Alberta/NWT Chapter of CCPA

1. The name of the Chapter is the "Alberta/NWT Chapter: Canadian Counselling and Psychotherapy Association".

2. Objectives

2:1 To provide a forum for discussion of critical issues in counselling and psychotherapy (local, regional, national).
2:2 To encourage and support the professional development of counsellors and psychotherapists in Alberta.
2:3 To promote public, organizational and legislative support of professional counselling and psychotherapy.
2:4 To serve as a direct link with the national Association (CCPA), in a reciprocal exchange, toward the achievement of mutually desired aims and objectives.

BYLAWS

Article 1: Membership

1:1 Membership in good standing shall consist of those members of the Canadian Counselling and Psychotherapy Association (CCPA) who pay an additional fee for membership in the Alberta/NWT Chapter (the Chapter).

1.2 Members shall conduct business in accordance with these by-laws and guidelines, and with the by-laws and guidelines established in the Constitution of the CCPA.

Article 2: Board of Directors

2:1 Any member in good standing may be nominated and subsequently elected to the Board of Directors.
2:2 The Board of Directors of the Chapter will consist of a President-Elect, President, Past President, Secretary-Treasurer, Regional Directors (North West Territories, Peace River Region, the Wood Buffalo Region, Edmonton, Calgary, Central Alberta, Southern Alberta), and three Coordinators (Professional Development, Advocacy and Professional Identity, and Regulation).
2:3 Two persons may share one position on the Board, other than the position of Regional Director until the next AGM (e.g., President-Elect and Professional Development Coordinator).
2:4 Directors of the Board will perform the duties that pertain to their respective offices. They will participate fully in all activities of the Chapter as required and as deemed appropriate.
2:5 Directors of the Chapter shall:

- act honestly, and in good faith, and in the best interests of the Chapter;
and exercise the care, diligence and skill of a reasonably prudent person, in exercising their powers and performing their functions as a Director.

2.6 The Board of Directors shall serve without remuneration. However, Board members may be paid or reimbursed for reasonable expenses incurred in the performance of the duties of the position, as approved by the Board of Directors.

2.7 Duties of the Directors:

- The President shall preside at all meetings of the Chapter, be responsible for the general management and supervision of the affairs and operations of the Chapter and all Chapter committees, and be a signing officer.
- The Past-President shall act as a resource and consultant to the President and assist the President in the performance of his/her duties. The Past-President will also serve as the chair of the Nominations Committee.
- The President Elect shall assist the President in the performance of his/her duties, keep informed on key issues, carry out other duties as assigned by the Board and shall, by appointment, assume all responsibilities of the President in the latter's absence.
- The Secretary-Treasurer shall keep the minutes of all meetings of the Directors and all General Meetings and shall circulate Board meeting minutes to the Directors electronically and General Meeting minutes to members electronically.
- The Secretary-Treasurer shall be responsible in all matters pertaining to the funds of the Chapter. The Secretary-Treasurer shall be a signing officer for cheques drawn on funds of the Chapter. He/she shall present a concise financial report at each Board meeting and at the Annual General Meeting.
- Regional Directors shall be available for tasks and duties that serve the current interests and functions of the Chapter. These tasks and duties shall be delegated by the Board and will include assisting the coordinator of Professional Development with any pro-d activities in the region and keeping regional members informed of any Chapter initiatives. The Regional Directors shall fulfill the general duties of Directors as set out in the Constitution and Bylaws of the Chapter.
- Coordinators shall be available for tasks and duties that serve the current interests and functions of the Chapter. These tasks and duties shall be delegated by the Board. The Regional Directors shall fulfill the general duties of Directors as set out in the Constitution and Bylaws of the Chapter.
  - The Professional Development Coordinator shall be responsible for initiating and maintaining professional development activities and coordinating with other organizations in offering professional development activities.
  - The Regulation Coordinator shall be responsible for creating alliances with other counselling-related associations in Alberta and for informing the Board of regulatory changes across Canada.
  - The Coordinator of Advocacy and Professional Identity shall keep the Board informed of any pressing concerns include obtaining professional
recognition under the Health Professions Act, increasing access to Employee Assistance counselling contracts, and increasing networking possibilities. This position may involve working with the National Office of CCPA in an advocacy position.

**Article 3: Appointment and Removal of Elected Directors**

3:1 Beginning in May 2012, on the occasion of the Annual General Meeting of members, the positions of President, President Elect, Secretary-Treasurer, and Regional Directors, and Coordinators shall be filled for a two (2) year period by means of an election. Secretary-Treasurer, Regional Directors and Coordinators are eligible for re-election for another two (2) years.

3:2 a. If any member of the Board of Directors fails to attend three consecutive Board meetings without reasonable explanation (as determined by the Board), the Directors may declare a vacancy on the Board in respect of such Director and fill the vacancy with any person who would qualify as a member at an Annual General Meeting. Such person shall hold office until the next Annual General Meeting.

3:2 b. The Directors may fill any vacancy occurring on the Board due to resignation or any other reason by inviting the appointment of any person who would qualify as a member at an Annual General Meeting. Such person shall hold office until the next Annual General Meeting.

3:2c. A Director may be removed from office by a vote at a special meeting of the Alberta/NWT Chapter membership. A quorum will be constituted by the number of Chapter members who participate in such a meeting. A majority vote will stand.

**Article 4: Committees**

4:1 The Board of Directors may constitute committees as it deems necessary and it will prescribe their duties and responsibilities. The committee may convene and regulate their meetings as they see fit. All committees constituted by the Board will be accountable to the Board.

4:2 All decisions made by a committee related to policy or finance must be ratified by a preponderance of votes by the Board.

4:3 Any committee member may be suspended and/or removed from office by the Board of Directors by a preponderance of votes by the Board. A committee may be disbanded by a resolution of the Board of Directors.

4:4 A simple majority of the members of the committee shall constitute a quorum for meetings.

**Article 5: Board of Director Meetings**

5:1 The Board of Directors will meet a minimum of twice each year and at any additional occasions as determined by the Board.

5:2 Meetings of the Board of Directors held by teleconferencing shall be considered to be truly constituted and valid meetings of the Board. A simple majority of the members of the Board shall constitute a quorum for meetings.
Article 6: Annual General Meeting

6:1 The Annual General Meeting shall be held annually on a day to be fixed by the Board of Directors.
6:2 Notice of the Annual General Meeting and the business to be conducted at the meeting shall be provided electronically (unless a paper copy has been previously requested) thirty (30) days in advance to every member in good standing.
6:3 The rules of procedure at the Annual General Meeting shall be determined by the Board of Directors.
6:4 A quorum for the transaction of business at any Annual General Meeting shall be constituted by the number of members who attend the meeting.
6:5 Each member shall have one vote in all proceedings at which members shall be entitled to vote.
6:6 Members may not vote by proxy or by e-mail.
6:7 Every question submitted to a vote shall be decided by a majority of votes and in the case of a tie vote, the designated chair of the meeting shall cast the deciding vote.
6:8 On every question submitted to a vote, a declaration by the designated chair of the meeting that a resolution has been carried or lost shall be conclusive evidence of the fact, unless poll is determined.

Article 7 – Special Meetings

7.1 Special meetings may be called on the initiative of the Board of Directors or by written request of five or more Chapter members addressed to the Board of Directors.
7.2 Notice shall be given two weeks in advance of any special meetings electronically (unless a paper copy has been previously requested).

Article 8 - Alteration of Bylaws

7.1 The Constitution and Bylaws of the Chapter shall not be amended except by a resolution passed by the membership of the Chapter at a general meeting. Notice specifying the intention to propose the resolution must be provided at least thirty (30) days prior to the Annual General Meeting and circulated to the members fifteen (15) days prior to the Annual General Meeting.
7.1 a. A two-thirds majority vote of members present at the Annual General Meeting is required in support of the proposed change.
7.2 Amendments to the Constitution or By-Laws of the Chapter must be approved by the CCPA Board of Directors.

Article 9 - Books and Records

8:1 The Chapter’s Constitution and Bylaws, and the minutes from the Chapter’s Annual General Meeting, shall be available on the Chapter’s website.
8:2 The Board of Directors shall approve such financial procedures and controls as necessary to ensure the sound management of the Chapter.
8:3 The fiscal year of the Chapter shall coincide with the fiscal year of the Canadian Counselling and Psychotherapy Association.