.
- (d) A resolution in writing signed by all of the members of the Board or of a Committee of the Board shall be as effective as if it had passed at a meeting of the Board or committee duly called, constituted and held.

Committees

25.

- (a) The Board shall appoint a Complaints Committee to perform the functions of the Complaints Committee created by the Act.
- (b) The Board shall appoint a Licensing Committee to perform the functions of the Licensing Committee created in the Act.
- (c) The Board shall appoint a Standards Committee to perform the functions of the Standards Committee created in the Act.
- (d) As recommended by the Investigation Chair and appointment by the Board, the Inquiry Committee shall perform the functions of the Inquiry Committee created in the Act.
- (e) The Board may appoint such other committees as it may consider necessary or desirable. In any event, when considering the composition of standing committees such as the Complaints, Licensing, Standards or Inquiry Committees, Retired Members may not constitute a majority of members on any such committee.
- (f) With respect to any Committee which it appoints, excluding Licensing, Complaints, Standards and Inquiry Committees which are determined by the Act, the board may determine:
 - i. the number of persons who shall constitute the committee;
 - ii. the necessary qualifications for membership on the committee provided that all committee members shall be registered members;
 - iii. the chair or other officers of the committee;
 - iv. the term or office of the committee members, chairs, or other committee officers;
 - v. any additional duties of the committees which may not be specified in the Act or Regulation.

- (g) The Board shall determine a procedure for nomination of members of the public for appointment by the Lieutenant Governor to any position under the Act or Regulation where a member of the public holds such position.
- (h) In a case where the Board appoints a Committee under the Act, Regulation or By-laws, it may delegate conditionally or otherwise to that committee such of its powers as it may deem necessary in order for the Committees to complete its functions.

Liability Protection

26.

- (a) Every member shall obtain and maintain professional liability protection at a minimum level of coverage as determined by the Board of Directors. Proof of such protection is to be provided on an annual basis to the Registrar.
- (b) In the case of a Retired Member, they will be required to carry prior acts liability protection for the length of time that they maintain this category of membership, but in any event, will not be required to maintain this prior acts liability protection beyond two years past their retirement date as an active member.

Business Address

27.

- (a) Every voting member shall maintain a business address in Manitoba and shall inform the Registrar in writing of that address and of any change in that address forthwith after the change occurs.
- (b) There shall be a register of business names or clinic names maintained by the Registrar, and any member conducting or otherwise part of a practice which uses a business or clinic name shall inform the Registrar of:
 - i. the business or clinic name and any change in that name forthwith upon such change;
 - ii. the business or clinic address and any change in that address forthwith upon such change.

Code of Conduct

28.

- (a) The Code of Ethics of the Manitoba Chiropractors Association, as amended from time to time, is applicable to chiropractors in Manitoba.
- (b) Every member who owns and/or operates a Radiographic Facility must comply with:

- i. the Federal and Provincial Acts governing same, and
- ii. the “Recommended Radiographic Standards” as approved and amended from time to time by the Association.

Banking

29. The banking of the Association shall be transacted with such Canadian chartered bank, credit union, caisse populaire or a trust company as the Board may designate from time to time by resolution.

Execution of Instruments

30. Unless otherwise determined by the Board, all instruments in writing requiring the signature of the Association may be signed by the President and Executive Director and all instruments so signed shall be binding upon the Association without further authorization or formality. The Board shall have the power from time to time by resolution to appoint such other officers or such other person or persons on behalf of the Association to sign specific instruments or instruments generally,

Fiscal Year End

31. The fiscal year of the Association shall terminate on December 31st of each year or on such other date as the Board from time to time by resolution determine.

Inquiry Committee Selection

32.

(a) **Public Representatives:** The Board shall appoint a Barrister and Solicitor entitled to practice law in the Province of Manitoba as the lay person of the Inquiry Committee and the said Barrister and Solicitor shall have no direct or indirect relationship to the member who is the subject of the Inquiry or to any member of the Board or the Board itself.

(b) **Selection of Panel:** The members of the Association on the Committee shall be chosen by a process of random selection whereby the names of the eligible members of the Association shall be placed in a receptacle by the Registrar and selected in an arbitrary and impartial fashion by the Registrar. The member of the Association who is the subject of the complaint is entitled to be present or represented by his nominee at the selection of the Inquiry Committee by the Registrar. Names shall be selected at random from the receptacle until such time as the Registrar is satisfied that he has chosen four (4) members of the Association, at least two (2) of whom shall have at least five (5) years experience as Licensed Chiropractors. Sufficient alternate members shall be selected by the same process and marked in order of selection to provide for the event that any of the members initially selected are not able to serve as Inquiry Committee members.

- (c) **Exclusion from Panel:** A member of the Association shall not be eligible for selection as a member of the Inquiry Committee if he/she:
 - i. Is associated in practice with, or shares professional space with, or is a partner to the member subject to the inquiry; or
 - ii. Is related by blood or marriage to the member subject to the inquiry; or
 - iii. Is a member of the Board or the Complaints Committee; or
 - iv. Is a member of a prior Inquiry Committee, Investigation team or Standards Committee involving the member subject to the inquiry.
- (d) The member subject to the inquiry may provide information in writing, which in their opinion, would clearly demonstrate bias which would disqualify a proposed inquiry panel candidate. This information must be presented to the Registrar within 2 business days of inquiry candidate selection. The validity of such concern would be at the discretion of the Registrar who will provide reasons, in writing, for accepting or rejecting the proposed panel candidate.
- (e) **Appointment of Panel:** The Board shall appoint the lay person and the members of the Association selected in accordance with this By-law as the Inquiry Committee for the complaint in question.
- (f) **Determination of Committee Chair:** The Board shall appoint the member of the Inquiry Committee with the most seniority as the Chair of the Inquiry Committee and the member of the Committee with the next most seniority as the Vice-Chair of the Inquiry Committee.
- (g) **Right for Committee to retain Legal Counsel:** The Inquiry Committee may retain legal counsel in order to assist with the prosecution of the complaint against the member in question if it is deemed necessary or advisable.

Refresher Training Hearing

33.

- (a) Where the Board is advised by Standards Committee that a member may require a period of refresher training, the Board shall within fourteen (14) days form a Hearing Committee consisting of a Board member and two (2) members who are not members of the Board.
- (b) No member of the Standards Committee shall sit on the Hearing Committee.
- (c) Within seven (7) days of being formed the Hearing Committee shall set a date for a hearing which shall take place no more than sixty (60) days later and at least thirty (30) days before such date notify the Standards Committee and the member to whom the recommendation for refresher training applies, of the location, date and time of the hearing. The Standards Committee shall advise the member in question of the particulars of its concerns at least thirty (30) days prior to the hearing date.

- (d) The Hearing Committee shall require the Standards Committee or its duly appointed representative to present the evidence upon which they relied to make their recommendation and the member of the Association in question shall be given the opportunity to present full answer and defense to such evidence including the right to cross-examine such witness as are presented to the Standards Committee or to call such witnesses or evidence as the member sees fit.
- (e) Within seven (7) days of the conclusion of the hearing the Hearing Committee shall report its findings and recommendations in writing to the board and within seven (7) days thereafter the Board will either direct that the member serve a specific period of refresher training or dismiss the matter.

Making, Amending and Repealing By-laws

34.

- (a) Except where the Board by resolution approved by at least five (5) members of the Board declares that there are exceptional circumstances requiring the immediate enactment, amendment or repeal of a by-law, the Board shall not enact, amend or repeal any by-law unless at least twenty-one (21) days before a meeting of the Board or Association duly called and held for the purpose of enacting, amending or repealing one or more by-laws, the Registrar sends to every member of the Association a copy of each proposed by-law addition, amendment or deletion along with information which provides the location, date and time of the meeting. Members may provide written commentary for the board's consideration and/or may appear in person at the meeting in question for the purpose of providing feedback to the board. The board may place reasonable limitations on the manner and nature of this written/verbal feedback.
- (b) At the Board meeting duly constituted for the purpose of approving a proposed by-law, the Board may approve the by-law in its original form, or amend the by-law in accordance with any representation but any proposed amendment which substantially alters the intent or substance of the original proposed by-law shall be treated as if it were a new proposed by-law and be subject to Section 34 (1) herein.
- (c) Effective as of this date of enactment hereof, all previous by-laws of the Association hereby repealed and replaced.

Amended this 14th day of October, 2020
Dr. Steven Gall, President