



COLLEGE OF  
LICENSED PRACTICAL NURSES  
OF ALBERTA

# BYLAWS

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## Part 1 - General

**WHEREAS** the College of Licensed Practical Nurses of Alberta is duly incorporated under the Health Professions Act of the Province of Alberta;

**AND WHEREAS** power is given to the Council of the College of Licensed Practical Nurses of Alberta by the Health Professions Act to make Bylaws as may be necessary;

**NOW THEREFORE** the Council of the College of Licensed Practical Nurses of Alberta enacts its Bylaws as follows:

### Definitions:

1. In these Bylaws:
  - (a) "Bylaws" means Bylaws of the College of Licensed Practical Nurses of Alberta;
  - (b) "Chief Executive Officer" means the person who assumes responsibilities delegated by the Council as its Chief Executive Officer;
  - (c) "CLPNA" means the College of Licensed Practical Nurses of Alberta;
  - (d) "Council" means the governing body of the CLPNA established pursuant to section 5 of the Health Professions Act;
  - (e) "Council Member" means a Regulated Member of Council or a Public Member of Council;
  - (f) "HPA" means the Health Professions Act of the Province of Alberta;
  - (g) "LPN" means Licensed Practical Nurse;
  - (h) "Public Member of Council" means a member of the public appointed to the Council pursuant to section 13 of the HPA;
  - (i) "Registrar" means the Registrar of the CLPNA appointed pursuant to Section 8 of the HPA;

(j) "Regulation" means the Licensed Practical Nurses Profession Regulation;

(k) "Regulated Member" means a person who is registered as a member under section 33(1)(a) of the HPA;

(l) "Regulated Member of Council" means a Regulated Member appointed to the Council Pursuant to these Bylaws.

- (2) A reference in these Bylaws to the Council, an officer, person or a committee includes any delegate of the Council, officer, person or committee.

### Bylaws

2. A Bylaw or amendment to a Bylaw under S132 (1) of the HPA may be passed at any meeting of the Council by a two-thirds (2/3) majority vote.

### Head Office

3. The head office of the CLPNA is located in the City of Edmonton, in the Province of Alberta.

### Seal

4. The CLPNA shall have a seal that consists of the words "College of Licensed Practical Nurses of Alberta".
- (2) The Council may authorize the Chief Executive Officer and such other persons as may be authorized by the Council to affix the seal to such documents as required.

### Registration Year and Fiscal Year

5. The Registration year and Fiscal year of the CLPNA shall be from January 1 to December 31.
- (2) Registration on the provisional register expires after 365 days unless the requirements of section 6(2) of the Regulation are met.

## Committees

6. The Council shall ensure that all Committees and Tribunals required by the HPA operate in accordance with the requirements of the HPA.
- (2) The Council may create whatever additional committees it considers necessary to assist it in fulfilling its governance accountability.

## Part 2 - Governance

### COUNCIL

#### Duties and Powers of the Council

7. The governing body of the CLPNA is the Council. The Council shall exercise all the powers and duties granted to a governing council under the HPA including but not limited to:
  - (a) establish and revise policies which govern the activities of the CLPNA;
  - (b) delegate authority and responsibility for implementation of CLPNA policy to the Chief Executive Officer and any other individuals as prescribed by the HPA;
  - (c) establish and revise policies which are incidental to the Regulation;
  - (d) ensure that CLPNA policies are implemented through the monitoring of compliance with policies;
  - (e) set and monitor fiscal policies and be the trustees of the funds and assets. The Council shall not engage in high risk ventures or incur debts that are beyond the reasonable ability of the Council to pay;
  - (f) approve practical nurse education programs;
  - (g) hear appeals from decisions of hearing tribunals, decisions concerning applications for registration and practice permits, and other appeals as required under the HPA.

#### Conduct of Council Members

8. Council Members shall conduct themselves in an ethical and professional manner and adhere to the Code of Conduct for the Council.
  - (2) Failure by a Council Member to follow the Council's Code of Conduct may result in sanctions as set out in the Code of Conduct including removal from office.

#### Council Membership

9. The membership of the Council is comprised of:
  - (a) six (6) Regulated Members of Council appointed to the Council in accordance with Part 3 of these Bylaws;
  - (b) six (6) Public Members of Council, being the required number to be appointed by the Lieutenant Governor in Council in accordance with the HPA;
  - (c) the President, who shall be elected by the Council from among the Regulated Members of Council;
  - (d) the Vice-President who shall be elected by the Council from the Public Members or remaining Regulated Members of Council.
  - (e) the Chief Executive Officer as an ex-officio member, and
  - (f) any other ex-officio members appointed by the Council.

### TERMS OF OFFICE

#### President and Vice-President

10. Subject to the transition plan in Appendix A, the term of office of the President is three (3) years commencing September 1 of the year of their election and expires on August 31 of their third year following their election. The President will be eligible to seek re-election one time.
  - (2) The President's term may be extended an additional year if deemed necessary by the Council.
  - (3) The Term of office of the Vice-President is two (2) years commencing September 1 of the year of their election and expires on August 31 of their second year following their election. The Vice-President will be eligible to seek re-election one time.

- (4) A Regulated Member of Council must serve on the Council for at least one (1) year before being elected as President or Vice-President.

### Regulated Members

- 11. Except where these Bylaws otherwise provide, the term of office of Regulated Members of Council is three (3) years.
- (2) The intended turnover rate is one-third (1/3) of the Regulated Members of Council each year.
- (3) The Council may increase or decrease the length of the term of office of Regulated Members of Council, except when the Regulated Member is also Vice-President, including those already elected to a specific term of office, in order to maintain the one-third turnover rate in accordance with subsection (2) above.
- (4) A Regulated Member of Council who continues to meet the eligibility requirements in section 21 of these Bylaws may be appointed to serve a second consecutive term as a Regulated Member of Council by a majority vote of the Council taking place no more than ninety (90) and no less than sixty (60) days before the end of the Regulated Member of Council's first term.
- (5) A Regulated Member of Council whose term has expired, holds office until the newly appointed Regulated Member of Council takes office.

## COUNCIL MEETINGS, QUORUM, VOTING

### Council Meetings and Quorum

- 12. The Council shall meet a minimum of four (4) times per year.

- (2) In addition to the minimum number of regularly scheduled meetings, the President may also call a special meeting of the Council as required. A special meeting may also be called at the request of three (3) Council Members.
- (3) A quorum for a meeting of the Council exists when not less than four (4) Regulated Members of Council and four (4) Public Members of Council eligible to vote are present.
- (4) Notwithstanding section 12(3), if fewer than four (4) Public Members of Council are appointed by the Lieutenant Governor in Council, quorum shall be deemed to exist if at least four (4) Regulated Members of Council and all of the Public Members of Council eligible to vote are present.
- (5) Except when the Council otherwise directs, Council meetings are open to Regulated Members, non-regulated members of the CLPNA, and the public.
- (6) Notice of a desire to attend shall be made to the Chief Executive Officer. Meetings or parts of meetings may be held in camera when the Council deems appropriate.
- (7) Council meetings may be held in person, by phone or by any other means of communication technology that allows all persons to hear and be heard.
- (8) Meetings shall be chaired by the President or in the President's absence, the Vice-President.
- (9) In the absence of the President and the Vice-President, a Chairperson of the meeting shall be elected from among the Council Members present in person at the commencement of the meeting.



## Voting on Council Matters

13. Voting on matters by the Council may be conducted:
  - (a) at a meeting of the Council, or
  - (b) with the authorization of the President, by mail, email, a vote conducted during a teleconference, technology or by any other means.
- (2) Subject to section 2 of these Bylaws, and as otherwise provided in these Bylaws, a majority vote of those Council Members who are entitled to vote and are present at the meeting decides any issue to be decided by the Council.
- (3) An ex-officio member of the Council shall not vote.
- (4) All voting Council Members, including the President, present at the Council meeting shall each be entitled to one vote.
- (5) In the event of a tie vote, the motion is considered to have failed. In the event of a tie vote, a Council Member who voted against the motion may move to have further deliberations and a subsequent vote on the motion.

## OFFICERS

### Composition

14. The Officers of the Council shall consist of the:
  - (a) President
  - (b) Vice-President, and
  - (c) Chief Executive Officer as an ex-officio member.

## Duties and Powers

15. The President provides overall leadership to the Council. It shall be the duty of the President to:
  - (a) ensure the integrity of the Council governance process;
  - (b) preside at all meetings of the Council;
  - (c) call meetings of the Council when necessary or desirable;
  - (d) carry out the functions of the President prescribed by the HPA;
  - (e) perform other duties as the Council may direct from time to time;
  - (f) monitor the financial position of the CLPNA.
- (2) The Vice-President shall:
  - (a) upon the request of the President, and in the absence of the President perform the duties of the President during their absence, illness, or incapacity; and
  - (b) monitor the financial position of the CLPNA.
- (3) The Chief Executive Officer:
  - (a) is responsible for the implementation of policy established by the Council;
  - (b) oversees the administration of the CLPNA; and
  - (c) reports to and takes direction from the Council.
- (4) The Chief Executive Officer may delegate any of the Chief Executive Officer's responsibilities to another staff member in writing.

## TERMINATION

### Automatic Termination

16. A Regulated Member of Council automatically ceases to be a Council Member when they:
  - (a) are suspended or ceases to be a Regulated Member;
  - (b) are found guilty of unprofessional conduct under the HPA;
  - (c) become of unsound mind; or
  - (d) are convicted of an offense under the Criminal Code of Canada.

### Resignation

17. A Regulated Member of Council must resign their Council position if they:
  - (a) are elected to federal or provincial public office;
  - (b) represent Licensed Practical Nurses in collective bargaining or in proceedings under a collective bargaining agreement;
  - (c) are a union representative for Licensed Practical Nurses; or
  - (d) become a CLPNA employee.
- (2) In accordance with the Council's Code of Conduct, the absence of a Council Member from more than two (2) consecutive regular meetings shall be considered a resignation from the Council.

### Change of Residence

18. If a Council Member ceases to be a resident of Alberta during their term of office, that member automatically resigns.

## VACANT COUNCIL POSITIONS

### President, Vice-President, Regulated Members

19. If a vacancy occurs in the office of the President, the vacancy will be filled by the Council electing a replacement from among the remaining Regulated Members of Council in accordance with the relevant sections of the election process described in section 24 of these Bylaws, at the next regular Council meeting.
  - (2) If a vacancy occurs in the office of the Vice-President, the vacancy will be filled by the Council electing a replacement from among the remaining Council Members in accordance with the relevant sections of the election process described in section 24 of these Bylaws, at the next regular Council meeting.
  - (3) In the event a vacancy is filled in accordance with section 19(2), the elected position for President or Vice-President commences immediately after the vote and continues to completion of the remaining vacant term. The person may be elected to the Council for a second consecutive term.
  - (4) If a Regulated Member position on the Council becomes vacant due to a lack of application for appointment, resignation, death, inability to act, ceasing to be an Alberta resident, or a vacancy for any other reason, the Council may appoint a Regulated Member as recommended by the Appointment Committee to fill that position for the remainder of the term notwithstanding; the person may be appointed to Council for one additional consecutive term.
  - (5) A Regulated Member of Council may at any time resign by letter directed to the President or Vice-President.

## Part 3 – Appointments of Regulated Members, Election of President and Vice-President

### APPOINTMENT OF REGULATED MEMBERS

#### Appointment Committee

20. The Council shall establish an Appointment Committee to review applications for Regulated Member Council appointments, interview candidates, and recommend appointments of Regulated Members to the Council.

(2) The Appointment Committee will consist of:

- (a) The Council President;
- (b) One (1) Public Member of Council;
- (c) One (1) Regulated Member of Council;
- (d) The Chief Executive Officer or their designate as an ex-officio member; and
- (e) One (1) CLPNA staff member designated by the Chief Executive Officer as an ex-officio member.

(3) The Appointment Committee will operate in accordance with the terms of reference and the policies and procedures approved by the Council.

#### Eligibility for Appointment to Council

21. Every Regulated Members who:

- (a) is registered on the CLPNA's General Register;
- (b) has a minimum of three (3) years of regulated nursing practice; and
- (c) is a resident of the Province of Alberta is eligible to apply for appointment to serve on the Council.

(2) Despite (1) above, a Regulated Member is not eligible to be appointed to the Council if the Regulated Member:

- (a) is elected to federal or provincial public office;
- (b) represents Licensed Practical Nurses in collective bargaining or in proceedings under a collective bargaining agreement;
- (c) is a union representative for Licensed Practical Nurses;
- (d) is an officer or senior employee of a professional association that represents members of a regulated health profession;
- (e) is a CLPNA employee;
- (f) within the three years immediately before applying for an appointment, the Regulated Member's practice permit was suspended or cancelled pursuant to Part 4 of the HPA; or
- (g) has completed two consecutive terms as a Council Member and has not been absent from Council for a minimum of two years.

(3) An application by a Regulated Member to be appointed to the Council must be supported by a written reference by:

- (a) one (1) Regulated Member registered on the CLPNA's General Register; and
- (b) one (1) individual, preferably with board or other governance experience.

#### Appointment of Council Members

22. The Appointment Committee will consider the competencies of the applicants, the Council's needs and will recommend eligible applicants to Council.

23. The Council will consider the Appointment Committee's recommendations and appoint eligible applicants to fill vacant Council positions.

## ELECTION OF PRESIDENT AND VICE-PRESIDENT

24. The President shall be elected by the Council from among the Regulated Members of Council.
- (2) The Vice-President shall be elected by the Council from among the remaining Council Members.
- (3) Regulated Members of Council seeking the position of President shall submit a letter of intention to seek nomination to the Chief Executive Officer before the second quarter Council meeting in the calendar year in which the current President's term ends.
- (4) Council Members seeking the position of Vice-President shall submit a letter of intention to seek nomination to the Chief Executive Officer before the second quarter Council meeting in odd years or if a vacancy occurs.
- (5) The Chief Executive Officer shall circulate the names of nominees for the position of President or Vice-President to the Council prior to the second quarter Council meeting.
- (6) Each nominee shall be provided with an opportunity to address the Council, up to a maximum amount of time set by the Council, outlining their reasons for seeking election including their vision for governance of the LPN profession in accordance with section 6 of the HPA.
- (7) The Council will engage in a question period, up to a maximum amount of time set by the President, following each nominee's address to the Council.
- (8) For the election of President and Vice-President, there will be a private election process, meaning, a designated Council Member shall act as scrutineer and one (1) member of CLPNA staff shall count the ballots. Once the results of the election are announced, the ballots shall be destroyed by the Chief Executive Officer on a motion by the Council.

## Part 4 - Registration and Continuing Competence

### APPLICATIONS

#### Applications for Registration

25. The Registrar shall consider complete applications for registration as a Regulated Member.
- (2) The Registrar may, in their sole discretion, decide to refer any application for registration to the Competence Committee for its determination.

#### Renewal of Annual Practice Permit

26. The Registrar shall consider complete applications for a practice permit.
- (2) Regulated Members must submit to the Registrar a complete application for a practice permit and the practice permit fee up to and including December 1 of each year for a practice permit which will become effective January 1.
- (3) Complete applications for a practice permit submitted after December 1 and up to and including December 31 must be accompanied by the practice permit fee; the practice permit fee will be increased after December 1.
- (4) A Regulated Member whose complete application for a practice permit and practice permit fee is not received by December 31<sup>st</sup>, will have their practice permit suspended until they have met all outstanding requirements for permit renewal, and may have their registration cancelled pursuant to section 43 of the HPA.
- (5) The Registrar may, in their sole discretion, refer any application for a practice permit to the Competence Committee for its determination.

#### Reinstatement of the Practice Permit

27. Complete applications for a practice permit received by the Registrar between January 1 – January 31 from a Regulated Member who did not renew their practice permit by December 31, as provided in article 30 above, and were therefore suspended from practicing due to non-renewal of their practice permit, must submit with their application for a practice permit, a reinstatement application fee, any additional registration levies, and the practice permit fee.

#### Cancelled Registration

28. A Regulated Member whose registration is cancelled under the HPA may apply to the Registrar for their registration to be reinstated and their practice permit re-issued.
- (2) A complete application received from an applicant whose registration was cancelled is subject to a reinstatement application fee and practice permit fee.
- (3) A Regulated Member whose practice permit is cancelled under the HPA must provide evidence that they have been actively engaged in the practice of practical nursing in accordance with criteria approved by the Council.

#### Competence Committee

29. In accordance with section 10 of the HPA, the Council establishes a Competence Committee.
- (2) The Competence Committee may undertake any power or duty given to it under the HPA, including but not limited to, making recommendations to the Council on continuing competence requirements, considering an application for registration or a practice permit renewal, placing conditions or restrictions on a practice permit or cancelling a practice permit.

- (3) The Registrar may in their discretion refer any issue the Registrar would normally address to the Competence Committee for its determination.

## REVIEWS BY COUNCIL

### Council Registration Review Committee

30. In accordance with the HPA, the Council establishes a Council Registration Review Committee.
  - (2) Council shall appoint no less than three (3) Council Members to the Council Registration Review Committee comprised of the President, a Public Member and one other Council Member.
  - (3) Upon the request of an applicant for registration, the Council Registration Review Committee may conduct reviews of:
    - (a) registration decisions;
    - (b) practice permit renewal decisions; and
    - (c) directives with respect to assessing the potential incapacity of a regulated member.

## Part 5 - Professional Conduct

### TRIBUNALS AND COMMITTEES

#### Complaint Review Committee

31. In accordance with the HPA, the Hearings Director may establish a Complaint Review Committee from the Regulated Members appointed by the Council to the membership list established under section 15 of the HPA and the public members list established under section 13 of the HPA.
  - (2) A Complaint Review Committee shall be comprised of no fewer than four individuals with at least 50 percent being public members appointed under section 13 of the HPA, and the balance being Regulated Members appointed to the membership list established in section 15 of the HPA.
  - (3) The Hearings Director shall designate a member of the Complaint Review Committee as Chair.
  - (4) Subject to the HPA, the powers and duties of the Complaint Review Committee include:
    - (a) reviewing and ratifying settlements under the HPA's Alternative Complaint Resolution process;
    - (b) conducting reviews of dismissal of complaints; and
    - (c) any other power or duty given to it under the HPA, Regulations, or these Bylaws.
  - (5) A quorum for a Complaint Review Committee is four members of the Complaint Review Committee with at least 50 percent being public members.
  - (6) A decision of a Complaint Review Committee shall be by a majority vote. If a Complaint Review Committee is sitting with an even number and there is a tie vote, then the Chair shall cast a second and deciding vote.

#### Hearing Tribunal

32. In accordance with the HPA, the Hearings Director may establish a Hearing Tribunal from the Regulated Members appointed by the Council to the membership list established under section 15 of the HPA and the public members list established under section 13 of the HPA.
  - (2) A Hearing Tribunal shall be comprised of no fewer than four individuals with at least 50 percent being public members appointed under section 13 of the HPA, and the balance being Regulated Members appointed to the membership list established in section 15 of the HPA.
  - (3) The Hearings Director shall designate a member of the Hearing Tribunal as Chair.
  - (4) No member of a Hearing Tribunal shall be a member of the Council, the Complaint Review Committee, Registration Review Committee, Competence Committee, Council Appeal Committee, or the Education Standards Advisory Committee.
  - (5) The Hearing Tribunal may undertake any power or duty given to it under the HPA or these bylaws, including but not limited to:
    - (a) conduct hearings under Part 4 of the HPA; and
    - (b) undertake any other power or duty given to it under the HPA, the Regulations, or these Bylaws.
  - (6) A quorum for a Hearing Tribunal is four members of the Hearing Tribunal with at least 50 percent being public members.
  - (7) A decision of a Hearing Tribunal shall be by a majority vote. If a Hearing Tribunal is sitting with an even number and there is a tie vote, then the Chair shall cast a second and deciding vote.

## APPEALS TO COUNCIL

### Council Appeal Committee

33. In accordance with the HPA, the Council establishes a Council Appeal Committee.
- (2) The Council shall appoint no fewer than four (4) Council Members to the Council Appeal Committee, comprised of the President, and at least three other Council Members, provided that at least 50 percent of the Council Appeal Committee must be Public Members of Council.(3) The President shall designate a member of the Council Appeal Committee as Chair, which may be the President.
- (4) The Council Appeal Committee hears appeals from decisions of the Hearing Tribunal upon application of a Regulated Member, or the Complaints Director.
- (5) A quorum for the Council Appeal Committee is four members of the Council Appeal Committee with at least 50 percent being Public Members of Council.
- (6) A decision of the Council Appeal Committee shall be by a majority vote. If the Council Appeal Committee is sitting with an even number and there is a tie vote, then the Chair shall cast a second and deciding vote.

### Publication of Conduct Information

34. The CLPNA shall publish or distribute information with respect to a professional conduct matter of a Regulated Member only as permitted by the HPA, the Regulations or these Bylaws, or as otherwise directed by law, or on the Hearing Tribunal's or the Council's direction after hearing an appeal.
- (2) The Hearing Tribunal or a panel of the Council hearing an appeal can order information to be published in any manner deemed appropriate.

- (3) When the alternative complaint resolution process results in a ratified settlement between the parties, the CLPNA may publish information respecting the complaint and the ratified settlement, and may reveal the complainant's and/or investigated member's identity, if authorized to do so pursuant to the ratified settlement.



## Part 6 - Membership

### NON-REGULATED MEMBERS

35. The CLPNA shall maintain a register for non-regulated members.
- (2) The following members are eligible for registration on the non-regulated members register:
- (a) Associate member: a person who was formerly a Licensed Practical Nurse in Alberta may apply to the Registrar for membership in the CLPNA as an Associate member if:
- the person is not in default of any fees, costs, dues, assessment, levies or fines prescribed by the HPA, the Regulation, or these Bylaws; and
  - the person met the requirements of the Continuing Competence Program prior to cancelling their practice permit.
- (b) Honorary member: Honorary membership is conferred by the unanimous consent of the Council to persons who are not members of the profession and who have made an outstanding contribution to the profession.
- (c) Life member: Life membership is conferred by the unanimous consent of the Council to persons previously registered as a Licensed Practical Nurse in Alberta, to recognize their outstanding contribution to the profession.
- (d) Student member: a person who is enrolled as a student in a Council approved practical nurse education program in Alberta.
- (3) Associate, Life and Student members on the non-regulated member register, on the request of the Registrar, will provide:
- name, date of birth, address, email address and telephone number (if provided); and
  - if a student member, the date of enrollment in a practical nurse education program approved by the Council, and the expected graduation date.
- (4) Non-regulated members are entitled to:
- attend Council meetings and annual general meetings of the CLPNA; and
  - receive CLPNA publications and pertinent email communication.
- (5) Non-regulated members are not authorized to practice as a Licensed Practical Nurse in Alberta and are not authorized to use titles, abbreviations or words protected under section 12 of the Regulation, such as, but not limited to "Licensed Practical Nurse".
- (6) Non-regulated members are not entitled to stand for election or to vote at any Council meetings or other meetings of the CLPNA.
- (7) To be and remain eligible for registration on the Associate member or the Student member non-regulated members' register, Associate and Student members may be required to provide evidence of good character. On the request of the Registrar, and with the consent of the applicant or renewing Associate or Student non-regulated member, the applicant may be requested to state whether:
- they have been charged with a criminal offence under the *Criminal Code* (Canada);
  - they are being investigated under the HPA, by another profession, or are being investigated in another jurisdiction;

- (c) their conduct has been found to constitute unprofessional conduct in another profession or in another jurisdiction; or
  - (d) they are subject to civil action with respect to the person's practice as an LPN in Alberta or another jurisdiction.
- (8) The Registrar may enter and remove any information she or he considers appropriate in the non-regulated members' register.

## MEMBER MEETINGS

### Annual Meetings

36. The Annual Meeting of the CLPNA shall be held at such date, time, and place as determined by the Council.
- (2) A quorum at annual meetings of the CLPNA shall consist of fifteen (15) Regulated Members personally or present by other technological means, where they can hear and be heard. If there is no quorum within thirty minutes of the time specified in the notice, the annual meeting shall not proceed and the Council shall be authorized to proceed with the Council business which was to have been done at such meeting and need not call a further annual meeting of the CLPNA during that calendar year.
- (3) At an annual meeting, all Regulated Members shall be eligible to vote.
- (4) Any resolutions passed by the Regulated Members by majority vote at an annual meeting shall be considered at the next meeting of the Council but shall not be binding on the Council. The Council will ensure that Regulated Members receive a report on the deposition of resolutions.

- (5) A decision of the Regulated Members of the CLPNA shall be made as follows:
- (a) at an annual meeting of the CLPNA by a majority of the Regulated Members in attendance and eligible to vote;
  - (b) by voting or polling, regular mail ballot or electronic ballot by a simple majority of those ballots returned.
- (6) Mail and electronic ballots may only be conducted on the authorization of the Council.

### Special Member Meetings

37. The Council may call special meetings of regulated or non-regulated members.
- (2) The purpose of a special meeting of the members is to provide an opportunity:
- (a) to discuss extraordinary issues before the CLPNA and receive input from regulated and non-regulated members; and
  - (b) for regulated and non-regulated members to bring extraordinary issues to the Council's attention for further consideration.
- (3) Any resolutions passed by the Regulated Members at a special members' meeting are considered to be advisory only and not binding on the Council.

### Fees

38. The Council may establish fees, costs, levies or assessments for the following:
- (a) application fees,
  - (b) jurisprudence examination fees,
  - (c) registration fees,
  - (d) registration levy,

- (e) practical nurse program and practical nurse refresher program approval fees,
  - (f) practical nurse program review fees,
    - (i) advanced practice training program review fees;
    - (ii) practical nurse refresher program review fees
  - (g) practice permit fees,
  - (h) practice permit review fees,
  - (i) reinstatement fees,
  - (j) fees for reviews or appeals of any decisions under the HPA.
- (2) If the Council proposes to increase registration fees set out in article 42 (c) above, it shall give at least six months notice of its intention to do so by notice on the CLPNA website.
- (3) The Council shall give at least 3 months notice of its intention to increase any of the remainder of the fees set out in article 40 by notice on the CLPNA website.
- (4) The Council may establish such other fees, costs, levies and assessments as it deems advisable for anything it considers necessary for services provided by the CLPNA or by another organization to a Regulated Member or to any other person.
- (5) If special circumstances arise requiring additional funding, the Council may impose a special levy on the members.

## Part 7 - Website

39. The type of information that may be published on CLPNA's website in addition to the information in section 135.92 (2) of the HPA is as follows:
- (a) general information about CLPNA and its activities;
  - (b) general information about the LPN profession, general information on LPN practice, general information about the regulatory processes under the HPA including applying for registration, applying for practice permits, the professional conduct process including complaints and concerns, continuing competence and other matters covered by the HPA;
  - (c) information about Council approvals of practical nurse education programs and advanced training programs, including Council approval status of these programs, and aggregate information on registration examination results for Alberta graduates and graduates in other Canadian jurisdictions;
  - (d) the following information with respect to associate members:
    - i. Name,
    - ii. Registration Status,
    - iii. Effective and Expiry date of the registration,
    - iv. Reason for the Registration change,
    - v. Registration Number
  - (e) the following information with respect to student members:
    - i. Name
    - ii. Registration status: unregulated
    - iii. Effective and Expiry date of the registration
    - iv. Registration Number
  - (f) employer verification of the status of a LPN;
  - (g) publications and reports;
  - (h) resources and services offered by CLPNA;
  - (i) learning opportunities;
  - (j) careers at CLPNA;
  - (k) information requests and member requests;
  - (l) a myCLPNA Login portal for members;
  - (m) information on how to contact CLPNA;
  - (n) information on the education foundation for LPNs;
  - (o) hearing tribunal decisions including the name of the investigated member;
  - (p) decisions of the Appeals Committee arising from appeals from a Hearing Tribunal including the name of the investigated member;
  - (q) information referenced in section 119(1) of the Act; and
  - (r) links to CLPNA social media sites.

## Part 8 - Education Program Approval

### Education Standards Advisory Committee

40. The Council establishes the Education Standards Advisory Committee (ESAC).
- (2) ESAC shall provide recommendations to the Council regarding standards, policies and procedures for approving new or revised practical nurse programs and advanced training programs in Alberta.
- (3) ESAC shall review and provide recommendations to the Council regarding any other issue with respect to approving new or revised practical nurse programs or practical nurse education programs or advanced training programs in Alberta.

## Part 9 - Administration

### Forms and Documents

41. The Registrar is authorized to prescribe such forms, certificates, permits or other documents that may be required for the purpose of the HPA, the Regulations or these bylaws.

### Use of Funds

42. The CLPNA is entitled to make use of all revenues received from membership fees and other sources of income to carry out CLPNA objectives.
  - (2) The CLPNA financial policy shall be determined by the Council.
  - (3) The CLPNA shall publish a copy of its audited financial statement annually.

### Auditor

43. The Council shall appoint one or more chartered professional accountants, registered in the Province of Alberta, as the Auditor.
  - (2) No Council Member is eligible to be appointed as the Auditor.
  - (3) The Auditor shall:
    - (a) examine CLPNA accounts, books and securities in accordance with generally accepted accounting principles; and,
    - (b) provide a written report to the Council upon completion of the audit.

### Costs and Expenses

44. The CLPNA shall reimburse travel expenses and other such costs and expenses for all Council Members and committee members under the HPA, the Regulation, and these Bylaws in accordance with policies made by the Council.

## CODE OF ETHICS AND STANDARDS OF PRACTICE

### Process for Developing or Adopting

45. The Council may develop or adopt a Code of Ethics and Standards of Practice or amend them by following a consultation process as outlined in section 133 of the HPA.

## Part 10 - Protection of Council Members, Officers and Others

### Limitation of Liability

46. Every Council Member and Officer of the CLPNA in exercising their powers and discharging their duties shall act honestly and in good faith with a view to the best interests of the CLPNA and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- (2) Subject to the foregoing, no Council Member or Officer shall be liable for the acts, receipts, neglects or defaults of any other Council Member or Officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the CLPNA through the insufficiency or deficiency of title to any property acquired for or on behalf of the CLPNA, or for the insufficiency or deficiency of any security in or upon which any of the monies of the CLPNA shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any of the monies, securities or effects of the CLPNA shall be deposited, or for any loss occasioned by an error of judgment or oversight on their part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of their office or in relation thereto.

### Indemnity

47. The CLPNA shall indemnify a Council Member or Officer, committee member or staff of the CLPNA, a former Council Member or Officer, and their heirs and legal representatives, against all costs, charges, and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by her or him in respect of any civil, criminal or administrative action or proceeding to which she or he is made a party by reason of being or having been a Council Member or Officer, committee

member or staff of the CLPNA or such body corporate, if:

- (a) she or he acted honestly and in good faith with a view to the best interests of the CLPNA; and
  - (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, she or he had reasonable grounds for believing that their conduct was lawful.
- (2) The CLPNA shall also indemnify such person in such other circumstances as the HPA permits or requires. Nothing in this Bylaw limits the right of any person entitled to indemnity to claim indemnity apart from the provisions of this Bylaw.

### Delegation

48. Subject to section 19 and 20 of the HPA, the Council may, by motion, delegate any of its powers and duties under the HPA and these Bylaws to one or more persons or committees.
- (2) A person or committee to whom a power or duty is given under the HPA or these Bylaws may in writing delegate the power or duty to one or more persons or committees.

### Bylaws in Force

49. These amended Bylaws are enacted by the Council of the CLPNA dated March 18, 2016 and further amended on March 14, 2019 and on **June 12, 2020, December 9, 2020 and April 1, 2021**.

## APPENDIX A

### TRANSITION PLAN FROM ELECTED DISTRICT REGULATED MEMBERS TO APPOINTED REGULATED MEMBERS

All CLPNA Electoral Districts are repealed.

Under these Bylaws, Regulated Members of Council shall be appointed to represent the Province of Alberta as a whole.

#### President, Vice-President, and Regulated Member Terms of Office

1. The President will continue to serve as President and Regulated Member of Council until their second term expires on August 31, 2021. Pursuant to section 21(2)(g) of these Bylaws, they will not be eligible for appointment as a Regulated Member of Council for a period of two years after they cease to be a Regulated Member of Council.
2. The Vice-President and District 3 elected member of the Council will continue to serve as Vice-President and Regulated Member of Council until their second term expires on August 31, 2022. Pursuant to section 21(2)(g) of these Bylaws, they will not be eligible for appointment as a Regulated Member of Council for a period of two years after they cease to be a Regulated Member of Council.
3. District 1, whose first term expires August 31, 2022, will continue to serve as a Regulated Member of Council and may be eligible to apply to be appointed for a second term in accordance with section 11(4) of these Bylaws.
4. District 2, whose second term expired August 31, 2020, continued to serve until March 31, 2021, in accordance with 20(3) of the previous bylaws. Pursuant to section 21(2)(g) of these Bylaws, they will not be eligible for appointment as a Regulated Member of Council for a period of two years after they cease to be a Regulated Member of Council.
5. District 4, whose first term expired August 31, 2020, continued to serve until March 31, 2021, in accordance with 20(3) of the previous bylaws, and may be eligible to apply to be appointed for a second term in accordance with section 11(4) of these Bylaws.
6. District 5, whose first term expires August 31, 2022, will continue to serve as a Regulated Member of Council and may be eligible to apply to be appointed for a second term in accordance with section 11(4) of these Bylaws.
7. District 6, will continue to serve as a Regulated Member of Council until their second term expires on August 31, 2021. Pursuant to section 21(2)(g) of these Bylaws, they will not be eligible for appointment as a Regulated Member of Council for a period of two years after they cease to be a Regulated Member of Council.
8. District 7, whose first term expires August 31, 2021, will continue to serve as a Regulated Member of Council and may be eligible to apply for appointment for a second term in accordance with section 11(4) of these Bylaws.



**Summary of Appendix A Transition Plan:  
Council Composition 50% Regulated Members & Public Members**

<b>6 Appointed Regulated Members, Including President and Vice-President</b>		
Regulated Member	Term	6 Regulated Members
President	2nd term expires August 31, 2021	1
Vice President and District #3	2nd term expires August 31, 2022	2
District 1	1st term expires August 31, 2022	3
District 2	2nd Term expired August 31, 2020	n/a
District 4	1st Term expired August 31, 2020	n/a
District 5	1st Term expires August 31, 2022	4
District 6	2nd Term expires August 31, 2021	5
District 7	1st Term expires, August 31, 2021	6

## APPENDIX B

### Updates

The CLPNA Bylaws are revised by the Council and updated from time to time. Bylaws are published on the CLPNA website in accordance with the *Health Professions Act*.

The tables below records the changes made to the Bylaws on March 14, 2019, June 12, 2020, December 3, 2020 and April 1, 2021.

Revisions made on March 14, 2019		Page Number
Table of Contents	Added a new Part for Website information; updated page numbers.	All throughout
Part 1 – General	Added a definition for the abbreviation “LPN”.	5
Part 2 – Governance	Deleted article 7(h).	7
Part 4 – Registration and Continuing Competence	Repealed and replaced article 30; added separate articles for renewal and reinstatement of a practice permit and cancellation of registration.	14
Part 6 – Membership	Repealed and replaced. Student member category added. Good character requirements added. Fees: Added a registration levy. Fees: Added a notice of intention to increase registration fees and other fees.	16-19
Part 7 – Website	Added information that may be published on the CLPNA’s website.	20

Revisions made on June 12, 2020		Page Number
Table of Contents	Added new headings and updated page numbers.	All throughout
Part 1 – General	Repealed article 1 (2) and replaced the words “she or he” with “their” .  Article 5(2): deleted the word “temporary” and replaced with the word “provisional” .	5 and throughout  6
Part 2 – Governance	Article 10: changed the President’s term from two years to three years. Article 13: added that voting can take place using “technology or any other means” . Article 17: clarifications to the Automatic Termination provisions. Article 18: impeachment provisions deleted and replaced with a requirement that Council members adhere to the Council’s Code of Conduct.	7 8 9 9
Part 3 – Election of Council	Article 22(3): Council Members seeking the President position shall submit a letter of intention before the second quarter Council meeting in the calendar year in which the President’s term ends. Changed from “in even years” . Article 23: name of committee changed from Nominating Committee to Governance and Nominating Committee. Article 23(3): clarifies that the CEO may sit on this committee. Article 24: deleted reference to “specialized practice register” .	11  11 11 11

Appendix B continued

Revisions made on June 12, 2020		Page Number
Part 4 – Registration and Continuing Competence	Article 34(2): added the composition of the Council Registration Review Committee.	15
Part 5 – Professional Conduct	Article 35: added clarification that the Hearings Director may establish a Complaint Review Committee from the Complaint Review Committee membership list appointed by the Council.	16
	Article 36: added clarification that the Hearings Director may establish a Hearing Tribunal from the Hearings Tribunal membership list appointed by the Council.	16
Part 6 – Membership	Article 39: clarifications and reorganization throughout this section including that good character provisions may only apply to Associate Members and Student Members.	17
	Article 40: wording revised to better reflect that AGMs may be held by virtual means.	18
	Article 42: added Council may establish fees for practical nurse refresher programs, advance practice training program and program review fees for each.	18-19
Part 7 – Website	Article 43(c): added that information may be posted on the website about Council approvals of practical nurse education programs and advanced training programs, Council approval status, and aggregate information on registration examination results.	20
	Article 43(d): provides the information publically available regarding associate members.	20
	Article 43(e): provides the information publically available regarding student members.	20
Part 8 – Education Program Approval	Article 44(2),(3): clarifies that ESAC provides recommendations to Council regarding standards, policies, procedures and any other issue respecting approving practical nurse programs.	21
Appendix A	Provides a transition plan for the President's term increasing from two years to three years.	24

Revisions made on December 3, 2020		Page Number
Table of Contents	Added new headings and updated page numbers.	All throughout
Part 3 – Election of Council	Article 23: is repealed and replaced. The Governance and Nomination Committee is discontinued and replaced with the Council Appointment Committee.	11

Revisions made on April 1, 2021		Page Number
Table of Contents	Updated page numbers.	All throughout
Part 2 - Governance	Council Membership – in accordance with the HPA, changed to six regulated members and six public members.	7
	Regulated members are appointed in accordance with Part 3 of the Bylaws: on recommendation to the Council by the Appointment Committee.	7
	Change: Vice president shall be elected from serving Council members including Public Members.	7
Terms of Office: President and Vice-President	New requirement: a regulated member must serve on the Council for at least one year before being elected as President or Vice-president.	7
Regulated Members	All references to District Council Members deleted. All districts are deleted except for one being the Province of Alberta as per Appendix A.	8
	One-third turn over rate each year for Regulated Members of the Council.	8
	The Council may increase or decrease the length of the term of Regulated Members to maintain the one-third turnover rate.	8
	Regulated Members may serve a second consecutive term by a majority vote of the Council.	8
Council Meetings and Quorum	Change: A quorum for a meeting of the Council exists when not less than four Regulated Members of Council and four Public Members of Council eligible to vote are present.	8
	If fewer than four Public Members are appointed, quorum shall be deemed to exist if at least four Regulated Members of Council and all of the Public Members of Council eligible to vote are present.	8
Voting on Council Matters	Change: In the event of a tie vote, the motion is considered to have failed. A Council Member who voted against the motion may move to have further deliberations and a subsequent vote on the motion.	9
Resignation	New: a Regulated Member of Council must resign their Council position if they become a CLPNA employee.	10
Vacant Council Positions	Clarification of wording throughout this section.	10
Part 3 - Appointments of Regulated Members, Election of President and Vice-President	This section has been significantly changed. The previous district elections process has been deleted and replaced with competency-based appointment process for Regulated Members.	11
Election of President and Vice President	Change: Vice-President can be a Public Member.	12
Part 5 - Professional Conduct	Complaint Review Committee – shall be comprised of now few than four individuals with at least 50 percent being public members.	15
	Hearing Tribunal - Hearing Tribunal shall be comprised of no fewer than four individuals with at least 50 percent being public members.	15
	Council Appeal Committee - The Council shall appoint no fewer than four Council Members to the Council Appeal Committee, comprised of the President, and at least three other Council Members, provided that at least 50 percent of the Council Appeal Committee must be Public Members of Council.	16
Appendix A	Change: Transition Plan from Elected District Regulated Members to Appointed Regulated Members.	24



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