



**College of Massage Therapists of Ontario
By-Law No. 3**

The Election of the Officers of the College

Interpretation

1. Singular and Plural / Gender

In these and all by-laws of the College, the singular shall include the plural, the plural shall include the singular, and any pronouns should include all genders.

2. Consistency with the *Regulated Health Professions Act, 1991 (RHPA, 1991)* and the *Massage Therapy Act, 1991*

All provisions of these and all by-laws of the College shall be interpreted in a manner consistent with the *RHPA, 1991* and the *Massage Therapy Act, 1991* and where any inconsistency is found to exist, the inconsistent provision shall, where practical, be severed from the by-law.

3. Calculating Time

A reference to the number of days between two events means calendar days and excludes the day on which the first event happens and includes the day on which the second event happens.

4. Holidays

A time limit that would otherwise expire on a holiday or a weekend is extended to include the next day that is not a holiday or a weekend.

Definitions

1. In this By-Law, unless otherwise defined or required by the context,

- (A) "**Act**" means the *Massage Therapy Act, 1991*, and includes the regulations made under it;
- (B) "**Appointed Council Member**" means a person appointed to Council by the Lieutenant Governor in Council;
- (C) "**By-laws**" means all by-laws of the College;
- (D) "**Code**" means the *Health Professions Procedural Code*, which is Schedule 2 of the *Regulated Health Professions Act, 1991*;
- (E) "**College**" means the College of Massage Therapists of Ontario (CMTO);
- (F) "**Committee**" means a committee established under section 10 of the *Code* or a committee established under these by-laws;
- (G) "**Committee Member**" means a member of a Committee;
- (H) "**Council**" means the Council established under section 5 of the *Massage Therapy Act, 1991*;
- (I) "**Council Meeting**" means a meeting of Council;
- (J) "**Council Member**" means an elected Council member and/or appointed Council member;
- (K) "**Elected Council Member**" means a registrant of the College elected to Council in accordance with these by-laws, and includes an academic Council member;
- (L) "**Elected Officers**" means the President, Vice President and Executive officers, who are elected by the Council, and who constitute the Executive Committee;
- (M) "**Executive Officer**" is one of the members of the Executive Committee, elected by the Council, and is an officer of the College;
- (N) "**President**" means the President of the College, who is a member of the Executive Committee, elected by the Council, and who is an officer of the College;
- (O) "**Quorum**" means 50% of the Council members plus one;
- (P) "**Registrant**" means a person or health profession corporation registered with the College, as the case may be;
- (Q) "**Registrar**" means the Registrar and Chief Executive Officer of the College or in the case of the absence or inability of the Registrar, the Deputy Registrar of the College and/or includes a person appointed as Interim Registrar by the Council;
- (R) "**Resolution**" means a vote of a majority of those Council members in attendance at the meeting and voting on the resolution, where a quorum is present;
- (S) "**RHPA**" means the *Regulated Health Professions Act, 1991*, including its associated regulations and the *Code*;
- (T) "**Vice President**" means the Vice President of the College, who is a member of the Executive Committee, elected by the Council, and who is an officer of the College.

Any term not defined in this By-Law shall have the meaning provided to it in the *RHPA, 1991* or the *Massage Therapy Act, 1991*.

Officers of the College

2. (A) i. The College shall have four elected officers, including a President, a Vice President and two Executive Officers, whom shall be elected annually from among the members of Council, by all Council members present at the first Council meeting in a calendar year that takes place after the scheduled date for an election of Council members.
 - ii. The Council shall elect the four elected officers in the following order: President, Vice President and two Executive Officers.
- (B) At least two of the officers must be appointed Council members.

Election Procedure

3. (A) At the first regular meeting of Council in a calendar year that takes place after the scheduled date for an election of Council members, the Registrar shall call for nominations of candidates for each of the four elected officer positions.
- (B) If there is only one nominee for a position, that person shall be elected by acclamation.
- (C) If there is more than one candidate for an office, the voting will be conducted by secret ballot, and the results shall be counted, recorded and reported by the Registrar, with the assistance of two non-voting scrutineers appointed by the Registrar, and election to an office is confirmed by a majority of the votes cast.
- (D) Where no candidate receives a majority vote, the candidate receiving the fewest votes shall be disqualified and the Council shall, by secret ballot, vote on the remaining candidates until one candidate receives a majority vote.
- (E) In the event of a tie, the two candidates will be provided with a further opportunity to address Council. The address should not exceed two minutes. Following another elections, if there is a tie in votes cast, the Registrar shall resolve the deadlock by lot.
- (F) Where an issue arises that is not governed by these by-laws during an election, the Registrar shall resolve the dispute in a fair and democratic manner.

Duties of the President

4. (A) The President, with Council, is responsible for fulfilling the mandate, objectives and strategic plans of the College. The President is directly accountable to Council and

indirectly accountable to the government, the public and the profession for the effective governance of the College.

(B) The President's duties include:

- i. Providing effective leadership for Council;
- ii. Presiding as Chair of all Council meetings and Executive Committee meetings, unless another Chair has been appointed;
- iii. Overseeing the operations of Council, including approving the agenda for Council meetings and presenting an Executive Committee report at each Council meeting;
- iv. Working with the Registrar to ensure the efficient conduct of all Council meetings and Executive Committee meetings and that decisions of Council and the Executive Committee are implemented;
- v. Participating in the recruitment and orientation of new Council members, officers, committee members, Chairs and non-Council members;
- vi. Overseeing and ensuring that a process is in place to fairly evaluate the Registrar;
- vii. Representing the College as the authorized spokesperson on Council policies and positions;
- viii. Signing contracts and/or documents on behalf of the College;
- ix. Liaising with the Registrar on any issue relating to the interaction between Council members and College staff; and
- x. Any other duty determined by Council.

Duties of the Vice President

5. (A) The Vice President is directly accountable to Council and indirectly accountable to the government, the public and the profession for the effective governance of the College.

(B) The Vice President's duties include:

- i. Serving on the Executive Committee;
- ii. Any duty delegated by the President;
- iii. Signing contracts and/or documents on behalf of the College; and

- iv. Any other duty determined by Council.

In the absence, inability or refusal of the President to act, the Vice President shall have all the powers and perform all the duties of the President.

Duties of a Council Member

6. (A) The primary functions of a Council member include:

- i. To debate and establish College policy;
- ii. To fulfill the duties as set out in the *RHPA, 1991*; and
- iii. To assist the College in fulfilling its objects under the *RHPA, 1991*.

(B) Council member duties include:

- i. Working with Council to abide by, develop, enforce and propose amendments to:
 - (a) The *RHPA, 1991*;
 - (b) The *Massage Therapy Act, 1991*; and
 - (c) These by-laws;
- ii. Establishing policy, strategic direction and goals of the College, including approving statements of principles and positions related to College policy;
- iii. Supporting and implementing Council decisions;
- iv. Preparing for each Council meeting;
- v. Monitoring the performance of the Registrar through feedback reports prepared by the President;
- vi. Ensuring appropriate succession planning for the Registrar; and
- vii. Any other duty determined by Council.

Term of Elected Officers

7. (A) The term of an elected officer shall be for approximately one year from the date of election as an officer.

(B) The term commences at the Council meeting at which the officer is elected, and

continues until his or her successor is elected at a Council meeting the following year.

Vacancy of Offices

8. (A) If the office of President becomes vacant before the expiry of the term:
 - i. The Vice President shall assume the office of President until the completion of the original term; and
 - ii. The position of Vice President shall be filled by an election at the next meeting of the Council. The person elected to fill the vacancy shall serve out the term of the person being replaced.

- (B) If the office of Vice President becomes vacant before the expiry of the Vice President's term:
 - i. The President shall appoint one of the Executive Officers to assume the office of the Vice President until the completion of the original term; and
 - ii. The position of that Executive Officer shall be filled by an election at the next meeting of the Council. The person elected to fill the vacancy shall serve out the term of the person being replaced.

- (C) If one of the Executive Officer positions becomes vacant before the expiry of her/his term, the position of Executive Officer shall be filled by an election at the next meeting of the Council. The person elected to fill the vacancy shall serve out the term of the person being replaced.

Administration

9. This By-Law shall be administered by the Registrar of the College.

Effective Date

10. This By-Law comes into force on the day enacted.

Enacted November 19, 1999

Amended February 2014, May 2014, November 2019, September 2021