

Summary of Changes to CLPNPEI bylaws effective June 28, 2021

AMENDMENTS

The following sections of the Bylaws were amended

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- Section 1.1 - Definitions
- Section 2 - Council
- Section 3 - Nominations

Rationale:

In December 2020 the Regulated Health Professions Act (RHPA) section 7 was amended to remove the Minister from the appointment process of members to Council. The Ministry will now only be involved in the appointment of public representatives.

Other changes to section 7 include ineligibility criteria for council/committee members and the suspension or revocation of an appointment to council. There is also a new bylaw authority in clause 10(1)(c) to deal with the election, appointment, and removal of members to council.

Council reviewed and amended pertinent by-laws to reflect the changes in terminology and process in the amended RHPA.

Please view the amendments to the bylaws that are highlighted in bold text below

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1.1 DEFINITIONS

1.1.1 In these bylaws, unless the context otherwise requires:

- a) “Act” means the Regulated Health Professions Act of Prince Edward Island
- b) **“Candidate” means a member who has applied to serve as a Councillor pursuant to these bylaws who has not yet received an appointment to Council.**
- c) “College” means the College of Licensed Practical Nurses of Prince Edward Island (CLPNPEI).
- d) “Council” means the Council for the College of Licensed Practical Nurses of Prince Edward Island.
- e) “Councillor” means member of the Council. **appointed by the Minister (REMOVE REFERENCE TO MINISTER.**
- f) “Executive Director” means the Executive Director appointed by the Council.
- g) “Good Standing” means the registrant’s registration as a member of the College is not suspended or cancelled or otherwise restricted or limited under the Act or Regulations made thereunder.
- h) “Member” means an individual who is registered in the register of the College of Licensed Practical Nurses of Prince Edward Island.
- i) **“Minister” means the PEI Minister of Health and Wellness; REMOVE**
- j) “Registrar” means the Registrar appointed by the Council.

SECTION 2 – COUNCIL

2.1 INTRODUCTION

2.1.1 Each Councillor, officer, staff member, and committee member must act honestly, in good faith and in the best interest of the College and the public.

2.2 DUTIES OF COUNCIL

2.2.1 Council shall carry out the objectives of the College.

2.2.2 Each Councillor is required to participate as either an executive member or committee member.

2.3 COMPOSITION

2.3.1 The Council shall consist of:

- a) **Six members of the College registered on the general register** and appointed by the **Council**.
- b) Three public representatives appointed by the Lieutenant Governor in Council.
- c) The Registrar (nonvoting); and
- d) The Executive Director (nonvoting).

2.3.2 Members nominated as nominees to Council awaiting appointment shall not be eligible to propose, amend or vote on motions nor will they be permitted to propose agenda items. They may participate in discussions that do not contravene these bylaws or Council policies. (REMOVE)

2.4 TERM OF OFFICE

2.4.1 The term of office for all **Councillors** shall be in accordance with the Act and shall commence from the date of appointment by the **Council** and/or Lieutenant Governor in Council.

2.5 REVOCATION OR SUSPENSION OF COUNCILLOR

2.5.1 Council may submit a request to the **Lieutenant Governor in Council** for the revocation of the appointment of a Councillor, where the Councillor:

- a) fails to attend three consecutive meetings of the Council without, in the opinion of the Council, a reasonable excuse.
- b) is convicted of an offence that, in the opinion of the Council, renders the **Councillor** unsuitable to continue to hold office as a **Councillor**.
- c) commits an act, other than one referred to in clause (b), that, in the unanimous opinion of the other **Councillors** of the Council, undermines the ability of the member to act credibly as a **Councillor**.
- d) is, in the opinion of the Council, unlikely to be able to fulfil the **Councillor's** duties on the Council due to physical or mental incapacity.
- e) where a Councillor submits a letter of resignation.
- f) **Ceases to reside in the province**

2.5.2 Council will consider the revocation of the appointment of a LPN member Councillor, where the Councillor:

- a) fails to attend three consecutive meetings of the Council without, in the opinion of the**

Council, a reasonable excuse.

- b) is convicted of an offence that, in the opinion of the Council, renders the member unsuitable to continue to hold office as a member.**
- c) commits an act, other than one referred to in clause (b), that, in the unanimous opinion of the other members of the Council, undermines the ability of the member to act credibly as a member.**
- d) is, in the opinion of the Council, unlikely to be able to fulfil the member's duties on the Council due to physical or mental incapacity.**
- e) is no longer a member in good standing or registered with the College; or**
- f) where a Councillor submits a letter of resignation.**
- g) Ceases to reside in the province**

2.5.3 Council will suspend the appointment of a member to Council at the time a complaint is made about the member, under the Regulated Health Professions Act or in another jurisdiction until it is resolved.

2.5.4 Council will revoke the appointment of a member to Council at the time the conduct of the member is found to constitute professional misconduct under the Regulated Health Professions Act or in another jurisdiction.

2.6 CODE OF ETHICS

2.6.1 In all of its deliberations, the Council shall be guided by the principal that the protection of the public health shall be of prime consideration, and that the College of Licensed Practical

Nurses of Prince Edward Island Code of Ethics, as approved by the Council, in accordance with the Act and shall be at all times abided by Members and enforced by Council.

2.7 CODE OF CONDUCT AND CONFIDENTIALITY AGREEMENT

2.7.1 Each Councillor, officer, staff member, or committee member is required to read, sign and abide by the Code of Conduct Policy and Confidentiality Agreement as approved from time to time by Council.

2.7.2 A Councillor shall take the Councillor's Oath of Office as follows:

I, [*name*], of [*location of residence*], Province of Prince Edward Island, do solemnly swear that I will faithfully, truly and to the best of my judgement, skill, knowledge and ability execute and perform the duties required as a member of the College of Licensed Practical Nurses of Prince Edward Island that properly relates to my duties as a Councillor. I further solemnly swear that I will not communicate or allow to be communicated to any person

not entitled thereto any and all information related to the Council, nor will I, without due authority, allow such person to inspect or have access to any books or documents belonging to or in the possession of the Council and relation to the operations of the Council, who is not otherwise authorized by law.

2.7.3 The oath of office shall be signed, confirmed and retained by the Registrar with the other books and records of the Council.

2.8 CONFLICT OF INTEREST

2.8.1 Each Councillor, officer, staff member, or committee member is required to read and abide by the Conflict-of-Interest Policy and sign a declaration of understanding as approved from time to time by the Council.

2.8.2 A conflict of interest occurs when a reasonable perception exists that the ability of a Councillor to exercise the official duties of the Council has been affected by the private interest of a Councillor, officer, staff member, or committee member.

2.8.3 Conflict of interest can also be a breach of an obligation to the Council that has the effect or intention of advancing one's own interest or the interest of others in a way that is detrimental to the interests, potentially harmful to the integrity or fundamental mission, of the College.

2.8.4 Each Councillor, officer, staff member, or committee member shall avoid conflicts of interest, including appearances of conflict of interest.

2.8.5 Councillors and College staff shall not advocate for, publicly support, or endorse any nominee during the College nomination process. (REMOVE)

2.9 DECLARATION OF CONFLICT OF INTEREST

2.9.1 A Councillor, officer, staff member, or committee member who has, directly or indirectly, any interest in a proposed contract or transaction to which the Council is to be a party, shall declare his or her interest in the proposed contract or transaction at the meeting at which the proposed contract or transaction is first considered, and shall not take part in any related discussions prior to a review and determination by Council of the existence or perception of any conflict of interest.

2.9.2 A Councillor, officer, staff member or committee member may recuse themselves from any discussion and decision making undertaken by Council if the Councillor so decides that a conflict of interest or reasonable perception of a conflict of interest exists.

2.9.3 Any individual, who has reason to believe that a Councillor, officer, staff, or committee member has a conflict of interest, shall be given an opportunity to state their concerns prior to, or during a meeting.

2.10 OTHER CONFLICT OF INTEREST CONDITIONS

2.10.1 A Councillor, officer, staff member, or committee member shall not solicit or accept a monetary honorarium for giving a presentation or participating in a conference as a representative of the College unless approved by Council. Mementos of nominal value may be accepted.

2.10.2 Where the Council has adopted an official position on a matter, a Councillor, officer, staff member, or committee member shall not engage in oral or written advocacy against the position in any public forum, including, but not limited to, legislative committees and news media aimed at the general public or on-line social media, without the prior approval of Council.

2.10.3 Councillors, officers, staff members, and committee members are required to preserve confidentiality with respect to all information coming to their knowledge in the course of their duties unless Council determines otherwise.

2.11 CONFLICT OF INTEREST OUTCOMES

2.11.1 The validity of the declaration of a conflict of interest shall be determined by Council, with the following options available to the group:

- a) The member shall abstain from all discussion and voting on the declared issue.
- b) The member shall be excused from that portion of the meeting.
- c) The item should be removed from the meeting agenda if it is determined to be inappropriate.
- d) The member shall not participate in the discussion or vote on the declared issue but may be asked for information by the Council if that member has information that may be relevant to the discussion thereby enabling the Council in making an informed decision.
- e) Council determines the conflict of interest is not valid and proceeds with the meeting with the member in attendance.

2.11.2 Where the Council determines that a member, or person acting on behalf of the Council in any capacity, has failed to declare a conflict of interest that is materially detrimental to the interests or potentially harmful to the integrity or fundamental mission, of the College, the Council may:

- a) Request an apology.
- b) **Consider** the immediate revocation of the member in question from Council.
- c) Take any other available measures at law.

SECTION 3 – APPLICATION OF MEMBERS FOR APPOINTMENT TO COUNCIL

3.1 ELIGIBILITY FOR APPOINTMENT TO COUNCIL

3.1.1 Only Members in Good Standing shall be eligible to be appointed to the Council.

3.1.2 Members are not eligible for appointment to Council as Public Representatives are appointed by the Lieutenant Governor in Council.

3.1.3 The following persons are not eligible for appointment to Council or to any Council committees.

- a) **A person who is, or was within the past year, a member of the governing body of an advocacy organization for Licensed Practical Nurses.**
- b) **A person whose conduct was found, within the past year, to constitute professional misconduct or incompetence under the Regulated Health Professions Act or in another jurisdiction.**
- c) **A person who is a respondent in an ongoing complaint under the Regulated Health Professions Act or in another jurisdiction.**

3.2 Applications

3.2.1 Nominations of a candidate for consideration as a Councillor require the written consent of the nominee. (REMOVE)

3.2.2 To be valid, **an application** must be **completed** on the **application** form provided by the College and must be received by the Registrar no later than the date fixed for receiving **applications**.

3.2.3 The Registrar shall, at least 60 days before the completion of a Councillors term, give notice in accordance with the bylaws, to all eligible College Members.

3.2.4 A **candidate** for appointment to Council may, at any time prior to their appointment, give notice in writing to the Registrar of the **candidate's** wish to withdraw their name. The withdrawal becomes effective upon receipt of the notice.

3.2.5 Council shall **review and** select names from the list of candidates for appointment and shall **consider the candidates for appointment to Council**.

3.2.6 Where the number of candidates nominated equals the number of Councillors required, that candidate or those candidates' names shall be considered by Council. The Council Chair shall notify the candidate(s) confirming their appointment, once made.

3.2.7 If the call for **applications** does not produce enough eligible **candidates** to fill the vacancies on Council, the Members shall be so advised, and invited to resubmit **applications**.

3.2.8 If the number of candidates **who apply** remains less than the number of Councillors required, a **Council Vacancy** committee shall be appointed by Council, and **shall recruit** from amongst the eligible members a sufficient number of consenting candidates so that the total **applications** will be at least equal to the vacancies but not greater than twice the number of vacancies.

3.3 VACANCIES DURING TERM

3.3.1 If a pre-term vacancy in Council occurs through death, incapacity, resignation, or otherwise, notice shall be sent to members of the College to seek **candidates** to fill that vacancy and the member appointed by the **Council** shall hold office during the unexpired term of the vacancy.

3.3.2 Where the pre-term vacancy is a public representative Councillor appointed by the Lieutenant Governor in Council, the Lieutenant Governor in Council shall be notified so a replacement can be appointed to hold office for the balance of the unexpired term of the vacancy.