



COLLEGE OF
PHYSIOTHERAPISTS
of ONTARIO

2011

**Official By-Laws of the
College of Physiotherapists of Ontario/
L'Ordre des Physiothérapeutes de l'Ontario**

Official By-Laws of The College of Physiotherapists of Ontario/ L'Ordre des Physiothérapeutes de l'Ontario

September 15, 2011

Made pursuant to section 94 of the *Health Professions Procedural Code* (being Schedule 2 of the *Regulated Health Professions Act, 1991*)

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Official By-Laws of The College of Physiotherapists of Ontario
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All previous by-laws relating to the administration of the affairs of the College are hereby repealed and replaced with this by-law.

Part 1—Definitions

DEFINITIONS

1. In these by-laws, unless otherwise defined or required by the content below,
 - (a) “Act” means the *Physiotherapy Act, 1991*;
 - (b) “annual general meeting” means the annual general meeting of the Council to which section 18 refers;
 - (c) “auditor” means the person or firm appointed under subsection 7(1) of the by-laws;
 - (d) “by-laws” means the by-laws of the College;
 - (e) “chair” means the person designated to preside over meetings of statutory or non-statutory committees or panels of statutory committees of the College;
 - (f) “Code” means the *Health Professions Procedural Code*, being Schedule 2 to the RHPA;
 - (g) “College” means the College of Physiotherapists of Ontario/l’Ordre des Physiothérapeutes de l’Ontario;
 - (h) “committee” means a committee mentioned in Part 6 of these by-laws and includes those committees set out in section 10 of the Code;
 - (i) “Council” means the Council of the College established by section 6 of the Act;
 - (j) “Council member” means a member of the Council who is a registrant of the College or a member of the Council who is appointed by the Lieutenant Governor in Council;
 - (k) “fiscal year” means April 1 to March 31;
 - (l) “mail” means regular postal mail, courier mail, or electronic mail;
 - (m) “majority” means a majority of the sitting members of Council who are present and voting;
 - (n) “place of practice” means any location where the member may work, assess and/or treat patients and by extension any location and/or facility where records related to their practice may be stored,
 - (o) “Presiding Officer” means the person elected President by the Council and who serves as chair of Council;
 - (p) “Registrar” means the Registrar of the College as required by the Code and as further described in section 10;
 - (q) “registrant” means a member of the College;
 - (r) “regular meeting” means any meeting of the Council to which section 19 refers;

- (s) “regulations” mean the regulations under the RHPA and the Act;
- (t) “RHPA” means the *Regulated Health Professions Act, 1991*, and includes the Code;
- (u) “signing officer” means the Registrar, a staff person(s) who has been designated by either the Registrar or the President, or in the absence of the President, the Vice-President;
- (v) “special meeting” means any meeting of Council to which section 20 refers.

Part 2—College Administration

SEAL

2. The seal depicted on the right is the seal of the College.



BANKING

3. (1) The Registrar shall appoint a chartered bank or trust company where deposits are insured by the Canadian Deposit Insurance Corporation or la Société d'assurance - dépôts du Canada as the case may be for the use of the College.
- (2) All money belonging to the College shall be deposited in the name of the College.
- (3) A staff member designated by a signing officer of the College may endorse a negotiable instrument for collection on account of the College through the chartered bank or trust company or for deposit to the credit of the College with the chartered bank or trust company. The College's rubber stamp may be used for such endorsement.
- (4) A signing officer shall endorse negotiable instruments exceeding \$10,000.00 for collection on account of the College through the chartered bank or trust company or for deposit to the credit of the College with the chartered bank or trust company.
- (5) The President or Vice-President, together with the Registrar and such other officer or person as may be authorized by resolution of the Council, may:
- (a) borrow money upon the credit of the College;
 - (b) issue, sell or pledge debt obligations of the College, including without limitation bonds, debentures, notes, or similar obligations of the College, whether secured or unsecured; and
 - (c) charge, mortgage, hypothecate, or pledge all or any currently owned or subsequently acquired real or personal, moveable or immovable property of the College, including book debts, rights, powers, franchises and undertakings, to secure any such debt obligations or any money borrowed, or other debt or liability of the College.

INVESTMENT

4. The Registrar may invest or reinvest funds of the College in keeping with the financial policies of the College.

CONTRACTS

5. (1) The Registrar may obtain services for the benefit of the College in keeping with the financial policies of the College.
- (2) Capital goods may be purchased or leased for the benefit of the College in keeping with the financial policies of the College.
- (3) Except as provided for in subsection (4) below, any signing officer of the College may sign or authorize
 - (a) a cheque or electronic funds transfer for operating expenses of the College;
 - (b) a cheque or electronic funds transfer for goods purchased or leased in accordance with subsection (2);
 - (c) a cheque or electronic funds transfer for services obtained in accordance with subsection (1); or
 - (d) a document to implement a decision with financial implications for the College made by the Council or the Executive Committee by resolution.
- (4) Two signatories are required to sign or authorized the items in subsection (3) if the amount exceeds \$7500.00 (as set out in the governance policies of the College).
- (5) A signing officer of the College will conduct his/her duties in accordance with the financial policies of the College.

DOCUMENTS OF THE COLLEGE

6. (1) For the purposes of this section, a document is a document of the College that takes an official position endorsed by the Council, fulfils a statutory or regulatory provision or has been developed in keeping with the College governance policies as approved by Council.
- (2) Unless otherwise provided by law or these by-laws, a document of the College shall be signed by the Registrar. In the Registrar's absence, a document of the College may be signed by an Associate Registrar.
- (3) A person who may sign a document may impress the seal of the College upon the document if the seal is required.
- (4) The Registrar may sign summonses, notices and orders on behalf of any committee of the College including a tribunal within the meaning of the *Statutory Powers Procedure Act*.
- (5) No person shall sign or seal a document affecting the College unless authorized by the Act, the regulations or these by-laws.

AUDIT

7. (1) The Council shall at the annual general meeting appoint one or more auditors who are duly licensed under the *Public Accounting Act, 2004* to hold office for a term not exceeding five years and, if an appointment is not made, the auditor in office shall continue until a successor is appointed.
- (2) The Council shall cause the performance of the auditor to be evaluated on an annual basis and shall take such evaluation into account when considering the continuing appointment or re-appointment of such auditor.
- (3) The Council shall set the remuneration of the auditor and confirm the appointment and remuneration in writing.

- (4) The Council shall fill any temporary vacancy in the office of auditor but, while such vacancy continues, the surviving or continuing auditor, if any, shall continue as auditor.
- (5) The auditor shall report in writing to the Council and shall present the report to the Council at its annual general meeting.
- (6) The auditor has a right of access at all reasonable times to all records, documents, books, accounts and vouchers of the College and is entitled to require from the Council members, officers and employees and relevant payees of the College such information as in his/her opinion is necessary to enable him/her to report as required by law or under this section.
- (7) The auditor is entitled to attend any meeting of the Council and to be heard at any such meeting that he/she attends on any part of the business of the meeting that concerns him/her as auditor.
- (8) The fiscal year of the College is April 1 to March 31.

BY-LAWS

8. (1) A by-law may be made, amended or revoked in the same manner as other resolutions or motions that appear before Council. However, motions that Council members agree to consider by a two-thirds vote of those in attendance do not apply to the making, amending or revoking of a by-law. The making, amending or revoking of a by-law shall be determined by a majority vote of the Council. Advance notice is required for all motions or resolutions applying to the making, amending or revoking of a by-law.
- (2) Proposed by-laws made under the authority of clauses (l.2), (l.3), (s), (t), (v), (w) or (y) or subsection 94(1) of the Code shall be circulated to every registrant at least 60 days before they are approved by Council.;
- (3) Every by-law and every amendment and revocation thereof shall be numbered according to the order in which it was passed, certified by the President or Vice-President and by the Registrar, sealed and maintained in a book in its numerical order.
- (4) The College has obligations under section 94 of the Code to provide copies of by-laws to the Minister and each registrant and to make them available to the public during normal business hours.

MEMBERSHIP IN ASSOCIATIONS

9. (1) The College shall maintain membership in the Canadian Alliance of Physiotherapy Regulators to ensure opportunity for networking and issue development related to national physiotherapy regulatory matters. This shall include:
 - (a) payment of the annual or other fees;
 - (b) regular representation at business meetings by the Registrar and President; and
 - (c) representation on working groups and at meetings by College registrants, College staff and Council members as permitted by the by-laws of the Alliance and in keeping with conflict of interest provisions.
- (2) The membership referred to in subsection (1) shall not include representation on the Evaluation Services Committee or any related subcommittees.
- (3) The College may maintain memberships in any organizations that are of benefit to the College, and shall pay the annual fees and other fees required for the memberships

THE REGISTRAR

10. (1) The Registrar is the chief executive officer of the College.
- (2) The Registrar is subject to the direction of Council and between meetings, the related guidance of the Executive Committee and the President.
- (3) The Council or the Executive Committee shall, in the event of the absence, disability or vacancy in the office of the Registrar, appoint an employee of the College to act as interim Registrar.
- (4) In circumstances where the Council or the Executive Committee is not able to meet to make the appointment referred to in subsection (3), the President may appoint an employee of the College to act as interim Registrar. This appointment is subject to the ratification of Council or the Executive Committee.
- (5) The Registrar shall perform those duties and responsibilities set out in the RHPA, the Act, the regulations and the by-laws of the College and the policies approved by Council.

MANAGEMENT OF COLLEGE PROPERTY

11. The Registrar shall maintain responsibility for the management and maintenance of all College property.

RELATIONSHIPS WITH EXTERNAL ORGANIZATIONS

12. (1) Any proposal for a relationship with an external organization, grant proposal or funding request made by the College shall be consistent with the RHPA, the Act, the regulations and the by-laws of the College and the policies approved by Council.
- (2) The Registrar shall assume responsibility for monitoring relationships with external organizations and for the use of any grant or other money received.

Part 3—Election or Appointment of Council Members

ELECTIONS

Electoral Districts

13. (1) The following electoral districts are established for the purpose of the election of members to the Council,
 - (a) Electoral district 1, the south western electoral district, composed of the counties of Bruce, Elgin, Essex, Grey, Huron, Lambton, Middlesex, Oxford and Perth and the municipality of Chatham-Kent.
 - (b) Electoral district 2, the central western electoral district, composed of the counties of Brant, Dufferin Wellington, Haldimand and Norfolk, the regional municipalities of Niagara and Waterloo and the city of Hamilton.
 - (c) Electoral district 3, the central eastern electoral district, composed of the counties of Haliburton, Northumberland and Peterborough, the city of Kawartha Lakes and the regional municipalities of Durham, and York.
 - (d) Electoral district 4, the eastern electoral district, composed of the counties of Frontenac, Hastings, Lanark, Prince Edward Renfrew, and Lennox and Addington, the united counties of Leeds and Grenville, Prescott and Russell, Stormont, Dundas and Glengarry and the city of Ottawa.
 - (e) Electoral district 5, the northern electoral district, composed of the city of Greater Sudbury, the districts of Algoma, Cochrane, Kenora, Manitoulin, Nipissing, Parry Sound, Rainy River, Sudbury, Thunder Bay and Timiskaming and The District Municipality of Muskoka.
 - (f) Electoral district 6, the Toronto west electoral district, composed of the City of Toronto to the west of the centre of Yonge Street.
 - (g) Electoral district 7, the Toronto east electoral district, composed of the City of Toronto to the east of the centre of Yonge Street.
 - (h) Electoral district 8, the central electoral district, composed of the regional municipalities of Halton and Peel and the county of Simcoe.
- (2) Where the area covered by a postal code, or a part of a postal code, is located in more than one electoral district, the Registrar can assign all of the registrants with that postal code into one of the electoral districts.
- (3) The counties, united counties, regional municipalities, district municipalities, cities and districts described in this section are those that existed as of December 31, 2004 and the geographical territory of each electoral district shall be interpreted to ensure that all parts of Ontario fall into one of the aforementioned counties, united counties, regional municipalities, district municipalities, cities and districts.

Entitlement to Vote

- (4) A registrant is entitled to vote in an election if, on the 90th day immediately preceding the election,
- (a) the registrant is registered in good standing with the College;
 - (b) the registrant practises or resides in Ontario; and
 - (c) the registrant's home address registered with the College is in the electoral district for which an election is being held or if the registrant resides outside Ontario and the registrant's primary business address is in the electoral district for which an election is being held.

Number of Registrants Elected

- (5) One registrant shall be elected to the Council for each electoral district.

Term of Office

- (6) (a) The term of office of a registrant elected at an election is three years, commencing with the first meeting of the Council after the election, and expiring, subject to paragraph (b), at the first meeting of the Council after the next election in their electoral district.
- (b) The term of office of a member expires,
- (i) if the member was elected at an election held after the date prescribed in subsection (7)(a), on the day the member's term would have expired if he or she had been elected on that date;
 - (ii) if the member's office becomes vacant by reason of the member's disqualification, on the day the vacancy is declared; or
 - (iii) if the member is elected in a by-election or appointed to replace a member whose office is vacant, on the day his/her predecessor's office would have expired under paragraph (a)

Election Date

- (7) (a) There shall be an election,
- (i) for south western and central western electoral districts, in 2001 and every third year after 2001;
 - (ii) for central, eastern and northern electoral districts, in 2002 and every third year after 2002; and
 - (iii) for central eastern and Toronto east and west electoral districts, in 2000 and every third year after 2000.
- (b) An election shall be held on the third Wednesday in April.
- (c) If there is an interruption in mail service during a nomination or election, the Registrar shall extend the holding of nominations and the election for such minimum period of time as the Registrar considers necessary to compensate for the interruption.
- (d) If an election is not held at the prescribed time, the elected members of the Council then in office shall continue in office until their successors are elected.

Eligibility for Election

- (8) A registrant is eligible for election to the Council for an electoral district if,
- (a) the registrant is entitled to vote in an election in accordance with subsection (4);
 - (b) at all times between the 90th day immediately preceding the election and the election,
 - (i) the registrant continues to practise or reside in Ontario;
 - (ii) the registrant's home address registered with the College continues to be in the electoral district for which the election is being held or if the registrant resides outside Ontario and the registrant's primary business address is in the electoral district for which an election is being held;
 - (iii) the registrant is not in default of any obligation to the College under the regulations or the by-laws;
 - (iv) the registrant is not the subject of current or pending Discipline or Fitness to Practise proceedings;
 - (c) the registrant has not been found guilty of professional misconduct, incompetence, or to be an incapacitated registrant at any time in the six years immediately preceding the election;
 - (d) the registrant's certificate of registration has not been revoked or suspended for professional misconduct, incompetence or incapacity at any time in the six years immediately preceding the election;
 - (e) the registrant has not been found to be mentally incompetent under the *Substitute Decisions Act, 1992*, or the *Mental Health Act*;
 - (f) in the six years immediately preceding the election, the registrant's certificate of registration has not been subject to a term, condition or limitation other than a term, condition or limitation prescribed by the regulations;
 - (g) the registrant is not and has not been during the previous twelve months,
 - (i) a director or other member of the board of directors, governing council or other governing body or;
 - (ii) officer; or
 - (iii) Executive Director, Chief Administrative Officer or official of an advocacy organization for physiotherapists;
 - (h) the registrant is not an employee of the College; and the registrant discloses all potential conflicts of interest in writing to the College within 5 business days of being nominated.
- (8.1) The determination of the Council as to whether a person is eligible for election is final and without appeal

Notice of Election and Nominations

- (9) No later than 90 days before the date of an election, the Registrar shall send by mail to every registrant entitled to vote in an election,
- (a) notification that an election or a by-election, whichever the case, will be held to elect a member of the Council;

- (b) a statement,
 - (i) of the date of the election,
 - (ii) of the date for receiving nominations for the election,
 - (iii) that, to be a candidate, a registrant must be nominated by three registrants who are entitled to vote in the election,
 - (iv) that, to be a candidate, a registrant must consent to the nomination on the nomination form, and
 - (v) that, to be valid, nominations must be received by the Registrar no later than two o'clock in the afternoon on the last date for receiving nominations and stating that date; and
- (c) a nomination form.

Nomination Procedure

- (10) (a) A registrant who is eligible for election to the Council may be nominated for election in an electoral district if the registrant,
 - (i) is nominated by three registrants who are entitled to vote in the election, and if each nomination is,
 - A) on the form sent under clause (9)(c), and
 - B) is received by the Registrar no later than two o'clock in the afternoon on the last date for receiving nominations ; and
 - (ii) consents to the nomination on the nomination form.
- (b) A candidate in an election may withdraw his/her candidacy by notifying the Registrar of the withdrawal in writing within ten days after the last date for receiving nominations
- (11) (a) At the close of the nomination period, if no candidates eligible to be nominated in an electoral district have been nominated, the Registrar shall establish a new election schedule, including, where necessary, a new date for the election.
- (b) The new election schedule may permit two additional calls for nomination prior to the office of the member on Council being declared vacant in accordance with subsection (21)(c).

Acclamation

- (12) If only one candidate is nominated for election in an electoral district the Registrar shall declare the candidate elected by acclamation.

Administration

- (13) (a) The Registrar shall be the chief returning officer and the Council shall appoint, as deputy returning officers, two registrants of the College who are not candidates in any election, nor eligible to vote in the election, and are not members of the Council at the time of the appointment.

- (b) If a deputy returning officer refuses to act or to continue to act or, in the concurrent opinion of the President of the College and the Registrar, is impaired or is not able to perform his/her duties appropriately, the President shall appoint another registrant as a deputy returning officer who is not a candidate for any electoral district nor eligible to vote in the election.
- (c) The returning officers shall count the votes in each election, record the results of each count and thereby determine the results of each election.
- (d) All questions arising in the counting of ballots, the recording of results or the determination of the result shall be decided by a majority of the returning officers.
- (e) Where the by-laws do not answer a question, the returning officers shall use their best judgment to ensure that the election is fair and democratic.

Voting

- (14) (a) Except for an election in which the Registrar has declared a candidate elected to the Council by acclamation, the Registrar shall, at least thirty days before the date of an election, send by first class mail to every registrant entitled to vote in the election,
 - (i) a ballot;
 - (ii) instructions for voting;
 - (iii) an envelope, capable of being sealed and inserted into the envelope mentioned in clause (v), and bearing the word “Ballot”;
 - (iv) an enclosure with a place clearly marked for the registrant’s signature, registration number and the legible inscription of his/her name to be inserted in the envelope mentioned in clause (v),
 - (v) an envelope addressed to the Registrar, to be used by the registrant for mailing the ballot to the Registrar; and
 - (vi) biographical information about each candidate and a statement from each candidate, not more than 300 words, who supplies such information in a form suitable for reproduction and in accordance with the College’s governance policies as approved by Council.
- (b) The ballot shall contain, in alphabetical order of surname, the name of each candidate, and any other information entered in the register that the Council directs that may be included to identify the candidates.
- (15) The instructions for voting may form part of the ballot or may be separate, or may be partly one and partly the other, and shall contain the following instructions in legible type:
 - (a) A registrant may cast one vote on a ballot in an election of members to the Council in the electoral district in which the registrant is eligible to vote.
 - (b) A registrant shall not cast more than one vote.
 - (c) The voter must place a mark that clearly indicates the voter’s choice in one of the appropriate places on the ballot to indicate the candidate of the voter’s choice.

- (d) When marked as instructed, the ballot must be placed in the smaller envelope, and the smaller envelope must be sealed and placed inside the larger envelope.
- (e) Only one ballot may be placed in the smaller envelope, and only one smaller envelope may be placed inside the larger envelope.
- (f) The voter must sign, and legibly indicate his/her name and registration number, on the enclosure, in the places assigned for signature, name and registration number respectively.
- (g) When completed as instructed, the enclosure must be placed in the larger envelope with the smaller envelope.
- (h) The larger envelope must be received by two o'clock in the afternoon on the election day.
- (i) The ballot will not be counted in the election unless it has been marked and is otherwise in accordance with the instructions for voting.

Counting Votes

- (16) (a) The returning officers shall receive ballots until two o'clock in the afternoon on the election day and, promptly after that time, shall,
 - (i) open the larger envelopes;
 - (ii) examine the contents of the larger envelopes to determine if the required enclosures are in the envelopes and determine whether the enclosures display the signature, name and registration number of a registrant entitled to vote in one of the elections being held and whether any registrant appears to have cast more than one ballot;
 - (iii) sort those which appear to be proper under clause (ii) according to the electoral district indicated by the registrant's name, open them and remove the smaller envelopes for each electoral district and set any others to one side unopened;
 - (iv) open the smaller envelopes for one electoral district at a time and examine the ballots in them;
 - (v) examine the ballots and count the vote for the candidates, if,
 - A) the ballot has been marked in one place on the ballot to indicate the candidate of the voter's choice, and
 - B) the candidate of the voter's choice is eligible for election,
 - (vi) set aside any ballot that does not meet the requirements of clause (v);
 - (vii) record the number of ballots counted as votes for each candidate in each election and thereby the number of votes cast for each candidate; and
 - (viii) subject to paragraph (b), determine the candidates who received the largest number of votes in each election.
- (b) If two or more candidates receive the same number of votes in an election, the chief returning officer shall recount the ballots as directed in clauses (16)(a)(v), (vi), (vii) and (viii).
- (c) The counting of the votes shall be secret and conducted so that no person knows for whom any registrant voted.

- (d) A candidate is entitled, in person or by an agent appointed for the purpose by the candidate in writing,
 - (i) to be present and see that the returning officers discharge their duties;
 - (ii) to examine the enclosures that were sent in the larger envelopes to see whether they display the signature, name and registration number of registrants entitled to vote in the election; and
 - (iii) to examine all the ballots in the election to see whether they are to be counted as votes for a candidate.

By-election Where a Tie Occurs

- (17) (a) If following the recount in subsection (16)(b), two or more candidates have still received the same number of votes in an election, the Registrar will hold a by-election in the electoral district in which the tie occurred.
- (b) The candidates in the by-election shall be those candidates who were tied.
- (c) The by-election shall be held according to the College's election by-law as prescribed in subsections (13), (14), (15), and (16).
- (d) In the event that the by-election results in a tie, the Chief Returning Officer, in the presence of the Deputy Returning Officers, shall randomly select one name from a box containing the names of the remaining candidates.

Documentation

- (18) (a) Promptly after completing the count of the ballots, the returning officers shall make and sign, in duplicate, a return of the results of each election, indicating the candidates who were elected and including the total number of votes cast for each candidate and the number of ballots not counted as votes with an indication of the reasons.
- (b) For each election, the returning officers shall retain in one or more containers, which they seal,
 - (i) all the enclosures which were sent in the larger envelopes which do not display the signature, name and registration number of a registrant entitled to vote in the election, or which indicate that a registrant appears to have cast more than one ballot, which shall be kept unopened; and
 - (ii) all ballots, keeping those counted as votes from those not counted.
- (c) One copy of the return shall be placed outside the sealed container containing the ballots counted as votes, and the Registrar shall submit the other copy of the return to the Council at its first meeting after the election.
- (d) Promptly after the return of an election has been made and signed, the Registrar shall,
 - (i) declare the name of the candidate or candidates elected in that election; and
 - (ii) inform, first by telephone or facsimile transmission, and subsequently by mail,
 - A) each candidate of the results of the election and the number of votes cast for each candidate;

- B) the President of the College of the results of each election, the number of votes cast for each candidate and of any other election matter about which the President requests information;
 - C) each elected candidate of the time and place of the first regular meeting of the Council following the election; and
 - D) each defeated candidate that he or she may require a recount.
- (e) The Registrar shall retain all larger envelopes received after two o'clock on the afternoon on the election day, which the Registrar shall mark "Late".
 - (f) The Registrar shall make all declarations in respect of an election in writing, keep them in the records of the College and send a copy of each declaration to the President promptly after making it.
 - (g) Unless a candidate has requested a recount or otherwise challenged an election or its results, the Registrar shall, thirty-one days after the return of an election has been made and signed, destroy all ballots, envelopes and other material from the election other than declarations and the return submitted, or to be submitted, to the Council.

Recounts

- (19) (a) Upon written direction to the Registrar received within thirty days after the date of the return and payment of \$150 to the College, a candidate may require a recount.
- (b) If a candidate requires a recount, the Registrar shall preside over the recount, and shall,
 - (i) appoint a time within fifteen days from the receipt of the direction and place for the recount;
 - (ii) notify all candidates in the election of the fact and date of the recount and that they or their agents are entitled to be present to see the recount and examine the envelopes, enclosures, ballots and other documents;
 - (iii) appoint two other people to participate with the Registrar in the recount;
 - (iv) if the two other people cannot agree whether to count a ballot as a vote, make the decision;
 - (v) if two or more candidates receive an equal number of votes, recount the ballots as directed in clauses (16)(a)(v), (vi), (vii) and (viii);
 - (vi) declare the candidate who received the most votes to be elected to the Council for the electoral district; and
 - (vii) if two or more candidates are still tied following the recount, hold a by-election in accordance with subsection (17).
- (c) If the result of the recount is that the candidate who required the recount is declared elected to the Council for the electoral district, and the Council has acted in accordance with clause (d) (i), the candidate is entitled to repayment without interest of the \$150 required by paragraph (a).
- (d) The Registrar shall report to the Council at its first meeting following any recount the procedures and results of the recount, and the Council shall,

- (i) if satisfied with the results, instruct the Registrar to destroy all ballots, envelopes, enclosures and other material from the election other than the declarations and the return; or
- (ii) decide to hold an inquiry under subsection (20).

Inquiry

- (20) (a) If the Council is of the opinion that there is a reasonable ground for doubt or dispute as to the validity of the election of any member of the Council, the Council shall hold an inquiry and decide whether the election of the member is valid and, if an election is found to be invalid, the Council shall direct another election to be held.
- (b) Any dispute regarding eligibility shall be determined by Council, and the determination of Council is final and binding, without appeal.
- (c) No election is invalid merely because a person has not strictly complied with a requirement of this by-law.

Vacancies

- (21) (a) In this subsection and subsection (22), “an elected member of the Council” includes a person appointed under clauses (23)(a)(ii) or (23)(b) as the successor of an elected member of the Council.
- (b) If an elected member of the Council dies, resigns or is disqualified from sitting on the Council, the President shall declare the office of the member on the Council to be vacant.
- (c) If, during an election for Council, no candidates eligible for nomination in an electoral district have been nominated after two additional calls for nominations, despite subsection (7)(d), the President shall declare the office of the member on Council to be vacant.

Disqualifications

- (22) (a) An elected member of the Council is disqualified from sitting on the Council if the member,
 - (i) ceases to be a registrant of the College;
 - (ii) no longer practises physiotherapy in Ontario or is no longer a resident of Ontario;
 - (iii) is in default of any obligation to the College under the regulations or the by-laws;
 - (iv) becomes the subject of current or pending Discipline or Fitness to Practise proceedings;
 - (v) is found guilty of professional misconduct, incompetence, or to be an incapacitated registrant;
 - (vi) remains or becomes a director, officer, committee member, employee, or holder of any position of decision making influence of any organization of physiotherapists that has as its primary mandate the promotion of the physiotherapy profession;
 - (vii) is found to be mentally incompetent under the *Mental Health Act* or the *Substitute Decisions Act, 1992*;
 - (viii) continues to hold or assumes a position with any organization or group whose mandate or interests conflict with the mandate of the College;

- (ix) fails to attend two consecutive regular meetings of the Council without good reason in the opinion of the Council; or
- (x) fails, in the opinion of the Council, to discharge properly or honestly any office to which he or she has been elected or appointed.
- (b) An elected member of the Council does not become disqualified from sitting on the Council merely because his/her home address registered with the College ceases to be in the electoral district for which he or she was elected.'
- (c) Subsections 22(a)(i), (iv), (v) and (vii) shall result in automatic disqualification.
- (d) Subsections 22(a)(ii), (iii), (vi), (viii), (ix) and (x) shall result in a vote by Council regarding disqualification of the member

Filling Vacancies

- (23) (a) If the office of an elected member of the Council is declared to be vacant and the un-expired term of the member whose office became vacant does not exceed one year, the Council shall,
 - (i) leave the office vacant; or
 - (ii) appoint a successor from among the registrants of the College who would be eligible for election if an election were held.
- (b) If the office of an elected member of the Council is declared to be vacant as a result of subsection (21)(c), the Council shall appoint a successor from among the registrants of the College who would be eligible for election if an election were held.
- (c) If the office of an elected member of the Council is declared to be vacant as a result of subsection (21)(b) and the un-expired term of the member whose office became vacant exceeds one year, the Registrar shall hold a by-election for the electoral district in accordance with this by-law.
- (d) A by-election to fill a vacancy on the Council shall be held on the first Wednesday following ninety calendar days from the day the vacancy was declared or if, in the concurrent opinion of the President of the College and the Registrar, an election on that date is not feasible, on the first Wednesday after that date that is feasible in the opinion of the Registrar.

Electronic Elections

- (24) Despite the provisions of this article, the Registrar may permit registrants to participate electronically in an election where such participation meets the following requirements,
 - (a) the College sends notices to the electronic address provided by the registrant to the College for communications between them;
 - (b) the principle of a secret ballot is maintained;
 - (c) reasonable safeguards are provided to ensure that the person voting is entitled to vote;
 - (d) the electronic communication and voting processes are reliable and secure; and
 - (e) the other essential features of the election-by-mail process are maintained.

ACADEMIC MEMBERS

14. (1) For the purposes of section 6(1)(c) of the Act, two registrants who are members of a faculty of physiotherapy or physical therapy of a university in Ontario who hold certificates of registration authorizing independent practice or academic practice shall be selected in accordance with this section to serve on the Council.
- (2) A registrant is eligible to serve on Council for the purposes of subsection 14(1) if,
- (a) the registrant is not in default of any obligation to the College under the regulations or the by-laws;
 - (b) the registrant is not the subject of a current or pending Discipline or Fitness to Practise proceeding
 - (c) the registrant has not been found guilty of professional misconduct, incompetence, found to be an incapacitated registrant at any time in the six years immediately preceding the date of the appointment;
 - (d) the registrant's certificate of registration has not been revoked or suspended for misconduct, incompetence or incapacity at any time in the six years immediately preceding the date of the appointment;
 - (e) the registrant has not been found to be mentally incompetent under the *Substitute Decisions Act, 1992* or *Mental Health Act*;
 - (f) in the six years immediately preceding the appointment, the registrant's certificate of registration has not been subject to a term, condition or limitation other than one prescribed by regulation;
 - (g) the registrant is not a director, officer, committee member, employee or holder of any position of decision making influence of any organization of physiotherapists that has as its primary mandate the promotion of the physiotherapy profession; and
 - (h) the registrant does not hold a position with any organization or group whose mandate or interests conflict with the mandate of the College.
- (3) One member shall be selected from the university mentioned in Column 1 of the following Table in the corresponding years indicated in Column 2:

Column 1	Column 2
Queen's University	2002 and thereafter every 7 and 8 years alternatively
University of Ottawa	2003 and thereafter every 8 and 7 years alternatively
University of Toronto	1997 and thereafter every 8 and 7 years alternatively
University of Western Ontario	1999 and thereafter every 7 and 8 years alternatively
McMaster University	2000 and thereafter every 8 and 7 years alternatively

- (4) An academic representative of the Council shall be selected in June of the year of his/her selection, and shall have a three-year term of office coincidental with the members of the Council who took up office in the month of his/her selection.
- (5) The physical therapy or physiotherapy faculty at their respective universities shall submit for Council approval the name of a registrant who is interested, willing and available to serve as a member of the Council. The physical therapy or physiotherapy faculty representative may be any member of the group and is not necessarily the chair.
- (6) If a member of the Council selected under this section dies, resigns or becomes disqualified from sitting on the Council in accordance with subsection (7), a replacement shall be selected to serve the balance of the un-expired term of office from among the registrants of the College who are members of the academic faculty of physiotherapy or physical therapy from which the member of the Council was selected.
- (7) A member of the Council selected under this section is disqualified from sitting on the Council if the member,
 - (a) ceases to be a registrant of the College;
 - (b) no longer is a member of the academic staff of the faculty of physiotherapy or physical therapy from which he or she was selected;
 - (c) is in default of any obligation to the College under the regulations or the by-laws;
 - (d) becomes the subject of a current or pending Discipline or Fitness to Practise proceeding
 - (e) is found guilty of professional misconduct, incompetence, to be an incapacitated registrant;
 - (f) remains or becomes a director, officer, committee member, employee or holder of any position of decision making influence of any organization of physiotherapists that has as its primary mandate the promotion of the physiotherapy profession;
 - (g) is found to be mentally incompetent under the *Substitute Decisions Act*, 1992, or the *Mental Health Act*;
 - (h) continues to hold or assumes a position with any organization or group whose mandate or interests conflict with the mandate of the College;
 - (i) fails to attend two consecutive regular meetings of the Council without good reason in the opinion of the Council; or
 - (j) fails, in the opinion of the Council, to discharge properly or honestly any office to which he or she has been elected or appointed.

REMUNERATION OF COUNCIL AND COMMITTEE MEMBERS

15. (1) The amount payable to members of Council and committees, other than persons appointed by the Lieutenant Governor in Council, is in accordance with the policy guidelines of the College.
- (2) Members may be paid for hours spent as preparation time, meeting time and travel time in accordance with the policy guidelines of the College.
- (3) The amount payable for expenses incurred by members of the Council and committees, other than persons appointed by the Lieutenant Governor in Council, is in accordance with the policy guidelines of the College.

INDEMNIFICATION

16. (1) Every officer, employee, agent or appointee, including every member of the Council, and their heirs, executors and administrators, and estate and effects, shall from time to time and at all times be indemnified and saved harmless out of the funds of the College from and against,
- (a) all costs, charges, expenses, awards and damages whatsoever that he/she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him/her, for or in respect of any act, deed, omission, matter or thing whatsoever, made done or permitted by him/her, in or about the execution of the duties of his/her office, and
 - (b) all other costs, charges, expenses, awards and damages that he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges, expenses, awards or damages as are occasioned by his/her own wilful neglect or default.
- (2) The College will purchase and maintain insurance to protect itself and its officers, employees, agents or appointees and to provide coverage for the indemnity referred to in subsection (1).

Part 4—Meetings of Council and Committees

COMPOSITION AND DUTIES OF COUNCIL

17. (1) The Council shall be composed of the registrants elected in accordance with section 13, the faculty members selected in accordance with section 14, and the individuals appointed by the Lieutenant Governor in Council pursuant to section 6 of the Act.
- (2) The Council has the duties set out in section 2.1 of the Code and as set out in these by-laws and the policies of the College.

ANNUAL GENERAL MEETING

18. (1) An annual general meeting of Council shall be called by the President.
- (2) The notice required for an annual general meeting of the Council is set out in section 21.
- (3) The annual general meeting shall be held at the time of the first Council meeting in the new fiscal year, unless otherwise established by the Executive Committee and ratified by the majority of Council members.
- (4) The annual general meeting shall take place in Ontario at a place, date and time designated by the President or the majority of Council members.
- (5) At every annual general meeting in addition to any other business that may be transacted, the following shall be done:
 - (a) the report of the committees established by the Code shall be presented to the Council;
 - (b) the auditor shall present the report of the auditor to the Council; and
 - (c) the auditors for the ensuing year shall be appointed.
- (6) No business may be transacted at the annual general meeting other than the business that is set out on the agenda for the annual general meeting approved by the Council.

REGULAR MEETINGS

19. (1) A regular meeting of Council shall be called by the President.
- (2) The notice required for a regular meeting of the Council is set out in section 21.
- (3) A regular meeting of Council may only consider or transact:
 - (a) matters brought by the Executive Committee;
 - (b) recommendations in reports by committees;
 - (c) motions of which notice of motion was given by a Council member at the preceding Council meeting;
 - (d) matters which the Council agrees to consider by a two-thirds vote of those in attendance and voting; and
 - (e) routine and procedural matters in accordance with the rules of order.

SPECIAL MEETINGS

20. (1) A special meeting of Council may be called by the President or the majority of Council members, who submit to the Registrar a written request for the meeting containing the matter or matters for decision at the meeting.
- (2) The notice required for a special meeting of the Council is set out in section 21.

NOTICE OF MEETINGS

21. (1) Notice of any meeting of Council shall be given in writing to all Council members at least 30 days prior to the proposed date and, where possible, sent by mail, facsimile or similar method. Notice may be sent to Council members by e-mail provide the recipients consent in advance to receipt of notice through e-mail.
- (2) Notice of any meeting of Council shall be provided to all College registrants not less than 30 days prior to the meeting providing them with the date, time, and location of the meeting.
- (3) Where a special meeting of Council must be held with less than 30 days notice, the notice shall identify the specific purpose of the meeting. No subject shall be considered at the meeting unless specifically mentioned in the notice.
- (4) A College employee involved in the activity of a statutory or non-statutory committee shall make reasonable efforts to notify all the committee members of every meeting and to arrange the meeting date and time for the convenience of the committee members.
- (5) Where notice is given by mail the postmark shall constitute the date of notice.
- (6) Reasonable notice of every meeting of Council shall be given to the public and to those individuals required to receive notice under section 7 of the Code.
- (7) Section 7(2) of the Code identifies when the public may be excluded from all or part of any meeting of Council.
- (8) No annual, regular, special, or committee meeting shall be made void because of an inadvertent or accidental error or omission in giving notice. In addition, any Council member may waive notice of a meeting and ratify, approve and confirm any proceedings taken at the meeting.

MEETINGS AND HEARINGS HELD BY TECHNOLOGICAL MEANS

22. (1) Any meeting of the Council or of a committee or of a panel may be held in any manner that allows all the persons participating to communicate with each other simultaneously and instantaneously. Meetings may be held wholly or partly by technological means.
- (2) Hearings may take place in accordance with subsection (1) provided they also comply with the *Statutory Powers Procedure Act*.
- (3) Rules for Discipline and Fitness to Practise hearings can be found in the rules of procedures for the College's Discipline Committee and the *Statutory Powers Procedure Act*.
- (4) Persons participating in the meeting by such means are deemed to be present at the meeting.
- (5) A vote called at a meeting under subsection (1) shall be taken in such a manner as determined by the presiding officer or chair unless a member of the Council, committee or panel of the committee which is meeting requests a roll call vote, in which case, a roll call vote shall be taken.

- (6) Notice of a meeting held wholly by technological means under subsection (1) shall not specify a place for the meeting, but rather the means by which the meeting will be conducted.
- (7) Notice of a meeting held partly by technological means (e.g., to allow participation by some but not all persons) shall specify both a place for the meeting and the means by which the meeting will be conducted.

WRITTEN RESOLUTIONS

23. A resolution in writing, signed by all persons entitled to vote on that resolution at a meeting of the Council or a committee of the College, is as valid as if it had been passed at a meeting except where the RHPA, the Act, regulations, or by-laws require a meeting or a hearing.¹

MINUTES

24. (1) The presiding officer or chair shall cause the proceedings of Council or statutory or non-statutory committee meetings to be recorded.
- (2) The written record of the proceedings of Council or statutory or non-statutory committee meetings when approved at a subsequent Council or statutory or non-statutory committee meeting, subject to any corrections made at a subsequent meeting, is conclusive proof of the accuracy of the contents of every such record.
- (3) After its approval, the written record of every Council or statutory or non-statutory committee meeting shall be retained in keeping with College policies.

RULES OF ORDER

25. Kerr and King's Procedures for Meetings and Organizations, Third Edition, are the rules of order for meetings of the Council and form part of these by-laws

¹ As of September 15, 2011, the only requirement for a meeting is for a hearing under the RHPA.

Part 5—Elected Officers - Appointment

ELECTED OFFICERS

26. (1) The Council shall, at the first meeting following an election of Council members pursuant to Part 3, elect a President and Vice-President to hold office until the first meeting following the next election and, if an election is not so held, the President and Vice-President shall continue in office until their successors are elected.
- (2) The Registrar shall preside over the election of officers. The election of the President and Vice-President shall be by secret ballot using generally accepted democratic procedures and, where more than two Council members are nominated, the nominee who receives the lowest number of votes on each ballot shall be deleted from nomination unless each nominee receives the same number of votes on the ballot, and the procedure shall be followed until one nominee receives a majority of the votes cast. In the event of a tie for three consecutive ballots, the officer shall be chosen by randomly drawing a nominee's name from a box.
- (3) If the office of the President becomes vacant, the Vice-President shall become the President for the un-expired term of the office and the office of the Vice-President thereby becomes vacant.
- (4) The Council shall fill any vacancy in the office of Vice-President at a special meeting that the President shall call for that purpose as soon as possible after the vacancy is declared.
- (5) The office of President or Vice-President becomes vacant if the holder of the office dies, resigns, ceases to be a Council member, or is removed from office. Removal from office is governed by the Code of Conduct and sections 13(22) and 14(8) of these by-laws.
- (6) The President is the most senior official and representative of the College and the Vice-President shall assist the President in the discharge of his/her duties.

DUTIES AND POWERS OF ELECTED OFFICERS

27. (1) The duties of the President are to,
- (a) be cognisant of the affairs of the College;
 - (b) give or cause to be given notice of all meetings of the Council and the Executive Committee;
 - (c) supervise the arrangements for the annual general meeting;
 - (d) preside at all meetings of Council including the annual general meeting, regular meetings, special meetings and meetings of the Executive Committee;
 - (e) ensure that the College is represented at all relevant meetings;
 - (f) ensure that all orders and resolutions of the Executive Committee and Council are carried into effect;
 - (g) act as a liaison between the College and other professional organizations as appropriate; and
 - (h) perform other duties as outlined in the College's governance policies as approved by Council.
- (2) The duties of the Vice President are to,
- (a) act on behalf of the President in his/her absence; and
 - (b) perform other duties as outlined in the College's governance policies as approved by Council.

ELECTION OF EXECUTIVE COMMITTEE MEMBERS

28. Upon completing the election of the President and Vice President, the Registrar will call for nominations for the remaining members of the Executive Committee. The election of the members of the Executive Committee shall be conducted in the same manner as outlined in section 26(2).

CONFLICT OF INTEREST - COUNCIL AND COMMITTEE MEMBERS

29. (1) In this section,

- (a) “conflict of interest” means an actual, potential or perceived Interest of a member that may undermine the impartiality or appearance of impartiality of that member;
- (b) “individual” means either a Council member or a non-Council member;
- (c) “non-Council member” means a registrant of the College who sits on a committee of Council but who is not a Council member;
- (d) “related person” means any person connected with an individual by blood relationship, marriage or adoption, and partners of the individual;
- (e) persons are connected by blood relationship if one is the child or other descendent of the other or one is the brother or sister of the other;
- (f) persons are connected by marriage if one is married to the other or to a person who is connected by blood relationship to the other;
- (g) persons are connected by adoption if one has been adopted, either legally or in fact, as the child of the other or as the child of a person who is connected by blood relationship (other than as a brother or sister) to the other; and
- (h) two persons are partners for the purpose of these by-laws if they have lived together for at least one year and have a close personal relationship that is of primary importance in both persons’ lives.

(2) (a) An individual has a conflict of interest where:

- (i) a reasonable person could conclude that the personal interests of the individual or a related person could influence the individual’s judgment in performing his/her duties;
 - (ii) the individual is not directly involved with the matter and attempts to influence another individual or a member of the staff of the College who is involved with the matter;
 - (iii) there is actual, potential or perceived use of College information by the member for personal gain;
 - (iv) there is an appearance of bias; or
 - (v) the member’s position with another organization affects his/her decision-making abilities.
- (b) An individual who has a conflict of interest in a matter before the Council or a committee other than a registrant matter shall,
- (i) declare the conflict to the President, Registrar or committee chair at the time the individual identifies the conflict;
 - (ii) not participate in the discussion or voting of the matter; and
 - (iii) withdraw from the meeting

- (c) An individual who has a conflict of interest in a registrant matter coming before the Registration Committee, Quality Management Committee, Patient Relations Committee, Inquiries, Complaints and Reports Committee, Discipline Committee or the Fitness to Practise Committee or a panel of the committee shall,
 - (i) declare the conflict to the committee or panel chair at the time the individual identifies the conflict,
 - (ii) disqualify himself or herself from participating as a member of the committee or the panel in respect of that registrant matter;
 - (iii) and withdraw from the meeting or hearing.
- (3) Every member of Council shall act in the best interests of the public receiving physiotherapy services in Ontario, and no member by reason of his/ her appointment shall conduct himself/herself as a representative of any professional, socioeconomic, cultural or geographic group or other constituency.
- (4) It is expected that all members of Council will support a decision that has been made or a policy that has been set by Council.

CODE OF CONDUCT FOR COUNCIL MEMBERS AND NON-COUNCIL COMMITTEE MEMBERS

- 30. (1) Council members and non-Council Committee members shall abide by the Code of Conduct for Council members and non-Council Committee members that is set out in the College's governance policies approved by Council.
- (2) The Code of Conduct for Council members and non-Council Committee members provides the authority for Council to impose sanctions on members of Council or non-Council Committee members who are found to have breached the Code of Conduct.

Part 6—Statutory and Non-statutory Committees

STATUTORY COMMITTEES

31. (1) (a) The Executive Committee shall be composed of five persons of whom,
- (i) at least three are members of the Council who are registrants of the College;
 - (ii) at least one and not more than two are members of the Council appointed to the Council by the Lieutenant Governor in Council.
- (b) In a manner consistent with subsection (1)(a), the President and Vice-President of the College shall be included in the membership of the Executive Committee.
- (c) The President of the Council shall be the chair of the Executive Committee.
- (2) (a) The Registration Committee shall be composed of five persons of whom,
- (i) one is a member of the Council elected to Council by registrants of the College;
 - (ii) one is a member of the Council selected for Council membership by a faculty of physiotherapy;
 - (iii) two are members of the Council appointed to the Council by the Lieutenant Governor in Council; and
 - (iv) one is a registrant of the College who is not a member of the Council.
- (b) Quorum for the Registration Committee shall include a committee member appointed to Council by the Lieutenant Governor and two additional members.
- (c) Quorum for panels of the Registration Committee is indicated in the Code.
- (3) (a) The Inquiries, Complaints and Reports Committee shall be composed of 10 persons of whom:
- (i) three are members of the Council who are registrants of the College;
 - (ii) four are members of the Council appointed to the Council by the Lieutenant Governor in Council, and
 - (iii) three are registrants of the College who are not members of Council.
- (b) Quorum for panels of the Inquiries, Complaints and Reports Committee is indicated in section 25(3) of the Code.
- (4) (a) The Discipline Committee shall be composed of,
- (i) every member of the Council; and
 - (ii) up to five registrants of the College who are not members of the Council.
- (b) Despite clause 4(a)(i), the President shall not be a member of the Discipline Committee.
- (c) Quorum for panels of the Discipline Committee, including for non-hearing matters, is indicated in subsection 38(5) of the Code.

- (5) (a) The Fitness to Practise Committee shall be composed of,
 - (i) every member of the Council; and
 - (ii) up to three registrants of the College who are not members of the Council.
- (b) Despite clause (5)(a)(i), the President shall not be a member of the Fitness to Practise Committee.
- (c) Quorum for panels of the Fitness to Practise Committee is indicated in subsection 64(3) of the Code.
- (6) The Quality Management Committee (being the Quality Assurance Committee as required by the RHPA) shall be composed of six persons of whom,
 - (a) two are members of the Council who are registrants of the College;
 - (b) two are members of the Council appointed to the Council by the Lieutenant Governor in Council; and
 - (c) two are registrants of the College who are not members of the Council.
- (7) The Patient Relations Committee shall be composed of four persons of whom,
 - (a) two are members of the Council who are registrants of the College;
 - (b) one is a member of the Council appointed to the Council by the Lieutenant Governor in Council; and
 - (c) one is a registrant of the College who is not a member of the Council.
- (8) Where one or more vacancies occur in the membership of a committee, the committee members remaining in office constitute the committee so long as their number is not fewer than the prescribed quorum.
- (9) Council may, by resolution, establish non-statutory committees. For each non-statutory committee, Council shall specify in the resolution the duties and responsibilities of the committee, its composition and its termination date or event.

EXECUTIVE DELEGATION

32. The Executive Committee may exercise all the powers and duties of the Council with respect to any matter that, in the opinion of the Executive Committee, requires attention between meetings of the Council except to make, amend or revoke a regulation or by-law imposed by Council or is otherwise restricted to do based on Executive Committee limitations established in the College's governance policies as approved by Council.

NON-STATUTORY COMMITTEES

33. (1) An Audit Committee is appointed by the Council annually in March.
- (2) The Audit Committee is composed of three Council members, at least one of whom is an elected member and one of whom is publicly appointed.
- (3) The Committee shall perform the following responsibilities:
 - (a) review with the auditors their audit plan, including scope, timetable, and fees, and approve same;

- (b) require the auditor to disclose all work provided to the College that has not been approved in advance by the Audit Committee and assess whether the auditor's independence is impaired;
- (c) enquire into the major financial risks faced by the College, and the appropriateness of related controls to minimize their potential impact;
- (d) review audited annual financial statements, in conjunction with the report of the external auditors, and obtain an explanation from management of all significant variances between comparative reporting periods and a response to any identified weaknesses;
- (e) recommend, when appropriate, approval of the financial statements to the Council;
- (f) meet privately with the external auditors (without the presence of management) and with senior management (without the external auditors) to obtain full and frank disclosure about any concerns with the audit process; and
- (g) annually monitor and evaluate the performance of the external auditors and recommend to the Council the appointment of a firm of chartered accountants as the College's external auditors and any changes of external auditors.

APPOINTMENT OF NON-COUNCIL MEMBERS TO STATUTORY AND NON-STATUTORY COMMITTEES OF THE COLLEGE

34. (1) A registrant who is not a member of the Council is qualified for appointment to a committee if, on the date of the appointment,
- (a) the registrant holds a Certificate Authorizing Independent or Academic Practice;
 - (b) the registrant is not in default of any obligation to the College under the regulations or the by-laws;
 - (c) the registrant is not the subject of a current or pending Discipline or Fitness to Practise proceeding;
 - (d) the registrant has not been found guilty of professional misconduct, incompetence, or found to be an incapacitated registrant;
 - (e) the registrant's certificate of registration has not been revoked or suspended for misconduct, incompetence or incapacity at any time in the six years immediately preceding the date of the appointment;
 - (f) the registrant has not been found to be mentally incompetent under the *Substitute Decisions Act, 1992*, or the *Mental Health Act*;
 - (g) in the six years immediately preceding the appointment, the registrant's certificate of registration has not been subject to a term, condition or limitation other than one prescribed by regulation;
 - (h) the registrant is not a director, officer, committee member, employee or holder of any position of decision making influence of any organization of physiotherapists that has as its primary mandate the promotion of the physiotherapy profession; and
 - (i) the registrant does not hold a position with any organization or group whose mandate or interests conflict with the mandate of the College.

- (2) (a) Every appointment to a committee is made in accordance with the College's policies as approved by Council.
- (b) Every appointment to a committee expires each year at the first regular Council meeting following the elections of Council.
- (c) Subject to paragraph (d) below, when a person's appointment to a committee expires, the person is eligible for re-appointment.
- (d) A non-Council member term is limited to a maximum of nine years
- (3) (a) A non-Council committee member is disqualified from being a member of a committee if the registrant,
 - (i) ceases to be a registrant of the College;
 - (ii) is in default of any obligation to the College under the regulations or the by-laws;
 - (iii) becomes the subject of a current or pending Discipline or Fitness to Practise proceeding;
 - (iv) is found guilty of professional misconduct or incompetence or to be an incapacitated registrant;
 - (v) remains or becomes a director, officer, committee member, employee or holder of any position of decision making influence of any organization of physiotherapists that has as its primary mandate the promotion of the physiotherapy profession;
 - (vi) is found to be mentally incompetent under the *Substitute Decisions Act*, 1992, or the *Mental Health Act*;
 - (vii) continues to hold or assumes a position with any organization or group whose mandate or interests conflict with the mandate of the College;
 - (viii) fails to attend two consecutive regular meetings of the committee without good reason in the opinion of the Council; or
 - (ix) fails, in the opinion of the Council, to discharge properly or honestly any office to which he or she has been appointed.
- (4) The determination of the Council as to whether a person is eligible for appointment under subsection (1) or becomes disqualified under subsection (3) is final and without appeal.
- (5) A member of a committee who is a councilor or appointed committee member may be removed from the committee, with or without cause, by a two-thirds majority vote of the councilors present at a Council meeting duly called for that purpose.

SELECTION OF STATUTORY AND NON-STATUTORY COMMITTEES AND COMMITTEE CHAIRS

35. (1) As soon as possible after the annual election of the President, the Vice-President and the Executive Committee, the Executive Committee shall present a slate of recommended chairs and members of each committee to the Council, based on the College's governance policies as approved by Council. The Council shall appoint the chair and members of each committee.

- (2) If any vacancies occur in the chair or membership of any committee the Executive Committee shall recommend a member to serve as a replacement. The Council shall appoint a replacement chair or member after considering this recommendation.
- (3) Where the chair of a committee is unable to act for a matter or a period of time, he or she shall appoint from the committee a person to act on his/her own behalf, failing which the President shall appoint an acting chair from the committee.
- (4) No chair of any committee shall serve more consecutive one-year terms as chair than are permitted in the College's governance policies approved by Council.
- (5) Despite the above, in circumstances of urgency, the Executive Committee can act to immediately fill a vacancy.

STATUTORY AND NON-STATUTORY COMMITTEE PROCEDURES

36. (1) Each committee shall meet from time to time at the direction of the Council or the Executive Committee or at the call of the chair at a place in Ontario, date and time designated by the chair.
- (2) Subject to subsection (3), unless otherwise provided in the RHPA, the Act, or regulations, a majority of members of a committee, or of a panel of a committee, including at least one member of Council appointed by the Lieutenant Governor in Council constitutes a quorum.
 - (3) In exceptional circumstances, the chair of a committee may determine that a committee meeting may proceed without the presence of at least one member of Council appointed by the Lieutenant Governor in Council.
 - (4) The chair or his/her appointee for the purpose shall preside over meetings of the committee.
 - (5) Every question which comes before the committee may be decided by a majority of the votes cast at the meeting (including the presiding officer's) and, if there is an equality of votes on a question, the question shall be deemed to have been decided in the negative.

Part 7 — Registrants' Obligations

THE REGISTER

37. (1) (a) A registrant's name in the register shall be the registrant's full name and consistent with the documentary evidence of the registrant's training.
- (b) The Registrar may direct a registrant's name in the register to be different than the documentary evidence of the registrant's training if the registrant applies and satisfies the Registrar that the registrant has validly changed his/her name since his/her training and that the use of the newer name is not for an improper purpose.
- (c) The Registrar may give a direction under paragraph (b) before or after the initial entry of the registrant's name in the register.
- (2) In addition to the information referred to in subsection 23(2) of the Code, the following information shall be kept in the register,
- (a) The registrant's name and any changes in the registrant's name since his/her training;
- (b) The registrant's registration number;
- (c) If the registrant ceases to be a registrant or has died, an indication specifying the reason the registration terminated or an indication that the registrant has died and the date of death if known;
- (d) Information on a former registrant that was on the register just before the registration terminated, for a period of at least two years after the termination of registration, except for any information related to the registration and discipline history of the registrant in Ontario which shall be entered on the register for a period of fifty years after the termination of registration;
- (e) The name of the school from which the registrant received his/her degree or diploma in physiotherapy and the date the registrant received the degree or diploma;
- (f) All classes of certificate of registration held by the registrant and the dates that each started and terminated;
- (g) The name, business address, and business telephone number of each current and previous place of practice of the registrant;
- (h) An indication of which business address is the registrant's primary business address;
- (i) For every matter that has been referred by the Inquiries, Complaints and Reports Committee to the Discipline Committee under section 26 of the Code and has not been finally resolved, until the matter has been resolved,
- (i) a notation of that fact, including the date of the referral;
- (ii) a summary of each specified allegation; and
- (iii) any hearing dates, including dates for the continuation of the hearing;

- (j) For every matter that has been referred by the Inquiries, Complaints and Reports Committee to the Fitness to Practise Committee under section 61 of the Code and has not been finally resolved, until the matter has been resolved,
 - (i) a notation of that fact, including the date of the referral; and
 - (ii) any hearing dates, including dates for the continuation of the hearing;
 - (k) An indication of the fact and status of any appeal from a decision of the Discipline Committee or the Fitness to Practise Committee and the anticipated date of the hearing, if the date has been set;
 - (l) Any information jointly agreed to be placed on the register by the College and the registrant;²
 - (m) Where the registrant's certificate is subject to an interim order, a notation of that fact, the nature of the order and date that the order took effect;³
 - (n) Where the registrant's certificate of registration is subject to a suspension for failure to pay a fee, the reason for the suspension and the date of the suspension in addition to the fact of the suspension;
 - (o) Where, during or as a result of a proceeding under Section 25 of the Code a registrant has resigned, a notation of that fact;
 - (p) The registrant's name as used in their place (s) of practice;
 - (q) The language(s) in which the registrant is able to provide physiotherapy services.
 - (r) The registrant's area(s) of practice and categories of patients seen;
and
 - (s) Details of the controlled acts (except performing the controlled act of communicating a diagnosis) and other statutorily authorized acts (e.g. procedures described in subsection 6(2) of the *Healing Arts Radiation Protection Act* and procedures authorized to registrants in regulations made under the *Laboratory and Specimen Collection Centre Licensing Act*) that the registrant performs in the course of practicing physiotherapy.
- (3) All the information contained in the register is designated as public for the purposes of paragraph 23-(5) of the Code.
- (4) (a) The Registrar may give any information contained in the register that is designated as public to any person in printed or oral form.
- (b) The Registrar may refuse to allow a person to obtain some or all of the information contained in the register that is designated as public if the Registrar has reasonable grounds to believe that the disclosure of the information may jeopardize the registrant's safety.

² For example, this would usually be in the form of an undertaking (e.g., to not practice alone with women or children, to work only under supervision, to resign and never reapply, etc.).

³ Interim orders are made by the ICR Committee after a matter has been referred to discipline or the Fitness to Practice Committee. Usually these orders involve suspensions or terms, conditions and limitations restricting practice (e.g., need for a chaperone when seeing a child). While it is true that the actual suspension or TCL's would likely be on the register under other provisions, this clause would ensure that the context of the suspension and TCL's is also included.

- (5) A registrant shall provide the following to the College when requested to do so by the Registrar:
- (a) Information required to be contained in the register by sub-section 23(2) of the Code;
 - (b) Information required to be contained in the register by sub-section 29(2) of the College's by-laws;
 - (c) Information that the College is required to collect for the purpose of health human resource planning by the Minister of Health and Long-Term Care by subsection 36.1 of the RHPA;
 - (d) The registrant's date of birth;
 - (e) The registrant's electoral district;
 - (f) The registrant's home address, home telephone number and preferred e-mail address;
 - (g) The business facsimile number and business e-mail address of each current and previous place of practice of the registrant;
 - (h) The registrant's employment information including job title(s), employment categories, employment status, description of the place(s) or employment and area(s) or responsibility;
 - (i) The registrant's practice hours;
 - (j) Whether the registrant's preferred language of communication with the College is English or French;
 - (k) Information about registration with any other professions inside or outside of Ontario;
 - (l) Information about any other jurisdictions in which the registrant is registered as a physiotherapist or physical therapist;
 - (m) Where the College is aware that a finding of professional misconduct or incompetence or similar finding has been made against the member by a body that governs a profession, inside or outside of Ontario, and that finding has not been reversed on appeal,
 - (i) information on the finding;
 - (ii) the name of the governing body that made the finding;
 - (iii) a brief summary of the facts on which the finding was based;
 - (iv) the penalty and any other orders made relative to the finding;
 - (v) the date the finding was made; and
 - (vi) information regarding any appeals of the finding.
 - (n) Where the College is aware that a finding of incapacity or similar finding has been made against the member by a body that governs a profession, inside or outside of Ontario, and that finding has not been reversed on appeal;
 - (i) information of the finding;
 - (ii) the name of the governing body that made the finding;
 - (iii) the date the finding was made;
 - (iv) a summary of any order made; and
 - (v) information regarding any appeals of the finding.

- (o) Whether the registrant successfully completed the examination required for registration and if so, the date;
 - (p) Information about any offense that the member has been found guilty of after June 3, 2009
 - (q) Information about any finding of by a court made after June 3, 2009, of a professional negligence or malpractice against the member.
- (6) A registrant shall notify the Registrar in writing of any change in the following and the effective date of the change within 30 days of the change:
- (a) The registrant's home address, home telephone number and preferred e-mail address.
 - (b) The name, business address, business telephone number, business facsimile number and business e-mail address of each place of practice of the registrant.
 - (c) Legal amendments to the registrant's name.
- (7) This provision took effect at 12:01 a.m. on June 4, 2009.

PROFESSIONAL LIABILITY INSURANCE

38. (1) A registrant must hold professional liability insurance that provides coverage for physiotherapy practice that includes patient care, whether in a paid or volunteer capacity.
- (2) The professional liability insurance coverage referred to in subsection (1) may be obtained by the individual physiotherapist directly or may be provided through the policy of an employing agency so long as it covers the entire practice of physiotherapy by the physiotherapist.
 - (3) The professional liability insurance referred to in subsection (1) must have,
 - (a) a liability limit of at least \$5,000,000 on any one incident; and
 - (b) a \$5,000,000 minimum for the annual policy period for each insured individual.
 - (4) The professional liability insurance referred to in subsection (1) must not be subject to a deductible.
 - (5) The professional liability insurance referred to in subsection (1) must provide coverage for incidents that occurred during physiotherapy practice, even if the claim is not reported until after the physiotherapist has ceased practice to a minimum of 10 years.⁴
 - (6) The professional liability insurance referred to in subsection (1) is subject only to such exclusions and conditions and terms as are consistent with normal insurance industry practices.
 - (7) Within 30 days of any request by the College, a registrant required to hold the professional liability insurance referred to in subsection (1) shall provide current documentary proof, acceptable to the Registrar, that his/her professional liability insurance coverage complies with the requirements set out in this section.

⁴Since many insurance policies do not automatically provide coverage for incidents that occurred during the policy period but were not reported until after the policy ceases or lapses, registrants should investigate and alter coverage as necessary.

CODE OF ETHICS

39. There shall be a code of ethics for registrants of the College which shall be the code of ethics adopted by the Council and which forms part of these by-laws.

FEES – REGISTRATION

40. (1) (a) Upon application for registration, every applicant shall pay a non refundable application fee and a registration fee.

(b) The application and registration fees are as follows:

Application fee	For an initial application or re-application (see exception below)	\$100.00
	For a re-application within one year of the termination date of a certificate of registration issued by this College	No fee
Certificate of Registration Authorizing Independent Practice	For a certificate issued until the next March 31	\$ 635.00
	For a certificate issued for 4 months	\$265.00
Certificate of Registration Authorizing Provisional Practice		\$ 75.00
Certificate of Registration Authorizing Academic Practice		\$ 300.00
Certificate of Registration Authorizing Teaching Practice		\$ 35.00

(2) (a) Every registrant with a Certificate of Registration Authorizing Independent Practice, a Certificate of Registration Authorizing Academic Practice or an Inactive Certificate of Registration shall pay a renewal fee.

(b) The renewal fee is as follows:

Certificate of Registration Authorizing Independent Practice	For a certificate issued until the next March 31	\$ 635.00
	For a certificate issued for 4 months	\$265.00
Certificate of Registration Authorizing Academic Practice		\$ 300.00
Inactive Certificate of Registration		\$ 150.00

- (3) (a) Where a person with a Certificate of Registration Authorizing Independent Practice changes to an Inactive Certificate of Registration, he or she will pay no additional renewal fee for the remainder of the current registration year.
- (b) Where a person with an Inactive Certificate of Registration who has paid a renewal fee of \$150.00 for that year changes to a Certificate of Registration Authorizing Independent Practice, he or she shall pay the applicable fee.
- (4) (a) The renewal fee is due on or before March 31 in each membership year or, in the case of a Certificate of Registration Authorizing Independent Practice issued for four months, four months after its issuance and at any other time specified by the by-law.
- (b) If a registrant holding a Certificate of Registration Authorizing Independent Practice, or Academic Practice or an Inactive Certificate of Registration fails to pay a renewal fee on or before the day on which the fee is due, the registrant shall pay a penalty in addition to the renewal fee, as follows:

Certificate of Registration Authorizing Independent Practice	\$225.00
Certificate of Registration Authorizing Academic Practice	\$100.00
Inactive Certificate of Registration	\$25.00

- (c) (b) does not apply to a Certificate of Registration Authorizing Independent Practice issued for four months
- (5) If the Registrar suspends a registrant's certificate of registration for failure to pay a prescribed fee, the Registrar shall terminate the suspension on payment of
 - (a) the current renewal fee; and
 - (b) any applicable penalties.

FEES – GENERAL

- 41. (1) The Registrar may charge a fee for anything he or she is required or authorized to do under statute, regulations or by-law.
 - (a) The fees for anything the Registrar is required or authorized to do, except for the fees for those things that are prescribed, are the fees set by the Registrar.
 - (b) The prescribed fee for election recounts is \$150.
 - (c) The prescribed fee for providing a notice to a registrant for failure of the registrant to provide information or a form to the College or a committee of the College within 30 days of being requested or required to do so is \$50.00.
- (2) The Registrar may charge registrants a fee for anything that a committee of the College is required or authorized to do under statute or regulations.

- (a) The fees for the following services that committees of the College are required or authorized to do, are:
- (i) For the College Review Program - \$500.00
 - (ii) For an Onsite Assessment - \$500.00 (this does not apply to those registrants who are randomly selected or volunteer for the annual Quality Management Program Competency Assessment process, or who are at the completion of a first cycle of remediation or enhancement at the request of the Quality Management Committee).
 - (iii) For first ten hours of the first cycle of any remediation or enhancement program that a registrant volunteers for or undertakes at the request of the Quality Management Committee – no charge. All successive hours are billed at the rate of \$100.00 per hour.
 - (iv) For any program defined by an order of the Discipline or Fitness to Practise Committee – the cost associated with providing the program to the registrant.
 - (v) For a specified continuing education and remediation program as required by the Inquiries, Complaints and Reports Committee – the cost associated with providing the program to the registrant.
 - (vi) For fees that the member agrees to pay in relation to an Acknowledgement & Undertaking – the cost specified in the written agreement.

Part 8 – Professional Corporations

THE REGISTER

42. (1) In addition to the information referred to in subsection 23(2) of the Code, the following information shall be kept in the register:
- (a) the name of the professional corporation as registered with the Ministry of Consumer and Business Services;
 - (b) any business names used by the professional corporation;
 - (c) the name, as set out in the register, and registration number of each shareholder of the professional corporation;
 - (d) the name, as set out in the register, of each officer and director of the professional corporation, and the title or office held by each officer and director;
 - (e) the principal practice⁵ address, telephone number, facsimile number and email address of the professional corporation;
 - (f) the address and telephone number of all other locations⁶, other than residences of clients, at which the professional services offered by the professional corporation are provided; and
 - (g) a brief description of the professional activities carried out by the professional corporation.
- (2) The information specified in subsection (1) is, to the extent that it is not already mentioned there, additional information referred to in subsection 23(2) of the Code and is designated as public for the purposes of subsection 23(5) of the Code.
- (3) Every registrant of the College shall, for every professional corporation of which the registrant is a shareholder, provide in writing the information required for the register in subsection (1) on the application and annual renewal forms for a certificate of authorization, upon the written request of the Registrar within 30 days and upon any change in the information within 30 days of the change:

FEES – PROFESSIONAL CORPORATION

43. (1) The fee for application for a certificate of authorization, including on any reinstatement of a certificate of authorization, for professional corporations is \$700.
- (2) The fee for the annual renewal of a certificate of authorization is \$250.
- (3) A professional corporation or a registrant listed in the College's records as a shareholder of a professional corporation shall pay an administrative fee of \$50 for each notice sent by the Registrar to the corporation or registrant for failure of the corporation to renew its certificate of authorization on time. The fee is due within 30 days of the notice being sent.
- (4) The fee for the issuing of a document or certificate respecting a professional corporation, other than the first certificate of authorization or one annual renewal of a certificate of authorization is \$25.

⁵ Or "head office"

⁶ Or "of the major location and locations"

Part 9 — Ethics

CODE OF ETHICS

Physiotherapists are responsible for conducting themselves as ethically as possible in every professional practice situation. To assist physiotherapists to determine the most appropriate ethical conduct in situations of uncertainty, the College of Physiotherapists of Ontario has adopted a values-based Code of Ethics and a stepwise decision-making model.

The Code of Ethics reflects physiotherapists' commitment to use their knowledge and expertise to promote high quality, competent and ethical care for patients and thereby instill in the public, confidence in the profession.

The ethical values for physiotherapists in Ontario spell out the acronym R.E.A.C.H. These values should be applied in all aspects of professional practice, particularly in the patient-physiotherapist relationship and when facing an ethical problem or dilemma.

Making ethical decisions is not always easy and can be accompanied by significant discomfort. While the Code of Ethics cannot alleviate this discomfort, adopting the R.E.A.C.H. values and a standard process to analyze a situation will allow physiotherapists to feel more secure in their ability to make the best decision possible and that is also in the best interest of their patients.

There are a variety of ethical decision making models available; and although one version is presented here, physiotherapists should choose a model that is most comfortable for them and meets their professional needs.

Physiotherapists should also understand that while a consistent process can be followed each time an ethical decision is required, the decision or outcome can vary and there can be differences of opinion. It is not expected that there will always be complete agreement as context is critical. The proposed actions to an ethical dilemma can include both those who are in favour and those who are opposed to the decision. Although there may not be complete agreement on one unique line of action, some actions will be more defensible and others will be less defensible.

An online learning module is available on the College website to facilitate understanding of:

- ethics in general
- the ethical values of physiotherapists in Ontario
- how to apply the values and a standardized decision-making process to ensure the best decision possible

The ability to make appropriate ethical decisions that are in the best interests of patients is an essential aspect of professional practice.

ETHICAL VALUES

Respect

Physiotherapists are respectful of the differing needs of each individual and honour the patient's right to privacy, confidentiality, dignity and treatment without discrimination.

Excellence

Physiotherapists are committed to excellence in professional practice through continued development of knowledge, skills, judgment and attitudes.

Autonomy and Well Being

Physiotherapists are at all times guided by a concern for the patient's well-being. Patients have the right to self-determination and are empowered to participate in decisions about their health-related quality of life and physical functioning.

Communication, Collaboration and Advocacy

Physiotherapists value the contribution of all individuals involved in the care of a patient. Communication, collaboration and advocacy are essential to achieve the best possible outcomes.

Honesty and Integrity

Each physiotherapist's commitment to act with honesty and integrity is fundamental to the delivery of high quality, safe and professional services.

STEPS TO ETHICAL DECISION-MAKING

1. **Recognize** that there is an ethical issue – *i.e. something is making you uncomfortable.*
2. **Identify** the problem and who is involved – *What is making you uncomfortable? Who else is involved?*
3. Consider the relevant **facts**, laws, principles and values – *What laws or standards might apply? What REACH value or ethical principle is involved?*
4. Establish and analyze potential **options** – *Weigh possibilities and outcomes. Use your moral imagination.*
5. Choose a course of **action** and implement it – *Are there any barriers to action? What information should be recorded?*
6. **Evaluate** the outcome and determine if further action is needed – *What did you learn? What can you do to prevent future occurrence?*

Part 10 — Council Approval

APPROVED BY COUNCIL ON September 15, 2011 as confirmed by the signatures of the President and Vice-President of the College.

President

Vice-President