



Association of  
Administrative  
Professionals

**Association of Administrative Professionals**

**Association des professionnels de l'administration**

**Atlantic Canada Branch  
By-laws**

April 2021

## Revision History

Revised April 2019

Revised February 2021

Revised April 2021



## **By-laws**

In accordance with the current Bylaws of the National Association of Administrative Professionals, hereinafter referred to as the "Association", the following Bylaws are enacted for the government of the Atlantic Canada Branch.

### **1. Name**

- 1.1 The name of the society is the Association of Administrative Professionals – Atlantic Canada Branch, (hereinafter referred to as "the Branch").

### **2. Membership**

- 2.1 Membership in the Branch is extended to persons with appropriate experience in administrative positions or related professions, who demonstrate support of the purposes and spirit of the Association.
- 2.2 A member in good standing shall have paid annual Branch dues for the current year (April 1 to March 31).
- 2.3 Members of the Branch are not liable for debt or liability of the Branch in their individual capacity.
- 2.4 A member wishing to terminate membership with the Branch shall do so by advising the Membership Coordinator or the President of the Branch in writing (email is acceptable).
- 2.5 Fees:

- 2.5.1 **Membership Fees:** The annual membership dues of each new member of the Branch shall be due and payable to the Association of Administrative Professionals and sent to the Membership Coordinator. Once received by the Branch Membership Coordinator, the forms will be processed and directed to the National Director-Treasurer. The National Director-Treasurer sends out all renewals of annual membership dues, excluding honorary members.

Membership dues include a per capita fee for support of the work of the National Association. The amount and manner of payment thereof, shall be determined by the National Association and shall be included as part of the total annual fee payable to the Branch. National Association per capita fees for new members shall be forwarded to the National Treasurer for all renewal information.

Receipts are mailed out to all members for income tax purposes.

- 2.5.2 **Meeting Fees:** When applicable, members are required to submit payment for a dinner in advance if attending a scheduled dinner and/or Annual General Meeting

(which includes dinner). If a member who has registered, verbally or in writing, for any function and does not cancel within 48 hours of the event, then that member will be invoiced for the full amount owing. Refunds, less an administration fees, will be issued if cancellation is made within the 48-hour period.

## 2.6 Application for Membership:

- 2.6.1** All requirements pertaining to application for and approval of membership in the branch are under the jurisdiction of the National Board of the Association.
  - 2.6.2** Application for membership shall be made using the online application form at [www.canadianadmin.ca](http://www.canadianadmin.ca).
  - 2.6.3** The National Director-Treasurer shall notify, in writing/email, any person whose application is accepted, including the Branch Membership Coordinator.
  - 2.6.4** The National Director-Treasurer shall notify, in writing, any person whose application is rejected, including the Branch Membership Coordinator. Appeals can be sent to the National Board for appeal decision.
- 2.7 An individual enrolled in the CCAP program must be a member of the Branch prior to beginning their CCAP program in order to qualify to receive their CCAP Program Certificate from National.

## 3. Meetings

Guests of Association members may attend meetings of the membership as non-voting attendees.

### 3.1 Branch Meetings

- 3.1.1** Branch meetings shall be held at least four (4) times per year between the months of September to June, at a place designated by the Executive Committee. The day(s) of the week for holding meetings will be determined annually. Notice of such meetings shall be communicated via e-mail at least two weeks prior to each scheduled Branch meeting. Members shall be responsible for registering for each Branch meeting, as described in the meeting invitation.

### 3.2 Branch Annual General Meeting

- 3.2.1** Annual General Meetings shall be held in the month of April. Due notice of fifteen (15) days shall be given to all members via e-mail.

### 3.3 Special or Extraordinary Meeting

- 3.3.1** These may be called by the President of the Branch or at the request of any five (5) members of the Branch. Due notice in writing of not less than ten (10) days shall be sent to the last known e-mail address of each member.

Order of Business for a Special Meeting:

- i. Notice of the special or extraordinary meeting;
- ii. Determination of a quorum;
- iii. Transaction of business for which the meeting is called;
- iv. iv. Adjournment.

### 3.4 Quorum

**3.4.1** 25% of the Branch membership must be present at Branch meetings to constitute a quorum (includes proxy votes).

**3.4.2** 25% of the Executive Committee must be present at Executive Committee meetings to constitute a quorum (includes proxy votes).

### 3.5 Voting

**3.5.1** All members in good standing (current year's fees paid), present at a Branch meeting, are entitled to vote on all issues. The President (Chair) may vote to resolve a tie vote.

**3.5.2** Proxies – Every member entitled to vote may appoint a person, by a Proxy, to vote on their behalf or submit a Proxy form, prescribed by the Nominations Committee, to the President, the Secretary, or the Nominations Chair, by the date specified.

**3.5.3** A majority for the purpose of voting shall consist of 50% plus one member in good standing who has placed a vote.

## 4. Executive Committee

### 4.1 Executive Committee (EC)

**4.1.1** The EC shall be composed of the officers and the immediate Past President of the Branch.

**4.1.2** The EC shall formulate plans for the general management of the Branch, all of which must be brought to and approved by the Branch's general membership.

**4.1.3** Resignation from an EC position shall be submitted in writing to the Branch President. The President must then inform the EC at its next EC meeting.

**4.1.4** A transitional meeting is to be held no later than 30 days after the newly elected Executive have been sworn in.

**4.1.5** Student members can run for the following positions within the Executive Committee: Program and Events Coordinator or Public Relations Coordinator. A student elected into either position shall have similar voting rights as those of an officer that is a regular member but will not be a signing officer for the Branch.

## 4.2 Titles and General Duties of Officers

- 4.2.1** The **President** shall preside at all meetings of the Branch, perform other duties ordinarily incident to the office of the President. The President shall be an ex-officio member of all Committees.
- 4.2.2** The **immediate Past President** shall serve in an advisory capacity on the Executive committee. This position is also the Nominations Chair and responsible for the election process at the Annual General Meeting. The Past President shall also act as Parliamentarian during the tenure of office.
- 4.2.3** The **Vice President** shall perform duties of the President in the President's absence. The VP is a member of the branch executive committee and shall conduct business of behalf of the branch and take on special tasks as required.
- 4.2.4** The **Secretary** shall record all proceedings of branch and executive committee meetings, prepare official minutes, and distribute the minutes, agendas and notices prior to meetings. The Secretary may also receive and conduct Branch correspondence on behalf of the branch. The Secretary will also maintain a membership email distribution list (as per contact information provided by the Membership Coordinator) and forward all meeting notices to the membership, as well as communications as approved by the president/members of the executive committee.
- 4.2.5** The **Treasurer** shall receive all monies, issue, co-sign all cheques for payment of authorized expenditures, and present these cheques to the President or Vice President for co-signing. The Treasurer, with input from the Executive, shall submit a proposed budget to the general membership in the Spring (April) of each year. The Treasurer shall also submit books and vouchers for review each April.
- 4.2.6** The **Membership Coordinator** shall be the main contact for all membership inquiries and renewals. The Membership Chair responds to all enquiries received and forwards branch information as requested; sends out membership welcome package to all new members as well as sending contact information or corrections to the Branch President and Secretary, the National Treasurer and the CCAP Registrar.
- 4.2.7** The **Programs and Events Coordinator** shall be responsible for developing a program of guest speakers for the Branch meetings in order to add to the knowledge and culture of its members and guests. The Program Coordinator shall also coordinate the reception table, maintain the dinner meeting records at each branch meeting, coordinate the attendants list and act as a liaison with staff at the venue where meetings are scheduled to be conducted.
- 4.2.8** The **Public Relations Coordinator** shall be responsible for exploring, assessing, and reporting to the Executive Committee various methods of achieving publicity by various means - Social Media, Newsletter, and Branch Webpage.

## 4.3 Annual Nominations for Officers

- 4.3.1** The process of selecting the upcoming year's Executive Committee will be facilitated by the Nominations Chair (Past President or appointed member). The intent is to

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prepare a slate of officers which will be presented at the Annual General meeting in April.

**4.3.2** Members who have paid their membership fees and are considered members in good standing are eligible to run for all positions, except for the position of President. (Vice President automatically ascends to the position of the President.)

#### 4.4 Nominations Procedures

**4.4.1** The Nominations Committee shall be set up to call for nominations at least thirty (30) days prior to the date of the Annual General Meeting (AGM) and the names of those so nominated shall be given to those entitled to vote at least fifteen (15) days prior to the date of the AGM.

**4.4.2** The Nominations Chair should approach members of the Executive Committee (EC) for their consent to let their names stand for nomination for a further term, bearing in mind that EC members shall not serve more than four (4) consecutive years in any one office. Members having served four (4) consecutive years in one EC position shall require the approval of the membership to continue in that role.

**4.4.3** It is the responsibility of the Nominations Chair to confirm the acceptance of all nominations, and to provide the list of nominated candidates, upon request.

**4.4.4** Nominations for any Branch Executive Committee member shall close fifteen (15) days prior to the date of the AGM.

**4.4.5** Nominations shall only be called from the floor for those positions, which are still vacant due to no nominations being received fifteen (15) days prior to the AGM.

**4.4.6** Nomination information shall include a letter from the Nominations Chair inviting members to participate in the election process, position descriptions, nominations form and proxy form.

#### 4.5 Election Procedures

**4.5.1** The Officers shall be elected each year (by ballot in the case of more than one nominee for any office) at the Annual General Meeting in April. Elected Officers are:

- i. President
- ii. Vice President
- iii. Secretary
- iv. Treasurer
- v. Membership Coordinator
- vi. Programs and Events Coordinator

Vii. Public Relations Coordinator

Viii. Ex-officio: Past President

**4.5.2** The Nomination Chair shall preside over the election of the Branch EC Officers at the Branch's AGM.

**4.5.3** If no nominations are received for a position fifteen (15) days prior to the date to the AGM, nominations shall be called from the floor. Nominees must have signified willingness to stand for office, be a paid member and be a member in good standing of the Association. In calling for nominations from the floor, the Nominations Chair shall call three times before declaring nominations closed for a particular position. If there is more than one nomination for a position, a vote by ballot must be taken. Following voting, the Nominations Chair shall make a motion for the destruction of the ballots.

**4.5.4** In the event of a vacancy on the Executive Committee other than at the AGM, or if a vacancy on the Executive Committee exists immediately following the AGM due to insufficient nominations to fill vacancies, the remaining Executive Committee Members may appoint a member (even if the member has been a member less than a year) of the Branch to the vacant position to complete the term of the member who has resigned or otherwise ceased to be a member of the Executive Committee.

**4.5.5** Depending on the number of members, positions may be combined and consequently separated again to suit the needs of the Branch and the members.

4.6 Term of Office

**4.6.1** The term of office for each position shall be one (1) year, effective immediately following the adjournment of the Annual General Meeting, A branch executive shall be eligible for election for four (4) consecutive years to the same office and shall not serve more than four (4) consecutive years in any one office unless appointed. The member running for office must be a paid member in good standing according to National Bylaws.

4.7 Code Of Conduct And Confidentiality Forms

**4.7.1** At the first Executive Committee (EC) Meeting following the election, each EC Officer shall read and sign a Code of Conduct and Confidentiality Agreement form, which shall be kept on file by the Secretary. Any new committee chairs, elected or appointed, throughout the year shall sign the Code of Conduct and Confidentiality Agreement upon commencement of their duties.

**4.7.2** If an Officer of the EC breaches any of the terms within the Code of Conduct or Confidentiality Agreement, the EC shall discuss the breach and a majority vote will determine whether or not the offending officer should be requested to resign from the position.

4.8 Designated Delegate



- 4.8.1** The designated delegate to the National Annual General Meeting shall be the President of the Branch. If, for any reason the President is unable to attend, the alternative shall be the Vice President. In the event that neither can attend, the general membership shall select a delegate.
- 4.8.2** Financial support to the delegate attending the National AGM will be at the discretion of the Executive Committee and approved as part of the Branch's annual budget.
- 4.9 Vacancies
  - 4.9.1** If a position on the Executive Committee becomes vacant during the term of office, that position shall be filled for the unexpired term by appointment of another branch member or responsibilities can be shared between one or more Executive Committee members.
- 4.10 Forwarding of Reports
  - 4.10.1** The Branch President must submit the Reports of Branch Officers to the National President within three (3) weeks after elections and fiscal year end for inclusion in the National Annual Report.
- 4.11 Duties of Standing Committees
  - 4.11.1** It shall be the duty of the Chairs of any Standing committees to call and preside over meetings. The Standing committees are subject to the approval of the Executive Committee, and shall submit a report at Branch Meetings when requested to do so by the President.

## **5. Financial Affairs of the Branch**

- 5.1 Signing Officers
  - 5.1.1** Signing officers for the financial affairs of the Branch shall be two of the following three officers: the Treasurer, President and Vice President. Signing authorities will change to reflect changes in elected Executive officials.
- 5.2 Fiscal Year
  - 5.2.1** The fiscal year of the Branch shall be from April 1st to March 31st.
- 5.3 Financial Review
  - 5.3.1** The books of the Treasurer shall be closed March 31st of each year in order that the branch may be reviewed.
  - 5.3.2** The financial reviewer shall be appointed annually at the Annual General Meeting.
  - 5.3.3** The review will be approved at the Annual General Meeting in April.
- 5.4 Finance

**5.4.1** For the purpose of carrying out its objectives, the Branch may borrow, raise or secure the payment of money in such manner as it thinks fit and in accordance with the Bylaws of the National Board.

**5.4.2** The books and records of the Branch may be inspected by any Branch member in good standing at the Annual General Meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the officer(s) to be present and in charge of same. Executive Committee members shall have access to such books and records at all times.

**5.5** Remuneration

**5.5.1** As authorized at any Branch or Executive meeting of which reasonable notice and intent has been given, a member of the Branch can request and receive reimbursement for expenses incurred on behalf of the Branch business with prior approval (not to exceed a limit specified prior to incurred expense).

## **6. Procedure**

**6.1** Questions of procedure shall be dealt with under accepted Parliamentary Rules of Order, when not in conflict with the Bylaws of the Association.

## **7. Making, Amending and Rescinding Bylaws**

**7.1** These Branch Bylaws may be rescinded, amended or added to, as reviewed and approved by the Executive Committee and passed by a majority of three quarters (3/4) of the voting members present at a special or Annual General Meeting of the Branch. Member(s) who are unable to attend the meeting may vote by proxy.

## **8. Dissolution of Branch**

**8.1** Notice of intention to dissolve the Branch shall be given to the National President at least two (2) months before the date proposed for dissolution. Full procedure is outlined in the Association's Policies & Procedures manual.

**8.2** In the event of the dissolution of the Branch, all its remaining assets, after payment of liabilities and legal obligations have been met, shall resort to the National Board of the Association.

**8.3** A copy of the final accounts of the Branch and an inventory of such property, duly certified as belonging to the Branch, by the Branch Executive Committee, shall be lodged with the National Board.

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## 9. Revocation of Former Bylaws

Effective Wednesday, April 7, 2021, all Bylaws of the Branch heretofore enacted are revoked; however, any act committed to by virtue of the revoked Bylaws is hereby approved and confirmed.

*Terry Lynn Jones*

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Terry Lynn Jones, President

*Joan Gallant*

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Joan Gallant, Secretary

Dated this 7<sup>th</sup> day of April, 2021