

**BYLAWS OF THE NEWFOUNDLAND and LABRADOR MASSAGE
THERAPISTS' ASSOCIATION, INC.**

P.O. Box 23212, Churchill Square, St. John's, NF. A1B 4J9 Tel: 726-4006
As amended to November 2016

ARTICLE I CATEGORIES OF MEMBERSHIP

The memberships of the Association shall consist of Active, Student, Honorary, Associate and Inactive.

Sect. 1 ACTIVE MEMBER

Revised Active Membership clause,

1. The Executive may admit a person as an active member where the Executive is satisfied that the applicant:

- (a) Is a registrant of the College
- (b) Holds a valid certificate of an approved course in First Aid and CPR.

2. Every active member of the NLMTA as of October 21st 2006 shall continue to be an active member as long as they pay all dues or fees payable pursuant to the constitution and by-laws, unless they are suspended or expelled from the College, pursuant to the Act; then they are no longer an active member of the NLMTA.

Sect. 2 STUDENT MEMBERS

A student member is a person who:

- (a) Is registered as a student in recognized Educational Institution preparing persons toward licensure as a Massage Therapist.
- (b) Has paid the required fee to join the Association. Such fee to cover the entire period of time they are students (as per paragraph (a) above) and further such fee to be applied to Active membership upon application during the first year following graduation.

Sect. 3 HONOURARY MEMBER/Consultant

Persons who may or may not be massage therapists may from time to time be invited by the executive or the membership to serve as honorary members for a one year period, renewable at the invitation of the executive. Honorary consultants may be asked to help represent the Association before governmental or professional bodies and to promote the goals of the Association. The names of persons proposed as Honorary Members shall be voted on at an Executive meeting where an affirmative vote of seventy-five percent of the Executive present at the meeting is required to support a candidate. Honorary consultants

are entitled to a remuneration agreed upon by the Executive.

Sect. 4 ASSOCIATE MEMBER

Associate members are those persons or organizations that are not massage therapists but who support the aims and purposes of the Association and who are willing to pay the required dues as per ARTICLE IV.

The names of persons proposed as Associate Members shall be voted on at an Executive meeting where an affirmative vote of seventy-five percent of the Executive present at the meeting is required to support a candidate.

Sect. 5 INACTIVE MEMBER

An inactive member is any member who declares in writing at the time of the application and renewal thereafter that they are no longer in active practice.

ARTICLE II RESPONSIBILITIES OF MEMBERS

It shall be the responsibility of each member to:

- (a) Support and promote the purposes of the Association and agree to abide by the Constitution, Bylaws, Code of Ethics, and Policies of the NLMTA/CMTNL as well as to abide by the Act governing the practice of Massage Therapy in NL and the conditions and regulations associated with the Act.
- (b) Pay membership dues to the Association as required under ARTICLE IV of these By-laws.
- (c) Notify the Secretary of the Association in writing/email of any change of address or telephone number within 30 days of such a change.

ARTICLE III RIGHTS AND PRIVILEGES OF MEMBERS

Sect.1 All members are entitled to:

- (a) Attend all General Meetings of the Association.
- (b) Attend all Association functions such as seminars, workshops and conventions at the preferential rate set by the Executive.

- (c) Receive copies of all notices and publications issued by the Association.
- (d) Receive a copy of the Constitution, upon joining.
- (e) Be selected by the Executive to serve on the various standing and ad hoc committees performing Association business.

Sect. 2 In addition to the rights and privileges listed in Section 1 of this Article, Active members only are entitled to:

- (a) Be nominated for, and if elected, to serve on the Executive Committee.
- (b) Move or second motions for the consideration of the membership, or nominate persons for membership to the Executive.
- (c) Vote on any and all matters requiring same.
- (d) Receive a Certificate of Active Membership with the appropriate seal.

ARTICLE IV MEMBERSHIP DUES

Sect. 1 The dues of an Active member shall be determined by majority vote of the Executive, such decision to stand unless and until changed by a majority vote of the Active members at the next General Meeting

Sect. 2 Dues of Associate, Student and Inactive members shall be an amount agreed upon by the Executive.

Sect. 3 Honorary Members/Consultant who is not RMT's shall be exempt from payment of all dues.

Sect. 4 A member who resigns, is suspended or is expelled from the Association is not entitled to a refund of any part of dues paid.

ARTICLE V MEMBERSHIP YEAR

Sect. 1 The membership year shall be from October 1 to September 30.

Sect. 2 Dues for a given year shall be received by the Treasurer not later than midnight Sept. 30th.

Sect. 3 Members in arrears after October 1, shall have all rights and privileges, including voting privileges and Liability Insurance suspended, the CMTNL will be notified.

ARTICLE VI DISCIPLINE

Sect. 1 Complaints made for any reason, must be made in writing, signed by the person making the charge, and forwarded to the College for action.

Sect. 2. A suspended member forfeits all rights and privileges during the time of their suspension.

Sect. 3 After Oct 1 an individual will be given written notification by registered mail of their lapsed membership from the College. This notification will be sent to their last known mailing address. The Association will also request the return of their Membership Certificate.

ARTICLE VII EXECUTIVE: QUALIFICATIONS, TENURE AND DUTIES

The Executive shall consist of a President, Vice President (President-Elect), Secretary and Treasurer, or Secretary –Treasurer, if such a position exists.

Sect. 1 No person shall be elected to the Executive Committee who is not an Active member in good standing with the Association. The President only, must have served on the Executive Committee in some other capacity for at least one year.

Sect. 2 The President and the Vice-President (President Elect) shall be elected to a 3 year term, for up to 3 terms, to a maximum of 9 years

Sect. 3 The President shall be the Chief Executive Officer of the Association, and their duties shall include:

- (a) Presiding over all Executive and General Meetings.
- (b) Casting the deciding vote at these meetings, in case of a tie.
- (c) Deciding all questions of order, such decisions to stand unless overruled by a vote of not less than two-thirds of the Active members present.
- (d) Enforcing the By-laws of the Association.
- (e) Countersigning all cheques exceeding an amount to be set by the Executive, after approval by a majority of the Executive present at an Executive Meeting.
- (f) Representing the Association.
- (g) Serving as an ex-officio member of any and all sub-committees as the Executive may appoint.

(h) The President shall become the Past President at the end of their term,

Sect. 4 The duties of the Vice-President (President-Elect) shall include:

- (a) Assisting the President.
- (b) Performing the duties of the President at such times as the President is temporarily unable to act.
- (c) Calling special meetings when warranted.
- (d) Co-coordinating the work of such committees as the Executive may appoint.

Sect. 5 The duties of the Secretary shall include:

- (a) Keeping exact minutes of all Executive and General Meetings.
- (b) Notifying the membership of the date, agenda, time and location of all General Meetings at least 30 days before such meetings.
- (c) Assuming responsibility for all routine correspondence of the Association.
- (d) Maintaining an accurate and up-to-date record of members, their status, addresses and telephone numbers.
- (e) Recording the attendance of the Executive and reporting same to all General Meetings.
- (f) Receiving notices of proposed amendments to the Constitution, and forwarding same to the Executive.
- (g) Sending to new members a Certificate of Active Membership and a copy of the Constitution.
- (h) Maintaining an up-to-date record of all amendments to the Constitution.
- (i) In the absence of both the President and Vice-President, the secretary will countersign all cheques requiring two signatures.

Sect. 6,The duties of the Treasurer shall include:

- (a) Sending, with the co-operation of the Secretary, notices to members of upcoming dues; such notices shall be sent on or before June 30th.prior to the

beginning of the next membership year.

(b) Receiving said dues and issuing receipts.

(c) Assuming custody of all monies, funds and securities belonging to the Association.

(d) Maintaining a bank account in a chartered bank of Canada in which all such funds, monies and securities shall be kept.

(e) Keeping an accurate and up-to-date record of all monies received and disbursed, including the reasons for disbursement.

(f) Issuing all cheques of the Association, obtaining the approval of a majority of the Executive and the counter-signature of the President for all cheques exceeding an amount to be set by the Executive.

(g) Having available for inspection at all times, for the Executive or for any person authorized in writing by the Executive, all books, records and papers pertaining to the finances of the Association.

(h) Co-operating with any auditor appointed by the Executive to inspect and audit the financial books, records and papers of the Association.

(i) Provide a written summary of the finances of the Association to the membership at all general meetings and at any other time when requested to do so by the Executive.

Sect. 7 The duties of the Directors shall include:

(a) To attend and participate in regular meetings of the Executive Committee.

(b) To fulfill appropriate responsibilities on various Sub-committees defined by the Executive.

(c) To attend and participate in general meetings of the Association.

Sect. 8, It shall be the duty of the Immediate Past President to advise the President and to lend to the Executive the benefit of his or her experience.

ARTICLE VIII REMOVAL OF EXECUTIVE

Sect.1 Where a member of the Executive Committee has missed two consecutive meetings of the Executive Committee, or has missed three in the course of a year, and does not have reasons acceptable to that Committee, their position shall be declared vacant.

Sect.2 At any general meeting, any Active member may move a vote of non-confidence in any or all of the Executive. If this vote is passed by not less than two-thirds of the Active members present, the office (s) shall be considered vacant and elections shall be held forthwith.

ARTICLE IX VACANCIES IN THE EXECUTIVE COMMITTEE

Sect. 1 Any assumption of office, resulting from mid-term vacancies in the Executive Committee, shall be understood to last only until the next general meeting, at which time the office shall be filled through elections.

Sect. 2 A vacancy in the office of President shall be filled by the Vice-President.

Sect. 3 A vacancy in the office of Vice-President, Secretary or Treasurer shall be filled by one of the directors, who shall be elected by the Executive Committee.

Sect. 4 A vacancy in any of the offices of Director may be filled at the option of and by majority vote of the Executive, so long as the candidate is an Active Member in good standing with the Association

Sect. 5. A vacancy in the office of Immediate Past-President shall not be filled except by the existing President when their 3 year term expires.

Sect. 6. No person shall hold more than one office at any one time except the Secretary-Treasurer, if the position exists.

ARTICLE X NOMINATIONS FOR EXECUTIVE COMMITTEE

Sect.1 Concurrent with notification as to the date of any general meeting, members shall be informed as to which positions on the Executive Committee will be open to nominations.

Sect. 2 Nominations may be registered either by mail (in which case the nomination shall be received by the Secretary at least 30 days prior to the date of the general meeting), or from the floor, provided that:

(a) The nominator is an Active member in good standing with the Association,

(b) The nominee, also an Active member, indicated that they are willing to allow their name to stand.

(c) There are an insufficient number of nominations received by mail 30 days prior to the date of the General Meeting.

ARTICLE XI EXECUTIVE COMMITTEE MEETINGS

Sect. 1 Executive meetings shall be held at a place and time convenient to the majority of the Executive no less frequently than once every two months.

Sect. 2 Executive meetings may be called either by the President, or at the request of a majority of the Executive.

Sect. 3 A quorum shall be a majority of the Executive, which shall include the President and/or the Vice-President.

Sect. 4 Voting at Executive Meetings shall be by a show of hands.

ARTICLE XII REMUNERATION TO THE EXECUTIVE

All positions - Executive and Directors shall be remunerative; Executive and Directors being allowed to claim compensation for justified expenses on the carrying out of their respective duties. The Executive and Directors are eligible to have the NLMTA absorb their membership dues, minus the cost of liability insurance. All Executive and Directors are eligible for a per diem of \$25.00 for each Board meeting attended

ARTICLE XIII GENERAL MEETINGS

Sect. 1 General Meetings shall be held at least once per year at a time and place to be decided upon by the Executive.

Sect. 2 Members shall be notified of the date, time, location and agenda of such meetings not less than 30 calendar days in advance.

Sect. 3 General Meetings may be called either by Executive or by the petition of at least 30 per cent of the Active membership.

Sect. 4 A quorum shall be 20 per cent of the Active membership, half of whom must be non-board members.

Sect. 5 Voting at General Meetings shall be by Active members only and by a show of hands, or by mail provided that written notice, duly signed and

witnessed, is received by the Secretary prior to the date of the General Meeting.

Sect. 6 Voting by proxy will be permitted where both parties involved are Active members and where the absent member's authorization in writing is presented to the Secretary at the time of registration.

Sect. 7

(a) A petition to call a General Meeting, signed by not less than 20 per cent of the Active membership shall be sent by registered mail to the Secretary.

(b) Within 10 calendar days of the receipt of such a petition, the President shall call a General Meeting, giving the requisite 30 calendar days from receipt of the petition.

(c) Should the President not act within the stated time, the petitioners may act to call a General Meeting and shall give the requisite 30 calendar days notice to all members. Provided that these proceedings are carried out, any and all business transacted at such a meeting shall be considered legal and binding.

ARTICLE XIV AMENDING THE CONSTITUTION

Sect. 1 The Constitution shall be amended only at a General Meeting, or by an electronic or mail-in vote when deemed necessary by the Executive.

Sect. 2 Only Active members in good standing with the Association shall be eligible to vote on Constitutional amendments.

Sect. 3. A motion to amend the Constitution shall be declared passed when not less than 50 per cent of those voting on the motion vote in favor.

Sect. 4 Any Active member may introduce a motion that the proposed amendment be considered a Major Amendment, that is, one that, if passed, would represent a major change in the Constitution.

Sect. 5 Notwithstanding Section 3 of the Article, a Major Amendment to the Constitution shall be declared passed when not less than 75 percent of those voting on the motion vote in favor.

ARTICLE XV AUDIT

The fiscal year end for the Association shall be September 30.

ARTICLE XVI RULES OF ORDER

Robert's Rules of Order shall govern all questions of order at all meetings of the

Association, except where these rules come in conflict with the Constitution or when overruled by not less than two thirds of the Active members present.

ARTICLE XVII RESPONSIBILITY OF THE EXECUTIVE

The Executive shall not presume to assume excessive authority over the membership at large, other than that amount necessary to enforce the Constitution. Matters of policy of this Association must be disputed and voted upon by the membership, and cannot be considered finalized only within the confines of an Executive meeting. Similarly, the Executive shall not undertake any major expenditures or create any indebtedness on behalf of the Association without such discussion and voting by the membership.

ARTICLE XVIII INDEMNITY

If someone (a director, former director, officer or other person) acts for the NLMTA in a legal matter, The NLMTA will cover that person's expenses provided they act lawfully and/or in good faith.