CCPA National Capital Region Chapter Constitution and Bylaws

Chapter Constitution

Preamble

The following shall constitute the constitution of the National Capital Region Chapter of the Canadian Counselling and Psychotherapy Association. The National Capital Region Chapter (NCR) exists according to the Letters of Patents and the Constitution of its parent organization - the Canadian Counselling and Psychotherapy Association (CCPA).

Objectives

To provide an opportunity for counsellors and psychotherapists living in or near the National Capital Region to meet discuss, share, network and interact.

To provide a professional development program that facilitates a forum for ongoing information exchange, specialized learning (both skill and knowledge based), critical discussion of issues in counselling and psychotherapy, and provides Continuing Education Credits (CEC's) used in the maintenance of Canadian Certified Counsellor (CCC) accreditation.

To serve as a vehicle for lobbying appropriate institutions regarding the CCPA so as to encourage networking, promote professional practice and represent counsellors and psychotherapists in the NCR Chapter.

To provide a means by which counsellors and psychotherapists can help one another to develop and share professional development in best practices, research and position papers. 2.5 to serve as a direct link with the National Association, thereby providing for the presentation of mutually sought aims and objectives.

Chapter Bylaws

1. Membership

1. Membership in the chapter shall consist of those members in good standing with the Canadian Counselling and Psychotherapy Association who pay an additional yearly fee for membership in the NCR Chapter.

2. Membership in the Chapter may be terminated by:
   a) Personal request,
   b) Non-payment of annual dues or other debts to the Chapter or to CCPA,
   c) Failure to adhere to the Chapter's Constitution and Bylaws, to be determined by a majority vote of members present at a meeting. In the case of a tie vote, the designated chair of the meeting shall cast the deciding vote,
   d) Failure to adhere to CCPA's Code of Ethics, to be determined by a decision of the CCPA Ethics Committee.

2. Annual General Meeting

a) There shall be an Annual General Meeting of the Chapter Board and Chapter members for the purpose of electing the Executive and Directors and carrying out any other business proposed by the Board or by resolution from the members. A quorum shall consist of the number of Board and Chapter members present.
b) A member designated by the Board shall chair the Annual General Meeting. As a rule the chair of the meeting shall be the President of the National Capital Region Chapter.
c) Robert's Rules of Order shall govern procedure at all meetings.
d) Special meetings shall be called at any time at the discretion of the Board or upon receipt by the Board of a written request for a special meeting signed by any five (5) Chapter members.
e) Notice of the Annual General Meeting shall be communicated to all Chapter members no less than fifteen (15) days prior to the meeting in a manner elected by the Board.
f) The accidental omission to give notice to, or the non-receipt of a notice by any of the members entitled to receive it, shall not invalidate proceedings at that meeting.
g) The minutes of the meeting shall be available to all Board members in an email and in cases where email is not available a member shall request the minutes by another means.
h) The minutes of the meeting shall be made available to any chapter member in an email upon the member's request.

3. Voting Procedures

a) Each full member, whether an individual or a group, shall have one vote in all proceedings at which members shall be entitled to vote.
b) Members shall not vote by proxy.
c) 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.
d) 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 a poll is determined.

4. The Board

a) The Board shall consist of the Executive and a maximum of five (5) Directors.
b) Two volunteer Student Liaison position
c) The Executive shall consist of a, President, President-Elect, Secretary, Workshop Registrar and Treasurer.
d) The Board shall be responsible to the membership for the management and conduct of the affairs of the Chapter. The Board shall exercise all such powers and do all other acts which further the objective of the Chapter, subject to any resolutions of policy or procedures that the Chapter may adopt at its meetings.
e) Meetings of the Board
f) The Board shall meet a minimum of five (5) times per year and on any additional occasions as determined by the Board.

g) There shall be at least five (5) sitting members of the Board at each meeting. A quorum shall consist of a minimum of one Executive member, and 4 board members (Executive or board Directors).
h) Meetings of the Board of Directors held by teleconferencing shall be considered to be truly constituted and valid meetings of the Board.

5. The Directors

a) Attend sixty percent (60 %) of the meetings and activities of the Chapter and fully participate in tasks and duties that serve the best interests and functions of the Chapter. From a total of approximately thirteen (13) meetings and activities in any given year, said percentage shall represent attendance at eight (8) activities or meetings,
b) Be excused from no more than two (2) executive meetings in a row without reasonable explanation, the merits of said explanation to be determined by the Executive,
c) Be aware that attendance at Chapter Planning Meetings for the purpose of organizing the Chapter's Professional Development Program, while not mandatory, is both highly recommended and valued,
d) Attend the Annual General Meeting.

6. The Executive

a) Make every effort to attend and to participate fully in all Board meetings,
b) An exception to the attendance obligations of an Executive member may be made in such cases where the Executive member attends sixty percent (60%) of the chapter meetings and activities and is deemed by the Board to provide a valuable and substantial service in time and energy in their executive capacity as board member. For such an Executive member, the requirement to abstain from missing more than two consecutive monthly meetings shall be waived at the discretion of the Executive.

7. Terms of Office

a) On the occasion of the Annual General Meeting of the members, the various positions of the Executive and Directors shall be filled for a two (2) year term by means of an election.
b) The offices of any position on the Board shall automatically be vacated if a member resigns the office by notice to the President in writing, or, if the member fails to attend three (3) consecutive meetings of the Board without reasonable explanation, the latter to be determined by the Board (as per the provisions above).
c) Should a vacancy occur for one of the above-named reasons prior to an Annual General Meeting, the Board may, by resolution, 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. Application forms for board membership shall be made available to interested nominees.

d) Should a Chapter member seek election for Board membership prior to an Annual General Meeting, application forms shall be made available to interested nominees and the Board may, by resolution, fill the position 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.
e) The elected Executive and Directors shall serve without remuneration. However, a member may be reimbursed for reasonable expenses incurred in the performance of the duties of the position as approved by the Executive.

8. Duties of the Officers

<u>The President of the Chapter shall:</u>

a) Set the agenda and preside at Chapter meetings,
b) Preside over Chapter workshops and presentations,
c) Ensure that AV equipment is on hand and functional for all presentations and workshops,
d) Be responsible for the general management and supervision of the operations of the Chapter and its committees,
e) As authorized by the Executive, shall sign contracts, documents or instruments in writing as require a signature,
f) Be a signing officer for financial purposes,
g) Promote membership to CCPA and the NCR Chapter and respond to specific inquiries regarding CCPA or NCR Chapter,
h) Prepare and submit an Annual Report prior to the CCPA National Board Spring meeting and an interim report prior to the CCPA National Board Fall meeting,
i) Attend CCPA Annual General Board meetings whenever possible,
j) Have such powers and duties which may from time to time be assigned by the Executive or as are incident to the role of president.

<u>The President-Elect of the Chapter shall:</u>

a) Facilitate the booking of presentation rooms at St Paul University.
b) Co-ordinate the processing of Continuing Education Credit (CEC) forms for professional development with Head Office,
c) Assume responsibility and supervision concerning the provision of beverage and food requirements for the Chapter's professional development workshops.
d) Manage the attendance binder for presentations and workshops,
e) Provide assistance in conducting outreach activities including CCPA information presentations to students in the counselling programs at the local universities; when appropriate, such presentations shall be carried out in collaboration with the Ontario Provincial Directors and the respective student representatives from the universities.
f) Assist the President as required,
g) Have such powers and duties which may from time to time be assigned by the Executive or as are incident to the office.

The Secretary or Secretary designate shall:

a) Keep the minutes of all meetings,
b) Distribute the meeting minutes to Board members in an email, the minutes having been pre-approved by the President,
c) Provide hard copy of previous month's minutes for approval at regular board meetings,
d) Maintain the records and documents of the Chapter such as Constitution, Bylaws, and past minutes,
e) Send a list of Chapter Executive and Directors, including regular updates, to the CCPA National Office and to the Chapter Board,
f) Have such powers and duties which may from time to time be assigned by the Executive or as are incident to the office.

The Treasurer shall:

a) Be a signing officer for financial purposes,
b) Oversee the Chapter's financial affairs by keeping accurate accounts of monies received and dispensed by the Chapter,
c) Present a financial report at the Annual General Meeting, pointing out any irregularities and significant trends for discussion,
d) Prepare bi-annual 'mini-reports' for the President to include in the bi-annual chapter report to National Office,
e) Provide financial services at workshops as follows:
f) Sign receipts prior to 8:30 registration as prepared by Workshop Registrar for workshop attendees,
g) Provide a signed cheque for workshop speaker (co-signed by president) along with the chapter card and envelope,
h) Provide cheque(s) (co-signed by President) to board member(s) to cover workshop costs,
i) Collect workshop fees from workshop registrar for banking,
j) Assure that workshop fees collected are consistent with accounts of workshop registrar.
k) Provide financial services at monthly speaker presentations as follows:
l) Supply a signed cheque (co-signed by President) for speaker's honorarium along with a chapter card and envelope,
m) Provide a signed cheque(s) to board member(s) (co-signed by president) as necessary to cover their personal costs incurred in the carrying out of chapter business.
n) Have such powers and duties which may from time to time be assigned by the Executive or as are incident to the office.

The Workshop Registrar shall:

a) Participate in the Planning Committee meeting for the professional development program selection,
b) Receive, record, and acknowledge all workshop registrations,
c) Purchase receipt book and write up workshop receipts for executive signature,

d) Generate spreadsheets with registration data for President & President-Elect,
e) Make workshop signs for building entrances,
f) Supply workshop name tags for registrants,
g) Participate in registration at workshops (providing receipts & name tags),
h) Mail out Continuing Education Credits (CEU's) to National Office for participants,
i) Solicit and create a list of workshop volunteers (students) for set-up and take down, organizing volunteers according to their identified shift preferences,
j) Keep President & President Elect informed of registrations,
k) Assist with workshop set-up and take down,
l) Maintain email lists for each workshop,
m) Have such powers and duties which may from time to time be assigned by the Executive or as are incident to the office.

<u>The Student Liaisons shall:</u>

a) Act as an on-the-ground presence for the chapter on campus.
b) Promote NCR Chapter news and events through in-class delivery and appropriate social media platforms. The use of different platforms to engage students may vary from institution to institution.
c) Attend monthly board meetings and report back to board members on updates of the counselling student body, and act as student voice during board meetings and represent the needs and interests at board meetings.
d) Create media and/or materials needed to promote the chapter that have not already been created by the CCPA or the NRC chapter.
e) Participate in other chapter activities (e.g. workshop, professional development, self-care days) when available.

<u>All Members of the Board (Executive and Directors) shall</u>:

a) Act honestly, in good faith, and be available for tasks and duties that serve the best interests and functions of the Chapter and the public,
b) Report to the Executive and Directors any matter or thing, or legal proceedings in which:
c) They have been named as defendant,
d) May constitute a conflict of interest respecting the intents and purposes of CCPA and the NCR Chapter.

9. Committees

a. The Executive may from time to time constitute such committees as it deems necessary and it shall prescribe their duties and responsibilities. The committee may convene adjourn, and otherwise regulate their meetings as they deem fit. A majority of the members of the committee shall constitute a quorum for committee meetings.
b. All committees constituted by the Executive shall be accountable to the Executive. All decisions made by the committees related to policy or finance must be ratified by the Executive.

10. Indemnities to the Board members and Others

a. Every Board member of the Chapter or other person who has undertaken or is about to undertake any liability on behalf of the Chapter and their heirs, executors, administrators and estate, respectively, shall at all times be indemnified and saved harmless out of the funds of the Chapter from and against:
b. All costs, charges, and expenses whatsoever which such members of the Executive or other person sustains or incurs in or about an action, suit or proceeding which is brought or prosecuted against him or her or in respect of any act, deed, matter or thing whatsoever made, done or permitted by his or her in or about the execution of the duties of the office, and
c. All other costs, charges, expenses, which he or she sustains or incurs about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect.

11. Financial Matters

a. Membership fees are levied by the CCPA National office on behalf of the Chapter and a cheque for chapter membership fees is sent to the Chapter Treasurer at regular intervals throughout the year.
b. The Executive shall approve such financial procedures and controls as necessary to ensure the sound financial management of the Chapter.
c. The fiscal year of the Chapter shall coincide with the fiscal year of the Canadian Counselling and Psychotherapy Association.
d. All cheques, drafts, orders for the payment of money, and all notes and acceptances of bills of exchange, shall be signed by such officer(s) or person(s), as designated by the Executive.

12. Reimbursement for conference fund costs

For the purpose of providing reimbursement to executive or board members regarding CCPA Annual Conference costs, the following bylaw stands:

a. All expenses for the President will be covered to a maximum of $2000. This includes travel, hotel accommodation, food and conference registration fee.
b. On the year prior to the transition between President-Elect and President, part of the President-Elect's registration cost will be covered, up to $350.
c. If able to attend, the board shall send the President to represent the NCR chapter at the conference.
d. If the President or President-Elect is unable to attend, the board may vote to send another chapter executive or director in the President's place.
e. The President, must provide proof of payment of all expenses prior to receiving reimbursement from the chapter.
f. Reimbursement to the President, will only be given, if financially viable for the chapter. Financial viability is $5000 in the chapter bank account.

13. Contracts

a. Any persons so authorized by the Executive may enter into contracts on behalf of the Chapter.
b. Any such contracts shall be made under the name of the NCR Chapter.
c. Contracts and other documents requiring the signature of the Chapter (such as room rentals for the professional development program) must be previously approved by the Executive. Contracts required in the ordinary day-to-day operations of the Chapter will be exempt from previous approval.

14. Constitution

a. Amendments to this constitution may be made at any Annual General Meeting of the NCR Chapter of the Canadian Counselling and Psychotherapy Association, provided the following conditions are met:
b. 11.1.1 Notice of the proposed amendments, additions and/or deletions shall be presented to the Executive not less than thirty (30) days prior to the date of the Annual General Meeting.
c. Copies of the proposed changes shall be prepared by the Secretary for distribution to the active members fifteen (15) days prior to the Annual General Meeting.
d. A simple majority vote of the active Full members presented at the Annual General Meeting is required in support of the proposed change.

15. By-Laws

a. The By-Laws under this Constitution may be adopted, amended or rescinded by a simple majority vote of the active Full members present at the Annual General Meeting. Notice of the proposed change shall be presented to the Executive 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.
b. Amendments to the Constitution or By-Laws of the Chapter must be approved by the CCPA Board of Directors.

16. Approval

a. The Constitution and Bylaws have been approved by the CCPA Board of Directors on May 22, 2019.
b. In the event of winding up or dissolution of the Chapter, funds and assets remaining after the satisfaction of its debts and liabilities will be transferred to CCPA's general account.
c. The books and records of the NCR Chapter may be inspected by any NCR Chapter member in good standing, upon written request to the Executive.