

Canadian Association of Neuroscience  
Nurses/Association canadienne des infirmières et  
infirmiers en neurosciences

## **Legislation and By-Laws**

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## **PREAMBLE**

The Canadian Association of Neuroscience Nurses (CANN) sets standards of practice and promotes continuing professional education and research. Members collaborate with individuals, families, interdisciplinary teams and communities to prevent illness and to improve health outcomes for people at risk for/or neurological disorders. CANN achieves its mission statement through the direct and indirect education of nurses working with patients with or at risk for neurological disorders in a variety of settings

The Canadian Association of Neuroscience Nurses is an associate member of the Canadian Nurses Association (CNA).

### **I. NAME:**

- The name of the association shall be the Canadian Association of Neuroscience Nurses/Association canadienne des infirmières et infirmiers en neurosciences.
- Abbreviation: CANN / ACIIN

### **II. OBJECTS:**

1. To set and promote standards in the field of neuroscience nursing.
2. To promote continuing professional education in neuroscience nursing.
3. To provide methods of sharing this knowledge.
4. To establish and maintain lines of communication between nursing and other disciplines practicing in the field of neurological sciences.
5. To promote wellness and injury prevention.
6. To promote neuroscience nursing research.
7. To promote interdisciplinary neuroscience research.
8. To promote certification in neuroscience nursing.

### III. MEMBERSHIP

1. The membership shall maintain a percentage of CNA membership as required by current CNA by-laws.
2. Membership in the Association shall be open to Canadian nurses and others working in, or having a special interest in, the neurosciences. There shall be four categories of membership: General, Associate, Honorary, and Corporate.

#### **2.1. General Membership**

A general member is a nurse who is licensed to practice in Canada and who is working in or affiliated with neuroscience nursing.

#### **2.2. Associate Membership**

An Associate member is a nurse who is licensed to practice in another country, a student enrolled in a basic nursing education program, an individual practicing in a related discipline in the neurosciences and a non-practicing nurse having an interest in the field of neuroscience nursing. They are non voting members of the association and may not hold office.

#### **2.3. Honorary Membership**

Honorary membership may be granted to any member of the Association whose active participation and long-standing membership in CANN/ACIIN warrants such respect. Honorary membership shall be conferred by a majority vote of the Board of Directors. Honorary members receive lifelong membership in CANN/ACIIN, free of the Association's usual fee, and are eligible to vote and hold office.

#### **2.4. Corporate Membership**

Organizations, either non-profit or for-profit, who are interested in partnering with CANN/ACIIN in furthering the objectives of the Association, shall be non-voting members of the Association. Corporate members may not hold office.

3. Membership shall be by written application in a form and the payment of such fees as set by the Board of Directors. Upon initial enrollment, a person's membership shall be effective as of the date of receipt of a complete application for membership and shall expire on April 30<sup>th</sup> the following year and yearly thereafter.
4. There shall be an accurate and up-to-date membership list of the Association, which shall include: the member's name, address, phone number and the membership status.

#### **IV. MEETINGS OF MEMBERS**

1. An annual general meeting (AGM) of members shall be convened by the President in June. At such meeting Members shall elect the Board, receive a verbal report of the Officers and Councilors, from those not previously posted on the website, on the affairs of the Association and transact such other business as may properly come before the meeting.
2. Special meetings of the members may be called by the President or any five Board members, and shall be called by the President upon written request for same, requested by not less than fifty (50) Members. Not more than one special meeting of Members may be requested by the Members during any twelve (12) month period, unless those additional requests are made by not less than one hundred twenty-five (125) Members. The special meeting notice, as required by IV.3, shall be sent no later than forty-five days after the receipt of the request.
3. Notice of the AGM and any special meeting of Members shall be sent to all General, Associate, Honorary, and Corporate Members either by regular mail, email or via the Association's publication at least four weeks before the date fixed for the meeting.
4. The Notice of a Special meeting shall be approved by the Board and shall state the purpose for calling the meeting and list the names of those members who caused the meeting to be called.
5. The accidental omission to give notice of any meeting or the non-receipt of any notice by any Member or Members shall not invalidate any proceedings taken at the meeting of the members.

6. The presence in person at a special meeting or AGM of at least twenty (20) voting Members or 10% of the general Membership, whichever is greater, shall be necessary to constitute a quorum for the transaction of business.
7. Every Member shall be entitled to one vote on all questions that come before the meeting. A simple majority shall decide all questions, except where otherwise provided in these Bylaws.
8. The President or designee shall settle a tie vote.
9. Roberts' Rules of Order, latest revision, shall unless otherwise specified by the Board or these Bylaws, govern the order of business and procedures in all disputed cases.

#### **IV. BOARD OF DIRECTORS**

1. The governance of the Association in all matters shall be vested in a Board of Directors composed of the President, Vice-President/Secretary, Past President, Treasurer, and Provincial Councilors.
2. Provincial representation shall be as described in VIII.1.
3. Committee chairs shall be appointed by the Board and shall be ex-officio members of the Board.
4. The term of office for all Board members, except the President, Vice-President/Secretary, Past President and the Archivist shall be three (3) years, unless otherwise determined by the executive.
5. After an interval of one year, a Member may be re-elected to the Board.
6. The Past President shall submit to the Board at its midyear meeting a list of anticipated vacancies for the coming year.
7. Should a Board vacancy occur between elections, such vacancy might be filled by the Board of Directors for the remainder of the term from the voting membership, so long as the regional representation is maintained. Appointment of a Member to fill said vacancy shall not prevent the Member being nominated to serve on the Board at the next AGM.

8. Any two Members may nominate candidates for the Board by submitting in writing to the Past President the name(s) of the candidates, with the required consent, not less than thirty (30) days prior to the Annual General Meeting.
9. All candidates for the Board shall be voting Members of the Association and shall sign a letter consenting to be a candidate.
10. A Board Member or Committee Chair shall cease to be a member of the Board of Directors if he/she:
  - a) Submits a letter of resignation to the President
  - b) Dies
  - c) Becomes legally of unsound mind
  - d) Fails to fulfill his/her duties as prescribed in the Terms of Reference and is removed from office by a two-thirds majority vote of the Board of Directors.

**V. MEETINGS OF THE BOARD**

1. Meetings of the Board of Directors shall be convened at such time and place as may be fixed by the Board of Directors, and may be called at other times by the President or any five (5) Councilors and/or Officers. These meetings of the Board may be held by teleconference.
2. One-half of the current membership of the Board shall constitute a quorum for the transaction of business at any meeting of the Board.
3. Each Councilor, Officer and/or Professional Practice Chairperson shall be entitled to one vote at Board meetings and all questions will be decided by a simple majority of the Councilors, Officers and/or Professional Practice Chairperson present and voting unless otherwise provided in these Bylaws.
4. Notice of meetings of the Board will be sent under the direction of the Secretary at least thirty (30) days before the date fixed for such meeting. An agenda for the meeting will be circulated at least five (5) days before the fixed date of the

meeting. Failure of the notice to arrive on time due to circumstances beyond control of the Secretary shall not invalidate the meeting.

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5. Any Councilor and/or Officer who misses three or more consecutive regular or special meetings of the Board shall be deemed to have resigned from the Board and shall be so notified.
6. Any Councilor and/or Officer to whom VI.5 applies shall be given the opportunity to appeal in person or in writing within forty-five (45) days of the notice being sent.

## **VII. OFFICERS**

1. The Officers of the Association shall be:
  - a) President
  - b) Vice-President/Secretary
  - c) Past-President
  - d) Treasurer
2. The Officers, subject to the approval of the Board, shall administer the duties of the Board between scheduled meetings of the Board of Directors.
3. The Officers, except the treasurer, shall be elected directly by the voting membership of CANN/ACIIN.
4. The Board shall nominate and elect the treasurer who shall be a voting member of the Association.
5. All officers, except the Treasurer, shall hold offices until the next AGM or until their successors are elected. The treasurer shall hold office for three years.
6. The President shall:
  - a) Preside at all meetings of the Members and the Board.
  - b) Provide leadership to the Board and CANN/ACIIN to facilitate the ongoing progress of the Association and its objectives.
  - c) Report his/her activities to the Board at quarterly intervals.
  - d) Carry out other duties described in the Association's Terms of Reference.

7. In the event of the death of the President, or absence, or inability for any cause, to carry out the duties of the Presidency, the Vice-President shall perform these duties until the President can resume the duties or a successor is elected.
8. The Vice-President/Secretary shall:
  - a) Serve as Vice-President for one year, President the following year, and become Past-President for the year following his/her term as President.
  - b) Shall, at some time prior to the nomination, have served on or chaired a Committee or have been a member of the Board.
  - c) Perform the duties of President, in the event of his/her absence or incapacity.
  - d) Record and distribute minutes of all Board meetings and the AGM.
  - e) Carry out other duties described in the Association's Terms of Reference.
9. The Past-President shall:
  - a) Chair the Nominations committee.
  - b) Act as an advisor and resource to the President, Vice-President, and the Board.
  - c) Carry out other duties described in the Association's Terms of Reference.
  - d) Follows terms of reference for committees/portfolios II-L and II-F (Legislation and Bylaws Portfolio)

10. The Treasurer shall:
  - a) Deposit or cause to be deposited in a financial institution approved by the Board all moneys received by the Association. The Board shall approve signatories for all bank accounts.
  - b) Hold safe against loss any funds and securities of the Association.
  - c) Report regularly to the Board of Directors upon the financial standing of the Association.
  - d) Prepare an annual budget for the Association.
  - e) Prepare and present an annual financial report to the general Membership at the AGM.
  - f) Carry out other duties described in the Association's Terms of Reference.
11. The Officers will meet at least quarterly by teleconference, at the midyear point, and prior to the AGM.

### **VIII. PROVINCIAL COUNCILLORS**

1A. There shall be representation elected from each of the Canadian provinces as follows:

- Newfoundland - One Councilor
- New Brunswick / Prince Edward Island - One Councilor
- Nova Scotia - One Councilor
- Quebec - One Councilor
- Ontario - Three Councilors
- Manitoba - One Councilor
- Saskatchewan - One Councilor
- Alberta - Two Councilors
- British Columbia - One Councilor

1B. Any province may request another chapter status, meeting the criteria as determined by the board. For guidelines requesting chapter status with councilor positions refer to Appendix section.

1. The chief function of the provincial councilors is information dissemination to the Membership:
  - a) The Councilor shall advise their represented area of the activities of CANN/ACIIN.
  - b) The Councilor shall facilitate the input of the Members to the Board.
  - c) The Councilor shall bring forth issues and concerns affecting the neuroscience community in their area.
2. The Councilor shall carry out other duties described in the Association's Terms of Reference.

## **IX. COMMITTEES**

- 1A. The Board shall authorize the appointment, including Chairperson and members, of standing Committees, special Committees, or Portfolios whose duties and terms of reference shall be as designated by the Board, as it may from time to time deem desirable. All Committees shall be under the direction of and shall report to the Board.
- 1B. In some circumstances, the board shall authorize the appointment of co-chairs for particular committees or portfolios.
2. Committees shall meet at the call of the Chairperson. Meetings may be held by teleconference.
3. There shall be a member of the Board on each Committee.
4. Associate members may serve on committees but may not serve as chair nor hold a vote.
5. The President is an ex-officio member of all committees and, as such, will receive the minutes of all committee meetings.
6. The chairs of all committees shall prepare a bi-annual written report for the President and the Board, and a written annual report for the AGM.

## **X. ELECTIONS**

1. Elections shall take place at the Annual General Meeting.

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2. Voting shall be by secret ballot, and will be presided over by a Nominations Committee.
3. Should there be only one name put forward for vacant positions, said position shall be acclaimed.

## **XI. FINANCIAL MATTERS**

1. Annual fees are payable to the Canadian Association of Neuroscience Nurses and shall be forwarded to the Treasurer.
2. Annual fees shall be proposed by the Board of Directors and submitted to the general Membership at the AGM for approval.
3. There shall be an annual budget prepared by the Treasurer showing the expected income and expenses of the ensuing fiscal year. The budget shall be submitted to the Board of the annual Board of Directors meeting.
4. The Board shall review, modify as deemed necessary, and approve the budget. The approval of the budget, in whole or in part, shall be a warrant for the expenditure of the amounts so approved in the fiscal year that the budget covers.
5. The President and the Treasurer of the Association shall sign in the name and on the behalf of the Association, all contracts, deeds, documents, and other instruments requiring execution on behalf of the Association. The Board may, from time to time, designate other officers to sign in the place of either the President or Treasurer.
6. Financial affairs of each provincial chapter shall be the responsibility of that chapter.
7. No debt, liability, or other obligation shall be incurred or entered into by or in the name of the Association by any Member, Officer, Committee, or other person without written authority from the Board.

**XII. INDEMNIFICATION OF COUNCILLORS AND OFFICERS**

In order to induce Officers and Councilors of the Association to continue to serve as such and to induce others to serve as Officers and/or Councilors and in consideration of such services, the Association shall indemnify and hold harmless the Officers and Councilors, now and hereafter serving the Association, from and against any and all claims and liabilities to which the Councilors or Officers may be or become subject to by reason of their now or hereafter being or having heretofore been a Councilor and/or Officer of the Association and/or by reason of their alleged acts or omissions as a Councilor and/or Officer as aforesaid. The foregoing rights of Councilors and Officers shall not be exclusive of other rights to which they may be lawfully entitled.

**XIII. AMENDMENTS TO THE LEGISLATION AND BYLAWS**

9. Suggestions for amending these Bylaws may be submitted by a voting Member to the Board no later than ninety (90) days prior to a CANN/ACIIN Annual Meeting.
10. The Board of Directors may propose clarification, repeal, or re-enactment of the Bylaws but such action must be approved by the Voting membership at the Annual General Meeting by not less than 2/3 of the members present.
11. All amendments must be circulated to the general membership at least thirty (30) days prior to the Annual General Meeting.
12. These Bylaws become operative upon a ratification vote of the Members.
13. Effective the date of ratification of these Bylaws, all previous "Legislation and Bylaws" of the Association of the same purport are repealed and replaced.

Adopted by the Board this 16<sup>th</sup> day of June 1998.

Ratified by the Members this 18<sup>th</sup> day of June 1998.

Amended by the Members June, 2008.

Amended by the Members June, 2012

Ammended by Members June 2014

CANN/ACIIN  
ORGANIZATIONAL CHART

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