



COLLEGE OF AUDIOLOGISTS & SPEECH LANGUAGE PATHOLOGISTS
OF NEWFOUNDLAND AND LABRADOR

The College of Audiologists and Speech-Language Pathologists

NEWFOUNDLAND AND LABRADOR

Administrative By-Laws
JUNE 2025

ADMINISTRATIVE BY-LAWS

- 1) These By-laws are the administrative by-laws of The College, made pursuant to section 31 of the Health Professions Act.

2) DEFINITIONS

In these By-laws:

- (a) “Act” means the Health Professions Act, SNL 2010, c.H-1.02 as from amended and every statute that may be substituted therefore and, in the case of such substitution, any reference in the By-laws of the College to provisions of the Act shall read as references to the substituted provisions therefore in the new statute or statutes;
- (b) “Audiologist” means a person who practices audiology;
- (c) “Audiology” means an autonomous profession that identifies, assesses, diagnoses and treats individuals with peripheral or central hearing loss, tinnitus and balance disorders;
- (d) “Board” means the Board of Directors of the College established under Section 6 of the CASLP-NL Administrative By-laws;
- (e) “Board member” means the Chairperson, the Vice-Chairperson and the other members appointed to the Board in accordance with Section 6 of the Administrative By-Laws or elected to the Board in accordance with Section 7 of the Administrative By-laws;
- (f) “CASLP-NL Administrative By-laws” means these By-laws;
- (g) “Chairperson” means chairperson of the College;
- (h) “College” means the College of Audiologists and Speech-Language Pathologists - Newfoundland and Labrador (CASLP-NL);
- (i) “College member” means a person whose name is entered on the Register as an Audiologist or as a Speech-Language Pathologist, and who has not surrendered their or their certificate of registration or has not had their or their name struck from the Register;
- (j) “Council” means the Newfoundland and Labrador Council of Health Professionals as established under the Act;
- (k) “financial year” means the year defined by Section 11 of the CASLP-NL Administrative By-laws;
- (l) “good standing” means in relation to a College member that the College member’s registration is not subject to a suspension, that the College member’s certificate of registration has not been surrendered, that the College member’s name has not been struck from the Register, and that the College member has paid all outstanding fees due to the Council and to the College;

- (m) “health profession” means a health profession designated in the Schedule as governed by the Act;
- (n) “health professional” means a member of a health profession;
- (o) “Minister” means the minister appointed under the Executive Council Act to administer the Act;
- (p) “prescribed by College” means as prescribed by by-laws or policies made by the College;
- (q) “Province” means Province of Newfoundland and Labrador;
- (r) Register” means the register established under section 13 of the Act, as it pertains to Audiologists and Speech-Language Pathologists;
- (s) “Registrar” means the registrar of health professionals appointed according to the Act;
- (t) “Regulations” means the regulations under the Act as published or from amended and every regulation that may be substituted therefore and, in the case of such substitutions, any reference in the By-laws of the College to provisions of the regulations shall be read as references to the substituted provisions therefore in the new regulations;
- (u) “Speech-Language Pathologist” means a person who practices speech- language pathology;
- (v) “Speech-Language Pathology” means an autonomous profession that identifies, assesses, diagnoses and treats disorders of communication and swallowing;
- (w) “working day” means any day which is not a “holiday” as defined by the Interpretation Act of the Province, and may include a Saturday;

3) COLLEGE

- (a) The College is continued as a corporation without share capital for the purpose of Part XXI of the Corporations Act.
- (b) A person who is registered under the Act as an Audiologist or Speech-Language Pathologist is a College member.
- (c) The objectives of the College are
 - (i) to assure to the general public the proficiency and competency in the practice of Audiology of persons entered on the Register as Audiologists;
 - (ii) to assure to the general public the proficiency and competency in the practice of Speech-Language Pathology of persons entered on the Register as Speech-Language Pathologists;
 - (iii) to regulate and govern persons entered on the Register as Audiologists in the practice of Audiology; and
 - (iv) to regulate and govern persons entered on the Register as Speech-Language Pathologists in the practice of Speech-Language Pathology.

4) ANNUAL GENERAL MEETING OF THE COLLEGE MEMBERS

- (a) The College shall hold an Annual General Meeting, to which all College members in good standing shall be invited.
- (b) The College shall hold an Annual General Meeting no later than May 31 of each calendar year. The Annual General Meeting shall be scheduled for a working day, which may include a Saturday.
- (c) Subject to **subsection 4) (b)** of the CASLP-NL Administrative By-Law, the College sets the place, day and time of the Annual General Meeting.
- (d) The agenda for the Annual General Meeting shall be set by the Board and shall include:
 - (i) a presentation of the financial statements of the College, and a report of the College's Certified Financial Accounting firm for the previous financial year;
 - (ii) the appointment by the College of a Certified Financial Accounting firm to provide quarterly reports, and to complete a yearly compilation and review.
 - (iii) a report on the work of the College in the past calendar year, which may be updated as far as considered practical by the College closer to the date of the Annual General Meeting; and
 - (iv) such other matters as may be determined by the Board.
- (e) The College shall give Notice of the Annual General Meeting to all College members who are currently in good standing, at least 42 working days before the meeting. The Notice shall
 - (i) state the place, date and time of the Annual General Meeting and the agenda for the meeting;
 - (ii) be sent by electronic mail, to the last known address of each College member in good standing on record with the College;
 - (iii) be deemed to have been received by the College member following the sending of the notice in accordance with paragraph 4) (e) (ii) of the CASLP-NL Administrative By-laws, without any obligation on the College to prove actual receipt by the College member; and be posted on the College website.
- (f) Each College member shall be responsible to provide the Council, in writing, of their most current email address.
- (g) The non-receipt of the Notice of an Annual General Meeting by any College member shall not invalidate any appointment made or other business at the Annual General Meeting.
- (h) Each College member in good standing shall have the right to exercise one vote at the Annual General Meeting.
- (i) A quorum for the Annual General Meeting is 10% of the College members in good standing.
- (j) The College may establish a policy regarding information to be made available to the public regarding the Annual General Meeting and the reports delivered at the Annual General Meeting.

5) SPECIAL MEETING OF THE COLLEGE MEMBERS

In addition to the Annual General Meeting, the Board may give notice of and hold a Special Meeting of the College Members, to which all College members in good standing shall be invited. The agenda for a Special Meeting shall be set by the Board, and the provisions of subsections **4 (c), 4 (e), 4 (f), 4 (g), 4 (h), 4 (i), 4 (j) and 4 (k)** of the CASLP-NL Administrative By-laws shall apply. The Board may abridge the notice period for a Special Meeting to less than 42 working days' notice, if deemed necessary by the Board.

6) COLLEGE BOARD OF DIRECTORS

- (a) The College shall be governed by a member-elected Board of Directors consisting of:
- (i) **Chairperson** shall be chief executive officer of the College. It shall be their duty to call all meetings, to set meeting agendas, to book times for meetings, to preside at all meetings of the College and of the Board, to supervise the affairs of the College and to perform such duties as shall be assigned to the Chairperson under or pursuant to the by-laws. The Chairperson shall sit on the Council.
 - (ii) **Vice-Chairperson**, who shall sit on the Board of Directors and assume the duties of the Chairperson as necessary and assume duties as assigned by the Board.
 - (iii) **Treasurer**, who shall be responsible to oversee the collection and disbursement of the funds of the College. The Treasurer is also responsible for ensuring that an accurate account of all financial transactions of the College is kept. The Treasurer shall present the financial statements of the College at the Annual General Meeting, and upon request at any time, provide copies of the financial statements and of the Certified Financial Accounting firm's reports, as presented at the Annual General Meeting, to the Board or to College members. With the approval of the Board, the Treasurer manages financial investments;
 - (iv) **Secretary**, who shall be responsible for the maintenance of records and proper dissemination of information pertaining to the College, including keeping of minutes of all meetings;
 - (v) **Member at Large**, who shall sit on the Board of Directors and assume duties as assigned by the Board of Directors.
 - (vi) One member elected from and by the College Members in good standing will serve as the College Representative to the Council, as contemplated by paragraph 8(1)(a) of the Act, who shall sit on both the Council and the Board of Directors and assume duties as assigned by either entity. .
- (b) Board members are eligible to be re-elected but shall not be a board member for no more than 9 consecutive years, in accordance with the provisions of Section 7 of the Newfoundland and Labrador Council of Health Professionals Administrative By-Laws and with Section 7 of the CASLP-NL Administrative By-laws.

7) ELECTION OF COLLEGE BOARD

a) Election Committee

The Board shall appoint an Election Committee composed of at least three College members in good standing at least one hundred and fifty (150) days prior to the expiry of the applicable term of Board member positions that are to be filled by the election.

b) Notice of Election

- (i) The Election Committee must notify every College member in good standing of an election by delivering a notice at least 120 days prior to the expiry of the applicable term of Board member positions that are to be filled by the election. The Notice shall be sent by electronic mail to the last known address on record with the College of each College member in good standing, or by email if a mailing address has been provided to the College for the purpose of the College communicating with the member. The Notice shall also be posted on the College website.
- (ii) The Notice must contain information about the nomination procedure and the election procedure.
- (iii) The Notice shall be deemed to have been received by the College member on the seventh working day following the sending of the notice in accordance with paragraph 7) (b) (i) of the CASLP-NL Administrative By-laws, without any obligation on the College to prove actual receipt by the College member.
- (iv) The non-receipt of the Notice of an election by any College member shall not invalidate the nomination or election of any Board member.

c) Nomination Procedure

- (i) Any College member in good standing may nominate any other College member in good standing to fill an available position as a Board member through the nomination procedure.
- (ii) In an election, a College member may not be nominated for more than one position available for election.
- (iii) The nomination form, duly completed and signed by the nominating College member, must be received by the Election Committee at the email address specified in the nomination instructions included in the Notice of election, together with a letter of consent from the College member nominated, at least 90 days prior to the expiry of the term of office for which the College member has been nominated.

d) Election Procedure

- (i) The Election Committee and/or website administrator must prepare and send to each College member in good standing a link to a secure voting platform not less than 60 days

prior to the expiry of the term of office. The link to secure voting platform shall be sent by electronic mail to the last known email address on record with the College of each College member in good standing, or by email if a mailing address has been provided to the College for the purpose of the College communicating with the member.

- (ii) The link to secure voting platform shall be deemed to have been received by the College member on the seventh working day following the sending of the link to secure voting platform in accordance with paragraph 7) (b) (i) of the CASLP-NL Administrative By-laws, without any obligation on the College to prove actual receipt by the College member.
- (iii) The non-receipt of an link to secure voting platform by any College member shall not invalidate the election of any Board member.
- (iv) Subject to paragraphs 7) (b) (iv), 7 (d) (ii) and 7 (d) (iii) of the CASLP-NL Administrative By-laws, each College member in good standing is entitled to one ballot per available position.
- (v) For each available position, a College member in good standing may vote in favor of one candidate amongst the eligible candidates indicated on the ballot as running for that position.
- (vi) The Election Committee must not count a ballot unless it is received by the Election Committee, at the address specified in the ballot instructions included with the link to secure voting platform, by the date specified in the ballot instructions which shall be at least 30 days prior to the expiry of the term of office, and unless the ballot is signed by the College member and in all other respects is completed and delivered in accordance with the ballot instructions.
- (vii) Faxed or electronically scanned ballots are acceptable when the name and signature of the member is clearly identified on the ballot, provided they are delivered to the fax number or email address indicated in the ballot instructions, and in all other respects are completed and delivered in accordance with the ballot instructions.
- (viii) Anonymous ballots delivered by hand or mail are acceptable when received in an envelope where the name and signature of the member appears on the face of the envelope, provided they are delivered to the address indicated in the ballot instructions, in the case of hand-delivery are delivered during the office hours indicated in the ballot instructions, and in all other respects are completed and delivered in accordance with the ballot instructions.
- (ix) The eligible candidate receiving the most votes on the return of the ballots is elected to the position.
- (x) In the case of a tie vote, the Election Committee must select the successful candidate by a random draw.
- (xi) The Election Committee must supervise and administer all elections and may establish procedures, consistent with the CASLP-NL Administrative By-laws and as approved by the Board, for that purpose.
- (xii) The Election Committee may determine any dispute or irregularity with respect to any nomination, ballot or election.
- (xiii) When only one College member in good standing is nominated for an available position, the nominee is deemed to be elected by acclamation.

e) Nomination and Election of College Representative

The College Representative shall be nominated and elected in accordance with Section 7 of the Newfoundland and Labrador Council of Health Professionals Administrative By-Laws, using the written call for nomination process, and in accordance with the provisions of section 7 of the CASLP-NL Administrative By-laws, mutatis

mutandis, provided that where necessary the time periods provided in section 7 of the CASLP-NL Administrative By-laws shall be amended to comply with Section 7 of the Newfoundland and Labrador Council of Health Professionals Administrative By-Laws.

f) Terms of Office

- (i) Subject to subsection 7) (e) of the CASLP-NL Administrative By-laws, the term of office for an elected Board member is three years.
- (ii) An elected Board member may serve a maximum of three consecutive terms as a Board member, regardless of the Board office held in any term by that Board member.
- (iii) A period in office as a Chairperson, Vice-Chairperson or College Representative appointed in accordance with paragraph 28 (7) of the Act shall not count as a term of office for the purposes of paragraphs 7) (f) (i) and 7) (f) (ii) of the CASLP-NL Administrative By-laws, nor apply to the maximum period of nine years referred to in subsection 6) (c) of the CASLP-NL Administrative By-laws.
- (iv) The term of office for a College Representative is two years.
- (v) A College Representative may serve a maximum of four consecutive terms as a College Representative.
- (vi) A period of time spent by a College member serving as a Board member shall be counted in determining maximum period of nine consecutive years that a College Representative may serve referred to in **subsection 6) (c)** of the CASLP-NL Administrative By-laws.
- (vii) A period of time spent by a College member serving as a College Representative shall be counted in determining maximum period of nine consecutive years that a Board member may serve referred to in **subsection 6) (c)** of the CASLP-NL Administrative By-laws.

8) REPLACEMENT OF BOARD MEMBERS OR COLLEGE REPRESENTATIVE

- (a) If the Board determines that a Board member or College Representative is not adequately fulfilling the responsibilities of their or their office, a recommendation may be made by the Chairperson to the Board that the Board member or College Representative be asked by the Board to resign.
- (b) If a Board member resigns, dies or becomes incapable or performing their or their duties, the Board of Directors of the college shall appoint a replacement Board member until the term of office of that position expires.
- (c) If a College Representative resigns, dies or becomes incapable or performing their or their duties, the Board of Directors of the college shall appoint a replacement College Representative in accordance with **subsection 7) (e)** of the Administrative By-laws.
- (d) If a Board member or Council Representative loses their status as a College member in good standing, then if he or she does not or cannot restore their good standing status within 30 days of being notified by the Board, he or she shall be deemed to be incapable of performing their duties for the purposes of **subsection 8) (b)** or **subsection 8) (c)**, as applicable, of the CASLP-NL Administrative By-laws.

9) PAYMENTS TO BOARD MEMBERS AND COUNCIL REPRESENTATIVE

- (a) Board members and the Council Representative shall serve without payment for their services or reimbursement for lost wages from other employment. The travel and other expenses of Board Members incurred in respect of their duties in relation to the functions of the Board may be paid or reimbursed by the College, in accordance with the applicable policy established by the Board, but travel and other expenses of the Chairperson, Vice-Chairperson and Council Representative incurred in respect of their duties in relation to the functions of the Council shall not be the responsibility of the College.
- (b) Remuneration of staff and consultants shall be according to scales set by the Board.

10) FEES

- a) Money received by the College

All money received by the College in payment of fees shall be applied solely to discharge the duties of the College under the Act.

- b) Registration Fees

Subject to subsection 10) (a) of the CASLP-NL Administrative By-laws, all money received in payment of registration requirements of professional members shall be applied and invested in accordance with the College's financial policies.

- c) Funds

- (i) All monies received by the College, or by its Board, agents or employees in relation to their respective College functions, shall be receipted and recorded in accordance with the College financial policy, and shall be kept in a secure place until deposited.
- (ii) The banking business of the College or any part thereof shall be transacted with such bank or trust company as the Board may designate, appoint or authorized by resolution and all such banking business or any part thereof shall be transacted on the College's behalf by two or more Board members.

11) FINANCIAL YEAR

The financial year of the College commences on April 1 and ends on March 31 on a given year (rationale: to report on full financial year in AGM)

12) SIGNING AUTHORITY

- a) The Chairperson, or designate as determined by the Chairperson, shall sign all official correspondence.
- b) Two or more Board members shall be designated by the Board as signing authorities for the College's financial transactions. Two signatures shall be required on all financial documents and cheques.

13) MEDIA RELATIONS

- a) The Chairperson or designate as appointed by the Chairperson shall be the spokesperson for the College
- b) The Chairperson or designate as appointed by the Chairperson shall oversee all publications and statements issued on behalf of the College, including use of the name of the College, in any manner whatsoever.

14) ANNUAL REPORT

- a) The annual report presented at the Annual General Meeting shall contain:
 - (i) the College's financial statements, and the report of the College's Certified Financial Accounting firm, for the previous year; and
 - (ii) such other information regarding the operations, objectives and duties of the College as the Board may determine.

15) BOARD MEETINGS

- a) There shall be a minimum of four Board meetings per year, with further meetings convened by the Chairperson, or Vice-Chairperson where the Chairperson is unavailable, as required.
- b) A quorum of the Board is 50% plus one Board member.
- c) Where a quorum of the Board is not present at the opening of, or during, a Board meeting, the meeting may be adjourned to another fixed time and place. All information about an unplanned adjournment must be communicated to all Board members within 24 hours.
- d) Where a quorum of the Board exists, a majority of that number is sufficient to make decisions, and in the event of a tie the Chairperson of the meeting shall cast the deciding vote.
- e) In the absence of either the Chairperson or Vice-Chairperson, the Board members in attendance at a meeting may appoint another member to chair the meeting.
- f) A Board member may, where all Board members at the meeting consent, participate in a meeting of the Board by means of telephone or by electronic means that permits all persons participating in the meeting to communicate with each other.
- g) The Board may allow for voting at a Board meeting in person or by electronic means.
- h) Notice of cancellation of a Board meeting, due to inclement weather or other reasons, should be made by the Chairperson or designate as soon as possible and when possible at least 24 hours before the planned start of the meeting.

16) CONFIDENTIALITY POLICIES

The College shall have a policy to protect the confidentiality of personal health information regarding patients or clients of Audiology and Speech-Language Pathology collected by the College for the purpose of their quality assurance and disciplinary processes.

17) COMMITTEES

- a) The Board may establish standing and ad hoc committees of the College for the purpose of fulfilling the duties and obligations of the College.
- b) A committee of the College shall include at least one Board member and any members of the committee who are College members shall be in good standing. The chair of a committee of the College shall be appointed by the Board, or if not appointed by the Board, shall be proposed by the majority of the committee members for approval by the Board.
- c) A decision of a committee of the College, if duly approved by the Board, shall be considered to be a decision of the College.
- d) Members of committees of the College shall serve for a term of three years or until a successor has been appointed or until their appointment has been terminated by the Board. A committee member shall not serve more than three consecutive terms.

18) GENERAL PROCEDURES FOR COMMITTEES

- a) The chair of a committee, or designate of the chair, calls committee meetings.
- b) Each committee:
 - (i) records minutes of its meetings for review on request by the Board; and
 - (ii) provides reports to each Board meeting, or as otherwise requested by the Board.
- c) A quorum for committee meetings is 50% plus one of the committee members.

19) STANDING COMMITTEES

- a) The Standing Committees of the College are as follows:
 - (i) By-laws Committee, whose function is to review and make changes to the by-laws as deemed necessary by the Board. The committee shall consist of at least three members in good standing.
- b) The Board shall appoint the persons to serve on a standing committee, in accordance with the Act and the CASLP-NL Administrative By-laws.

20) AD HOC COMMITTEES

Ad hoc committees may be appointed by the Board for specific purposes as determined by the Board, or as required under the CASLP-NL Administrative By-laws, but not without the Elections Committee.

21) CODE OF ETHICS

The Code of Ethics establishes the ethical standards of the College and sets out guidelines for the standards of practice and professional conduct by its members. A Code of Ethics for audiology and speech-language pathology is set by the College Board.

22) SCOPE OF PRACTICE AND STANDARDS OF PRACTICE

Members of the College are ethically and professionally bound to provide service that is within the scope of their competence, education and experience. Scopes of Practice for audiology and speech-language pathology are set by the College Board and approved by the council.

The Board, for and on behalf of the College, and as approved by the Council, establishes standards of practice for Audiologists and Speech-Language Pathologists, by by-law made pursuant to section 31 of the Act and sections 25 CASLP-NL Administrative By-laws.

23) QUALITY ASSURANCE

To promote high standards of practice within audiology and speech-language pathology members of the College shall follow the College's Quality Assurance Program.

The Board for and on behalf of the College may approve schools and programs respecting Audiologists and Speech-Language Pathologists, by by-law made pursuant to section 31 of the Act and sections 25 and 26 of the CASLP-NL Administrative By-laws.

24) LIMITATION TO PRACTICE

- a) An Audiologist who is a College member in good standing shall be entitled to practice audiology as a registered audiologist, using the designation "Audiologist". A person shall not practice or offer to practice as an audiologist for gain or reward or use the designation "Audiologist" or words or letters indicative of the designation, or convey the impression that they are practicing as an Audiologist, unless the person is an audiology member, in good standing, of the College.
- b) A Speech-Language Pathologist who is a College member shall be entitled to practice speech-language pathology as a registered speech-language pathologist, using the designation "Speech-Language Pathologist". A person shall not practice or offer to practice as a speech-language pathologist for gain or reward or use the designation "Speech-Language Pathologist" or words or letters indicative of the

designation, or convey the impression that they are practicing as a speech-language pathologist unless the person is a speech-language pathology member, in good standing, of the College.

25) BOARD ACTS ON BEHALF OF COLLEGE

The Board is authorized to act for and on behalf of the College.

26) NOTICE OF BY-LAWS CHANGE IN BY-LAWS

- a) A by-law may be made, amended or repealed at a meeting of the College provided that 30 days' notice, in writing, of the aforementioned actions and of the meeting, is given to College members.
- b) The College shall provide the Council with a copy of a proposed by-law to be made, amended or repealed at least 60 days before it is intended to made, amended or repealed.
- c) Once the by-law is made, amended or repealed, notice shall be given by posting the information on the College's website and providing copies of the by-law, amended by-law or notice of the by-law repeal to each of the College members.
- d) Notwithstanding **subsection 26) (a)** of the CASLP-NL Administrative By-laws, these first CASLP-NL Administrative By-laws shall be initially made by the Board, and be binding upon the Board, the College and College members for the period prior to and including the first Annual General Meeting, after which they will only continue to be binding if ratified at that Meeting.

MOTION TO ADOPT THESE LAWS

That these by-laws of The College be adopted.

Mover: Allison Brennan **Seconder:** Jon Garcin **Adoption Date:** May 9, 2025