

Prince Edward Island Institute of Professional Planners

# **Administrative Bylaw No.1**

(Pursuant to subsection 7(1) of the *Registered Professional Planners Act, 2018*)

As Approved January 8, 2019

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## Part I-Title

1. This Bylaw may be cited as *The PEIIPP Administrative Bylaw No.1, 2018*.

## Part II-Interpretation

### Section 1: Definitions

1. In this Bylaw:
  - a. "Act" means the *Registered Professional Planners Act, 2018*.
  - b. "API" means the Atlantic Planners Institute.
  - c. "Council" means the Council of the Prince Edward Island Institute of Professional Planners.
  - d. "CIP" means the Canadian Institute of Planners.
  - e. "In Good Standing" means any Regulated Member in any category who has paid all dues, levies and other assessments owing within a period of time established by the Council and who is current with ongoing requirements of membership, if any, and who is not suspended.
  - f. "Institute" means the Prince Edward Island Institute of Professional Planners.
  - g. "Member" means a person admitted as a member of the Institute in any class of membership and who has not ceased to be a member.
  - h. "Non-Regulated Member" means a Pre-Candidate Member, Student Member, or a Subscriber Member.
  - i. "PEIIPP" means the Prince Edward Island Institute of Professional Planners.
  - j. "Registrar" means the Registrar of PEIIPP.
  - k. "Regulations" means the *Registered Professional Planners Act General Regulations, 2018*.
  - l. "Regulated member" means a person admitted as a Candidate Member or a Registered Professional Planner Member.

### Section 2: Purpose of Bylaw

1. This Bylaw is made pursuant to section 7(1) of the Act.
2. The policies contained within this Bylaw are intended to provide broad direction to Council and the Institute's membership, without unduly restricting the discretionary decision-making powers of the current or any future Council.

## Part III-Membership

### Section 1: Categories of Membership

1. Membership in the Institute shall consist of the following categories:
  - a. **Regulated Member**; and
  - b. **Non-Regulated Member**.
2. The Institute has the following classes of **Regulated membership**:
  - a. **Registered Professional Planner**. A "Registered Professional Planner" means any person who has satisfied the Institute's requirements for admission as a Registered Professional Planner and the Institute's requirements for maintaining said membership as set out in

the Act and Regulations and in the Institute's Professional Bylaw 1 and policies. A Registered Professional Planner member is entitled to the following privileges:

- i. to supervise and/or practice professional community planning in Prince Edward Island as defined in the Act;
- ii. use of the title of Registered Professional Planner (RPP) as set out in the Act;
- iii. use of a seal or stamp pursuant to Section 39 of the Act;
- iv. to vote on all matters at Members' meetings; and
- v. to serve on the Council and committees.

b. **Candidate Member.** A "Candidate Member" means any planner who meets the Institute's eligibility criteria for embarking on the RPP certification process as set out in the Act and Regulations and in the Institute's Professional Bylaw 1. The Council may establish policy as to any other rights and obligations for Candidate Members. A Candidate Member must become a Registered Professional Planner within seven (7) years of date of acceptance as a Candidate member. Notwithstanding this, Council may extend this period in extenuating circumstances. A Candidate Member is entitled to:

- i. vote on matters not related to Registration and Discipline at Members' meetings
- ii. serve on Committees not related to Registration and Discipline.

3. The Institute has the following classes of **Non-Regulated membership**:

a. **Pre-Candidate Member.** A "Pre-Candidate Member" means an individual not currently employed in planning, as defined by CIP; or who is currently employed in planning and does not hold an accredited university degree in planning as accredited by the Professional Standards Board and is not currently otherwise eligible to become a Candidate Member. A Pre-Candidate Member is entitled to attend meetings of the Institute but shall have no vote. Individuals may hold membership as a Pre-Candidate for a maximum of two (2) years.

b. **Student Member.** A Student Member means any person who is either: enrolled in a planning school accredited by the Professional Standards Board; or in a related degree program and has declared their intention to pursue a career in Planning or a related field. A Student Member is entitled to attend meetings of the Institute but shall have no vote. Student Members shall be eligible to serve on committees.

c. **Retired Member.** A Retired Member means any person who was a Registered Professional Planner Member and has expressed in writing to Council their desire to retain membership in the Institute but is no longer actively engaged in Planning. A retired member is entitled to attend meetings of the Institute but shall have no vote. Retired Members shall be eligible to serve on committees.

d. **Subscriber Member.** A Subscriber Member means any person who is a non-professional planner and in the opinion of Council has demonstrated significant interest in the field of planning. Subscriber Members are non-voting members. Membership as a subscriber member entitles a person to attend the meetings of the Institute but shall have no vote.

4. Through Council policy, the Institute may introduce other classes and conditions of non-regulated membership, including but not limited to types of honorary membership, and may establish rights and obligations for such members.

## Section 2: Application for Membership

1. Application requirements and specific standards for membership shall be prescribed within this Bylaw, the Institute's Professional Bylaw No.1, the Membership Standards Policy Manual for the Planning Profession and through Council policy.
2. Application for membership shall be made to the Registrar on the forms prescribed by the Council and shall be accompanied by fees established by the Council through policy. Council will review the application and inform the applicant in writing of its decision.
3. Applicants in Good Standing with an Institute in another Canadian province shall be eligible to apply for a transfer of their membership to the Institute.

## Part IV-Meetings of Members

### Section 1: Quorum and Votes

1. A quorum of any meeting of the members shall be 50% plus one of members entitled to vote being present in person as advised by the Secretary.
2. If a quorum is present at the opening of a meeting of members, the members present may precede with the business of the meeting even if a quorum is not present throughout the meeting.
3. At any meeting of members every question, unless otherwise provided for in the Bylaws of the Institute, shall be determined by a majority of the votes cast on the question. In the case of an equality of votes for and against, the President in addition to an original vote, shall have a second or deciding vote.

### Section 2: Annual General Meeting

1. The Institute shall hold an Annual General Meeting, within fifteen (15) months but no sooner than six (6) months after the last preceding annual meeting, at a time and place to be set by the Council at least four (4) weeks prior to the annual meeting.
2. The President shall cause, at least two (2) weeks prior to the annual meeting, notice to be provided by mail or electronic means of the time and place of the annual meeting to every voting member on the register of the Institute. The notice shall indicate matters to be determined at the annual meeting, including the need for the election of members to fill any vacant Council positions under subsection 6(1)(a) of the Act.

### Section 3: Special Meeting of Members

1. A special meeting of the Institute may be demanded upon a written petition signed by five (5) Regulated Professional Planner Members of the Institute who are in Good Standing.

2. The President shall cause, at least two (2) weeks prior to a special meeting, notice to be provided by mail or electronic means of the time and place of the special meeting to every voting member on the register of the Institute and shall indicate in the notice a statement of the purpose of the meeting and that only those matters specified in the statement of purpose may be considered at the meeting.

## Part V-Council and Officers

### Section 1: Council

1. Council is responsible for managing and regulating the affairs and business of the Institute.
2. Council shall have five (5) members in accordance with subsection 6(1) of the Act.
3. Members elected to Council shall assume their position on Council immediately following the Annual General Meeting. In accordance with subsection 6(2) of the Act, the term of office for a member of the Council is three years. A member of Council shall not hold office for more than two consecutive terms. A member having served two consecutive terms on Council may be re-elected to Council after a two-year period of absence. For further clarity, time served by a Council member serving on the initial Council, formed when the Act comes into force to continue until a council is constituted under subsection 6(1) of the Act, does not count towards an individual's term of office.

### Section 2: Officers

1. The Officers of the Institute shall be the President, Secretary and Treasurer, selected from among the members of Council and a Vice-President elected from among the Council if so selected by Council.
2. Officers shall be elected by the Council from among its members at the Council meeting held immediately after the Annual General Meeting.
3. Officers shall be elected annually.
4. The President and at least one other officer must be Registered Professional Planners in Good Standing.
5. All Officers of Council are responsible to prepare and present an annual report for the Institute's Annual General Meeting.
6. The President is responsible to:
  - a. Provide leadership to Council and the Institute's membership;
  - b. Chair all meetings of Council and meetings of the members;
  - c. Ensure day-to-day operations of the Institute are effective, efficient and transparent;
  - d. Act as the spokesperson on behalf of the Institute on planning matter/issues; and
  - e. Maintain liaison with community leaders.
7. The Secretary is responsible to:

- a. Ensure that all documents and records of the Institute are properly maintained and filed in accordance with the requirements of the applicable provincial body;
  - b. Record minutes of Council meetings and the Annual General Meeting; and
  - c. Ensure the By-laws are made available to the public;
8. The Treasurer is responsible to:
  - a. Oversee the financial affairs of the Institute, including the preparation of the annual budget for review and approval by Council and payment of expenses; and
  - b. Monitor and manage the Institute's annual budget and expenditures.

### Section 3: Election to Council

1. This section does not apply to the appointees to Council, as provided for in subsection 6(1)(b) of the Act.
2. At least four (4) weeks prior to the Annual General Meeting, the Secretary shall circulate a notice to all members asking for nominations to Council for any vacancies.
3. Only Regulated Members in Good Standing with the Institute may nominate an individual for Council.
4. No member is eligible to be nominated for a position on Council unless that member is a Regulated Member in Good Standing that resides permanently in Prince Edward Island.
5. All nominations to Council require a mover and seconder who are themselves eligible to vote. An individual may move or second their own nomination to Council.
6. Nominations may be made from the floor at the Annual General Meeting.
7. Pursuant to subsection 6(1)(a) a majority of members of the Institute elected to Council must be Registered Professional Planner Members.
8. If there are more nominations for Council than positions available on Council, an election shall be held. Individuals receiving the most votes shall be elected to Council.

### Section 4: Council Meetings

1. The Council will meet at the call of the President at least four times annually. The President shall cause notice to be provided to all members of Council either by mail or electronic means of the time and place of the meeting of Council. Unless notice is waived by all members of Council, at least 5 days notice shall be required to call a meeting of Council.
2. A quorum for a meeting of Council shall be 50% plus one of the members of Council, not including any vacancies that may exist on Council.
3. If a quorum is present at the opening of a meeting of members, the members present may precede with the business of the meeting even if a quorum is not present throughout the meeting.

4. At any meeting of members every question, unless otherwise provided for in the Bylaws of the Institute, shall be determined by a majority of the votes cast on the question. Each member of Council, except the presiding officer, has one vote and in the event of a tie vote, the presiding officer shall cast the deciding vote.
5. Council members may attend and participate in meetings by phone or other electronic or communications facility that permits all participants to communicate adequately with each other and participate fully in the meeting discussions and decision-making. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of members pursuant to this section who is entitled to vote at that meeting may vote by means of any telephonic, electronic or other communication facility that the Institute has made available for that purpose. The result of this vote shall be as binding on the Institute as if the vote had been decided in regular Council meeting and duly recorded.
6. Electronic votes may occur between Council meetings with the following provisions:
  - a. No more than one item will be submitted at any time to the Council for an electronic vote.
  - b. The motion put to an electronic vote must not be contentious and must not be on a matter which requires extensive Council discussion.
  - c. Any motion put to an electronic vote must have all relevant background material attached so Council members can make an informed decision.
  - d. Board members be given 5 days to review the motion and vote in an electronic vote.
  - e. Electronic voting on any matter shall not proceed if any Council member objects to such method of voting on any issue.
7. A member of the Council, who is unable to attend a meeting of the Council, may, in advance of the meeting, provide their views in writing on any agenda item to the Secretary to be shared at the meeting.

### Section 5: Committees of Council

1. This section does not apply to the statutory committees of the Institute as set out in the Act.
2. Council, from time to time, may refer any matter deemed appropriate to conduct the business of the Institute to a committee.
3. Committees may include any Regulated Member of the Institute, or other persons as appointed by Council.
4. Council will define the composition, powers, quorum requirements and duties of any committee in terms of reference.
5. Committee members shall keep minutes for their meetings and shall report the results of their work as required by Council.



## Part VI-Registrar

1. The Registrar is an individual who shall not be a member of the Institute and who shall be appointed by the Council to serve at the pleasure of the Council pursuant to subsection 8(1) of the Act.
2. The Registrar shall be a non-voting member of Council.
3. The Registrar shall be responsible for all matters related to membership in the Institute. The Registrar shall maintain a register of members by membership category and shall keep accurate records relating to the current membership. The Registrar shall process applications for membership in the Institute for all categories of membership pursuant to the provisions of the Act and Regulations for Regulated members. For non-regulated members, the Registrar shall process applications for membership in the Institute pursuant to any policies or procedures as may be determined by Council from time to time.
4. Pursuant to subsection 8(3) the Registrar shall make the register of current Registered Professional Planners under the Act available to the public.
5. The Registrar shall attend all meetings of the Council, the Professional Standards Committee and all general or special meetings of the members.
6. The Registrar shall make recommendations to the Council on admission to the membership categories in the Institute and forward applications for regulated membership categories to the Council for decision.
7. Pursuant to section 9 of the Act, Council may delegate powers under the Act, or assign other duties and responsibilities, to the Registrar from time to time as Council deems appropriate.

## Part VII-Administration

### Section 1: Signing Officers

1. Council may, by majority vote, appoint three or more members of Council as signing officers. Signing officers are generally the President, Secretary and Treasurer.
2. Council may attach any terms and conditions to the appointed signing officers that Council determines appropriate.

### Section 2: Corporate Seal

1. The Corporate Seal of the Institute shall remain at all times in the custody of the Secretary.
2. The Secretary will certify all documents with the corporate Seal once the document has been executed by the President or other member of Council appointed as a signing officer.

### Section 3: Head Office

1. The head office of the Institute shall be in Prince Edward Island in a location fixed by Council.

## Part VIII-Financial Management

1. The fiscal year of the Institute is from January 1 of each calendar year to December 31 of the same calendar year.
2. The Institute shall conduct an annual financial review and may hire an accredited professional to conduct the annual financial review.
3. The Secretary shall file an annual return, where required, to the appropriate provincial Minister.
4. The Treasurer shall provide members with annual financial statements and a financial report for the current year at the Annual General Meeting.
5. The banking business of the Institute shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Prince Edward Island or elsewhere in Canada as the Council may designate, appoint or authorize from time to time by resolution. The banking business or any part of it shall be transacted by an officer or officers of the Institute and/or other persons as the Council may by resolution from time to time designate, direct or authorize. Any cheque requires the signature of two signing officers.
6. The Council may set a fee for any special Institute activity.
7. Discretionary funds to support professional development opportunities and sponsorship to raise the profile of the Institute and build the public's understanding of the profession will be assessed on an annual basis.
8. All members are required to pay an annual fee to the Institute, which includes the CIP annual fee, if applicable and professional liability insurance premiums, if applicable.
9. The Council shall determine and fix from time to time by majority resolution any annual fees payable by all members and shall also determine the manner in which they may be paid, and the payments, terms or dates required. Members have sixty (60) days from the date of notification of fees owing to pay those fees.
10. Annual membership fees will be calculated to offset the basic operational expenses budgeted for the upcoming fiscal year and maintain the Institute's liability and operations reserve.
11. As part of the annual budget review, the Secretary/Treasurer shall review membership fees for all categories of membership and advise Council of the need for a fee increase 60 days prior to the fiscal year end.
12. Council will make a motion to increase annual membership fees as necessary and advise members at least 30 days prior to the fiscal year end.
13. Professional development opportunities, sponsorship and any other discretionary items will be

from funds generated by the API Regional Conference when held in PEI, workshops and other income generating activities, collected during the previous fiscal year.

14. The Council may cover the expenses of any member of the Institute who acts on behalf of or represents Council.
15. The Council will determine any remuneration for the Registrar, for any staff hired by Council to support its work and for any services rendered by API on behalf of the Institute as agreed to by Council.

## IX-Amendment of Bylaws

1. The bylaws of the Institute may be repealed or amended by resolution enacted Council with the approval of not less than two-thirds of Councillors at a Council meeting.
2. Thirty (30) days in advance of the Council's consideration of a new bylaw or bylaw amendment, the Council will make the proposed new bylaw or bylaw amendment available for member review and comment.
3. The Council will consider all comments received within the review period prior to passing a resolution on a new bylaw or bylaw amendment.

## X-Effective Date

1. This bylaw shall be effective when approved by Council.

CERTIFIED to be Administrative By-Law No. 1 of the Institute, as enacted by the Members of Council of the Institute by resolution on the 8<sup>th</sup> day of January 2019.