

# **The Denturist Society of Saskatchewan**

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## **Administrative Bylaws**

**Denturist Society of Saskatchewan**  
**PART I – ADMINISTRATIVE BYLAWS**  
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## PART I – ADMINISTRATIVE BYLAWS

### Title and Interpretation

1(1) These bylaws may be cited as the administrative bylaws passed in accordance with subsection 15(1) of *The Dental Disciplines Act*.

(2) Any term defined by *The Dental Disciplines Act*, shall have the same meaning when used in these bylaws and, unless the context otherwise requires:

- (a) “**Act**” means *The Dental Disciplines Act*;
- (b) “**administrative bylaws**” means the valid subsisting bylaws of the Society passed in accordance with subsection 15(1) of the Act;
- (c) “**Council**” means Council of the Society as established by the Act and these administrative bylaws;
- (d) “**Intern**” means a person undergoing training to be a Denturist;
- (e) “**regulatory bylaws**” means the valid subsisting bylaws of the Society passed in accordance with subsection 15(2) of the Act;
- (f) “**Society**” means the Denturist Society of Saskatchewan.

### Meetings of Society

2(1) An annual meeting of the Society shall be held in each calendar year at the time and place as may be determined by resolution at a previous annual meeting or failing such resolution as may be determined by the Council.

(2) Notice of any meeting of the Society shall be caused to be given by the Council to all members no less than 14 days prior to the date of any such meeting.

(3) A notice of any special meeting shall state the business to be considered at such meeting. Where no less than 20% of the members entitled to vote have requested the Council to call a special meeting of the Society, the Council shall cause a notice of such meeting to be given no later than 30 days after receiving a request for a special meeting, and the meeting shall be held no later than 30 days after the giving of such notice.

(4) A quorum for an annual or special meeting shall not be less than a majority of its members entitled to vote at such meeting. In the event that a quorum is not present within one hour of the time appointed for the commencement of the meeting, the meeting shall:

- (a) If it is a meeting scheduled for one day: stand automatically adjourned to the same time and day of the following week and the members present at the adjourned time and date constitute a quorum.

- (b) If it is a meeting scheduled for more than one day: stand automatically adjourned to the same time on the following day and the members present at the adjourned time and date shall constitute a quorum.
- (c) A meeting automatically adjourned may form itself into a 'committee of the whole', receive and discuss reports and any other matter usually considered at a general meeting but it may not take a vote or votes that would be binding on the Society.
- (d) An adjourned meeting, while in a 'committee of the whole', may vote to request the President to:
  - (i) submit any question of import to a mailed vote of all members entitled to vote, and
  - (ii) to cancel the adjourned meeting.
- (5) At a meeting of the Society every question shall be determined by a majority of the votes cast on the question. In case of an equality of votes, either upon a show of hands or upon a ballot, the chairman of the meeting shall not be entitled to a second or casting vote.
- (6) Any question at a meeting of the Society shall be decided by a show of hands unless a ballot is demanded as hereinafter provided. Upon a show of hands every person who is present and entitled to vote shall have one vote. Whenever a vote by a show of hands shall have been taken upon a question, unless a ballot thereon is required or demanded, a declaration by the chairman of the meeting that the vote upon a question has been carried and an entry to that effect in the minutes of the meeting shall be *prima facie* evidence of the fact without proof of the number or proportion of the vote recorded in favour of or against any resolution or other proceeding in respect of the said question, and the result of the votes so taken shall be the decision of the Society upon the said questioning.
- (7) On any question proposed for consideration at a meeting of the Society, whether or not a show of hands has been taken thereon, any five (5) members entitled to vote at the meeting may require or demand a ballot. A ballot so required or demanded shall be taken in such a manner as the chairman shall direct. A requirement or demand for a ballot may be withdrawn at any time prior to the taking of the ballot. If a ballot is taken each person entitled to vote at the meeting upon a question shall be entitled to one vote and the results of the ballot so taken shall be the decision of the meeting upon the said question.
- (8) If a meeting of the Society is adjourned for less than thirty (30) days, it shall not be necessary to give notice of the adjourned meeting other than by announcement at the earlier meeting that it is adjourned. If the meeting of the Society is adjourned by one or more adjournments for an aggregate of thirty (30) days or more, notice of the adjourned meeting shall be given as for an original meeting.
- (9) Robert's Rules of Order shall govern procedure where this Act or bylaw is silent.

**Council: Number and Term of Office**

3(1) The Council shall consist of five (5) members elected by the Society in addition to the three (3) members that may be appointed by the Lieutenant Governor in Council.

(2) Elected members of the Council shall be elected at the annual meeting by secret ballot.

(3) Each member of the Council elected by the Society shall hold office for two (2) years or until their successors are elected. A person who is a member of the Council on the day before the coming into force of this bylaw shall continue as a member of the Council until the expiration of the term for which person was elected unless such person either resigns or dies. The initial terms of these members shall end so that three (3) members complete their terms in two (2) years; and two (2) members' terms are complete in one year.

(4) Should a vacancy occur in the elected membership of the Council and the vacancy has been filled by the remaining members of the Council, the term of the person appointed by the Council shall expire upon the expiry date of the term of office of the person who had been elected but ceased to be a councillor by resignation or death.

**Officers**

4(1) The officers of the Society shall be:

- (a) President,
- (b) Secretary,
- (c) Treasurer,
- (d) Registrar.

(2) Officers shall be elected at the annual meeting of the Society by and from among the members of the Council by secret ballot. All officers elected at an annual meeting shall hold office until the following annual meeting or until their successors are elected. Officers of the Council on the day before the coming into force of this bylaw shall continue their terms as officers.

(3) In the case of a vacancy of any office, the Council shall appoint a member of the Council as a replacement for the balance of the officer's term.

(4) The duties of officers shall be those designated by the Council and until duties are so designated, shall be those usually pertaining to such offices.

**Salaried Officers**

5(1) Council may engage any employees that it considers necessary to carry out duties, functions and responsibilities of the Society as may be determined by the Council.

(2) The term of employment of the salaried officers and remuneration shall be determined by the Council.

**Meetings of the Council**

6(1) The quorum for the transaction of business at any meeting of the Council shall be three (3) elected members of the Council.

(2) Subject to subsection 6(3) the powers of the Council may be exercised by resolution passed at a meeting at which a quorum is present or by resolution in writing and signed by all of the Council members entitled to vote on that resolution at a meeting of the Council. Where there is a vacancy in the Council, the remaining members may exercise all of the powers of the Council so long as a quorum remains in office.

(3) If all the members of the Council consent, a member of the Council may participate in a meeting of the Council or a committee of the Council by means of telephone or other communication facilities as permit for all persons participating in the meeting to hear each other, and a member of the Council participating in such a meeting by such means is deemed to be present at the meeting. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the Council and of committees of the Council held while the member remains on the Council.

(4) Meetings of the Council may be held at any place in or outside Canada.

(5) Meetings of the Council shall be held from time to time at such place as the president, or three elected members of the Council may determine.

(6) Notice of the time and place of each meeting shall be given in the manner provided in subsection 10(1) to each member of the Council not less than 48 hours before the time when the meeting is to be held. A notice of a meeting of the Council need not specify the purpose of or the business to be transacted at the meeting. A meeting of the Council may in any manner waive notice of or otherwise consent to a meeting of the Council.

(7) The Council may appoint a day or days in any month for regular meetings of the Council at a place and hour to be named. A copy of any resolution of the Council fixing the place and time of such regular meetings shall be sent to each member of Council forthwith after being passed but no other notice shall be required for any such regular meeting.

(8) The president shall be chairman of a meeting of the Council. In his or her absence, the members of the Council present shall choose one of their numbers to be chairman.

(9) At all meetings of the Council every question shall be decided by a majority of the votes cast on a question. In case of an equality of votes, the chairman of the meeting shall not be entitled to a second or casting vote.

(10) A member of the Council who is a party to, or who is an officer of or has a material interest in any person who is a party to a material contract with the Society or who will be affected by the subject matter before the Council to a greater extent than other members of the Society shall disclose the nature and extent of his or her interest or conflict at the time and such member of the Council shall not vote on any such resolution or approve the same.

- (11) The members of the Council shall be paid:
  - (a) such remuneration for their services as Council may determine from time to time, and
  - (b) reimbursement of any necessary travel or other expenses.

**Committees**

- 7(1) The Council may appoint a committee of its members, either elected or appointed, and delegate to such committee any of the powers of the Council except those that, under the Act, a committee of members of the Council has no authority to exercise.
- (2) The powers of a committee of the Council may be exercised at a meeting at which a quorum is present or by resolution in writing signed by all the members of such committee who would have been entitled to vote on that resolution at a meeting of the committee. The meetings of such committee may be held at any place in or outside Canada.
- (3) The Council may from time to time appoint such other committees as it may deem advisable, but the function of any such other committees shall be advisory only.
- (4) Unless otherwise determined by the Council, each committee shall have the power to fix its quorum at not less than a majority of its members, to elect its chairman and to regulate its procedure.

**Quality Assurance Committee**

- 7.1(1) The Society may establish a quality assurance committee consisting of at least three persons appointed by council.
- (2) The majority of quality assurance committee members shall be practicing members.
- (3) One of the members of the quality assurance committee shall be the Registrar.
- (4) Discipline committee members are not eligible to serve on the quality assurance committee.
- (5) Subject to the Act and the bylaws, the quality assurance committee shall appoint a chairman from among its members and make rules regulating its business and proceedings.

**Quality Assurance**

- 7.2(1) To promote and maintain the competence and proficiency among the members of the society, the quality assurance committee shall establish guidelines for continuing education including, but not limited to:
  - (a) Approve and assign value (credits) for all forms of continuing education.
  - (b) Prescribe the minimum amount of credits a member must achieve and maintain.

- (c) Establish any fees to be paid by members for continuing education programs offered by the Society.
  - (d) Establish protocols for members to report continuing education credits to the quality assurance committee.
- (2) The quality assurance committee shall establish standards for proper and adequate patient record keeping.
- (3) The quality assurance committee shall establish guidelines for the inspection of the premises of all members including, but not limited to:
- (a) Infection control.
  - (b) Advertising standards.
  - (c) Patient record keeping.

**Protection of Members of the Council, Officers and Others**

8(1) No member of the Council or officer shall be liable for the acts, receipts, neglects or defaults of any other member of the Council or officer or employee or for joining in any receipt or other act for conformity, or for joining in any receipt or happening to the Society through the efficiency or deficiency of title to any property acquired for or on behalf of the Society, or for the insufficiency or deficiency of any security in or upon which any of such monies of the Society shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the monies, securities or effects of the Society shall be deposited, or for any loss occasioned by any error of judgment or oversight on his or her part, or for any other loss, damage or misfortune whatsoever which shall happen in the execution of the duties of his or her office or in relation thereto, unless the same is occasioned by his or her own wilful neglect or default provided nothing herein shall relieve any member of the Council or officer from the duty to act in accordance with the Act and the regulations thereunder or from liability for any breach thereof.

(2) The Society shall indemnify a member of the Council or officer, or a former member of the Council or officer who acts or acted at the Society's request as a director or officer of a body corporate of which the Society is or was a shareholder or creditor (or a person who undertakes or has undertaken any liability on behalf of the association or any such body corporate) and his or her heirs and legal representatives, against all costs, charges and expenses including an amount paid to settle an action or satisfy judgment, reasonably incurred by him or her in respect to any civil, criminal or administrative action or proceeding to which he or she is made a party by reason of being or having been a member of the Council or officer of the Society, if:

- (a) he or she acted honestly and in good faith with a view to the best interests of the Society; and
- (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he or she had reasonable grounds for believing that his or her conduct was lawful.

(3) The Society may purchase and maintain such insurance for the benefit of the members of the Council, committee members, and officers as the Council may from time to time determine.



**Notices**

9(1) Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served) pursuant to the Act and the regulations thereunder, the bylaws or otherwise to a member of the association, member of the Council or officer, auditor or member of a committee of the Council shall be sufficient given if personally served on the person to whom it is to be given or if delivered to his or her recorded address by any means of prepaid transmitted or recorded communication including facsimile transmission. A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid. A notice so mailed shall be deemed to have been given when deposited in a post office or applicable letter box and a notice so sent by any means of transmission or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The Registrar may change or cause to be changed the recorded address of any member of the Society or any member of the Council in accordance with any information believed by him or her to be reliable.

(2) In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included.

(3) The accidental omission to give any notice to any member, member of the Council, officer, auditor or member of a committee of the Council, or the non-receipt of any notice by any such person or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

**Register of Members**

10 The Registrar shall cause to be kept a book or register to be known as the "Saskatchewan Denturist Register" and hereinafter call the "Register" in which shall be entered the name, address and category of memberships of every member of the Society and all of the changes occurring in membership and addresses.

**Business of Association**

11(1) Until changed by resolution of the Council, the registered office of the Society shall be at 803 Glasgow Street, Saskatoon, Saskatchewan, S7J 0N8.

(2) Council may at the annual meeting, specify the change of address of the registered office for the next fiscal year.

(3) The fiscal year of the society shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.

(4) The seal of the Society shall contain "The Denturist Society of Saskatchewan". The Registrar shall be charged with custody of the seal.

(5) The members of the Council shall have the power from time to time by resolution to appoint any officer or officers, person or persons on behalf of the Society either to sign contracts, documents or other instruments in writing generally, or sign specific contracts, documents or other instruments in writing. The seal of the Society may, when required, be affixed as aforesaid, by an officer or officers, person or persons, appointed by resolution of the Council.

(6) The banking business of the Society, including without limitation, the borrowing of money and giving of security therefore, shall be transacted by such banks, trust companies or other bodies corporate or organizations as may from time to time be designated by or under the authority of the Council. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegations of power as the Council may from time to time prescribe or otherwise.

**Examination Fees**

**12** The examination fees which are non-refundable, as set out in Appendix “A”, payable to the Society shall accompany application.

**Annual Membership Licence Fees**

**13(1)** The annual licence and membership fee for the different categories of membership shall be set out in Appendix “B”.

(2) The Council may by way of resolution pro-rate, waive or reduce the amount of any applicable fees set out in Appendix “B” where in the opinion of the Council circumstances or facts exist which in fairness and reasonableness, consistently applied, justify a pro-rating, waiver or reduction and the amounts set out in such resolution of the Council shall stand in the place of the applicable fee set out in Appendix “B”.

(3) All licences, unless an earlier date is specified shall expire on December 31<sup>st</sup> of each year, and the Registrar shall, not less than 45 days prior to such expiry date, forward to each member an application for renewal of any licence for the ensuing year.

(4) The Registrar shall also cause notice of the required annual fees to be given to each member before November 7<sup>th</sup> of each year. The annual fees must be paid on or before December 15<sup>th</sup> for the succeeding calendar year.

(5) Any member who has not paid the annual licence fee on or before December 15<sup>th</sup> shall pay a late fee of \$5.00 per day for each day it is overdue.

(6) Every member shall, upon payment of the annual licence fee, be issued an annual practising licence. The licence shall remain the property of the Society and must be returned if the member’s licence is suspended or revoked.

(7) If a member fails to renew a licence and pay the required annual fees and late fees (if any) on or before December 31<sup>st</sup> in any year, the member becomes, effective January 1<sup>st</sup>, a disqualified member and the Registrar shall forward a notice in writing by registered mail to the member on or before January 15<sup>th</sup> advising the member that his or her licence and membership in the Society has expired.

(8) A Member who has been disqualified for non-payment of fees must follow the procedures for reinstatement set out in the Regulatory Bylaws. If a disqualified member fails to apply for reinstatement by the end of the practice year in which he or she became a disqualified member, he or she ceases to be a member and his or her name shall be struck from the register.

**Forms**

- 14(1) The prescribed form for registration as a Resident Practising member shall be Form 1.
- (2) The prescribed form for registration as a Non-resident Practising member shall be Form 2.
- (3) The prescribed form for registration as an Intern member shall be Form 3.
- (4) The prescribed form for registration as a Non-Practising Retired member shall be Form 4.
- (5) The examination regulation set out in the Regulatory Bylaws, shall be applicable to the examinations required to be completed by applicants for registration. The prescribed form for application to sit for the Denturist Society of Saskatchewan Examination shall be Form 5.
- (6) The prescribed form for application for Reinstatement of membership shall be Form 6.
- (7) The prescribed form for Members Annual Practice Declaration shall be Form 7.
- (8) The prescribed form for Application of Assessment of Credentials shall be Form 8.

**Coming into Force**

- 15 This Bylaw shall come into force on the day that *The Denturist Act* is repealed.

**APPENDIX A**

**EXAMINATION FEES 2011**

Written Exam	Complete dentures	\$ 250.00 + GST
Written Exam	Partial dentures	\$ 250.00 + GST
Practical Exam	Complete dentures	\$1200.00 + GST

**APPENDIX B**

**MEMBERSHIP FEES 2011**

Form 1	Resident practising member	\$500.00 + GST
Form 2	Non-resident practising member	\$500.00 + GST
Form 3	Intern member	\$200.00 + GST
Form 4	Retired non-practising member	\$200.00 + GST
Form 5	Application to sit exam (non-registered member)	\$750.00 + GST
Form 6	Reinstatement of membership	\$200.00 + GST
Form 7	Members Annual Practice Declaration	\$1200.00 + GST
	Malpractice insurance	\$145.00
Form 8	Credentials/Qualification Assessment	\$500.00 + GST