

Standard:	By-Laws
Approved By:	CMNL
Date Approved:	August 2017
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Effective Date:	September 2016



## **BY-LAWS for Midwives Practicing in Newfoundland and Labrador**

**Name**            College of Midwives of Newfoundland and Labrador

**Address**        PO Box 39  
                      Cooks Harbour, NL A0K 1Z0

### **Definitions**

“Act” means the Health Professions Act (2010).

“Annual General Meeting” means the annual general meeting (AGM) of the College for the presentation of reports, including financial statements and conducting other business.

“College” means the college of a health profession or group of health professions established under the Act. For the purpose of these by-laws, College refers to the College of Midwives of Newfoundland and Labrador (CMNL).

“The Council” means the Newfoundland and Labrador Council of Health Professionals (NLCHP) established under the Act. The duties of the Council are to regulate the practice of each health profession listed in the Schedule that is subject to the Act, the regulations and the by-laws. The Council promotes collaboration with the colleges and between the colleges.

“Honorary Associate Member” means an individual who is eligible to be registered with the Council but currently does not hold general status registration and who pays the College fees.

“Honorary Member” means an appointed individual, who graduated from a midwifery program, and is recognized as having made a significant contribution to the midwifery profession in Newfoundland and Labrador.

“Members of the College” means all registered midwives, honorary members and honorary associate members.

“Officer” means a member of the College who has been elected to carry out duties of the College.

“Quality Assurance” means systematic monitoring and evaluation by the Quality Assurance Committee of the Council to ensure that midwives provide quality practice and comply with the competencies and standards set by the College.

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“Registered Midwife” means a midwife who has satisfied the requirements for registration with the Council. Registered midwives (RM) are also required to be members of the College.

“Transitional Leadership” means the leadership of the College until such time there are sufficient RMs to be elected members of the Board.

## **College Finances**

Financial year: April 1 to March 31

In each fiscal year there must be a review of the College’s financial books, records and accounts. The said review shall be submitted and presented at the AGM of the College.

## **Duties of the College**

The College:

- Acts in all matters in the best interests of the public.
- Establishes the scope of practice for midwives registered under the Act.
- Establishes the entry to practice requirements for midwives.
- Develops and updates, when necessary, the standards of practice for midwives.
- Approves programs of study and establishes continuing education criteria.
- Liaises with the Council and advises on professional midwifery matters.
- Holds meetings for members and represents the profession of midwifery to the general public.
- Establishes a code of ethics.
- Establishes a document regarding conduct deserving of sanction.
- Submits an annual report to the Council before January 31 each year.

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## **Transitional Leadership of the College**

The Transitional Leadership will be in effect from the time the Regulations come into force until the College has sufficient members to fulfill its duties. The Transitional Leadership will consist of midwives who are registered in Newfoundland and Labrador or in another regulated jurisdiction in Canada as approved by the Council.

Once the College has sufficient members the Transitional Leadership will be replaced with elected College members who have general status registration with the Council and at which time these By-laws will be amended.

Transitional Leadership will consist of: chairperson, vice-chairperson, secretary/ treasurer, elected member to the Council, and chairpersons of standing committees.

Officers will serve without payment. In prior agreed circumstances an officer may be reimbursed for travel and other expenses related to her/his duties as an officer of the College.

## **Officers**

### **Chairperson**

The chairperson will:

1. Preside at all College general meetings including the AGM. In the absence of the chairperson, the vice chairperson will preside. If neither is present, the officer in attendance at the meeting will appoint another officer to chair the meeting.
2. Be an ex officio member of all College committees.
3. Be a member of the Council as per the Act.
4. Submit an annual report to the Council before January 31 each year.
5. Represent the College on the Canadian Midwifery Regulators Consortium (CMRC).
6. Have signing authority. All authorizations for payment must have two signatures.

### **Vice chairperson**

The vice chairperson will:

1. Perform the duties and exercise the powers of the chairperson in the absence of the chairperson.

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2. Have signing authority. All authorizations for payment must have two signatures.
3. Keep the required website current in conjunction with the website committee.
4. Perform other duties and assist other officers as may be required from time to time.

### **Secretary/Treasurer**

The secretary/treasurer will:

1. Keep a record of the names and contact information of all members of the College.
2. Give notice of all meetings, as stated in the “Meeting” requirements, and provide proxy waiver notices when an election is to be held.
3. Take minutes of all College meetings and distribute to other officers or all members of the College, as appropriate.
4. Keep secure all books, papers, records, correspondence, contracts and other College paper and electronic documents.
5. Collect and distribute mail to appropriate members and post mail as required.
6. Perform other duties that may, from time to time, be determined by the College officers.
7. Chair the finance committee and report recommendations to the officers.
8. Attend all meetings of the officers and the AGM, and give verbal and written financial reports.
9. Collect and bank the monies paid by members to the Council and then transferred to the College, and notify the officers if money is not received from a College member.
10. Deposit monies only in Canadian chartered banks and credit unions where the principal and interest are fully guaranteed.
11. Conduct all financial business on the College’s behalf with at least one other officer.
12. Have signing authority. All authorizations for payment must have two signatures.
13. Keep full and accurate accounts of all receipts and disbursements of the College.

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14. Develop a budget for the College, present this verbally and in writing, and present a budget for the coming year at the AGM of the College.
15. Arrange a review of the accounts at the end of each financial year and for the College to approve a reviewer.
16. Arrange for fiduciary insurance for the College officers.
17. Ensure that all monies received by the College shall be applied to its duties under the Act.

### **Committees**

Each committee chairperson will prepare and submit an annual report of the committee's activities and will also provide information at the AGM for inclusion in the annual report to the Council. Each committee chairperson will keep officers of the College informed of issues that arise and report at College general meetings, as required.

Once a committee has been established, the committee members will develop the terms of reference for the committee.

### **Standing Committees**

Committees will be established and will include members of the College and any other persons as approved by the College. The committees will include:

*Education committee:* Sets requirements for continuing education, professional development and continuing competencies. Develops and maintains a list of acceptable Canadian midwifery education programs for College approval.

*Practice committee:* Reviews and amends the midwifery policies for College approval and any other duties, as required by the College.

*Website committee:* Oversees the construction, updating and maintenance of the website, as directed by the Act.

*Finance committee:* Oversees the finances of the College in collaboration with the treasurer.

### **Ad Hoc Committees**

*Nominations committee* will be formed for the purpose of organizing an election for College officers and honorary members.

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*Resolutions committee* will be formed to organize and submit resolutions for the AGM of the College.

Other temporary committees will be established as the need arises. At a general meeting of the College, members may decide that an ad hoc committee should be changed to a standing committee if appropriate.

### **Council and Council Committees**

College members may be required to represent the College on the Council and on the committees of the Council.

### **Members**

Any person accepted for registration by the Council to engage in the practice of midwifery shall be a member of the College.

### **General Members**

A general member is a midwife registered with the Council's registration committee and meets the requirements as set out in the Newfoundland and Labrador Midwives' Regulations.

A general member shall have full membership and rights, including the right:

- To receive a notice of the AGM;
- To receive a notice of every special meeting;
- To attend and participate in every AGM of members and special meetings of members;
- To vote at every AGM of members and special meetings of members;
- To serve as a member of the Board of the College and to vote at meetings of the Board.

### **Honorary Members**

Honorary members shall be appointed by the College, and shall remain honorary members for life unless such membership is rescinded in accordance with the provision of this article. Honorary members shall not have the right to engage in the practice of midwifery or be nominated for a Council position.

Honorary members shall have the right:

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- To receive a notice of the AGM;
- To receive a notice of every special meeting;
- To attend and participate in every AGM and special meetings of members;
- To serve on committees of the College;

An honorary membership ends upon the earlier of:

- Receipt by the College of a written resignation by the honorary member;
- A vote of 75% of the members in attendance at either an AGM or special meeting to rescind the honorary membership;
- Death, incapacity or bankruptcy of the honorary member.

### **Honorary Associate Member**

An Honorary Associate member shall make application to the College and shall be approved for membership if the applicant meets the following:

- Is registered in another Canadian jurisdiction, but is not registered with Council;
- Meets the registration requirements but currently does not hold general status registration with the Council;
- Pays the College membership fee;
- Complies with the continuing education, professional development and continuing competency requirements of the College.

Honorary Associate members shall have the right:

- To receive a notice of the AGM;
- To receive a notice of every special meeting;
- To attend and participate in every AGM and special meetings of members;
- To vote at the AGM and special general meetings;

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- To serve on committees of the College;
- To serve as a member of the Board of the College and to vote at meetings of the Board;

Honorary Associate membership ends upon the earlier of:

- Receipt by the College of a written resignation by the honorary associate member;
- Renewal of general status registration with the Council;
- Failure of the honorary associate member to renew membership on an yearly basis;
- Failure of the honorary associate member to meet the continuing education, professional development and continuing competency requirement of the College;
- A vote of 75% of the members in attendance at either an AGM or special meeting of the College to rescind the honorary associate membership;
- Death, incapacity or bankruptcy of the honorary associate member.

### **Meetings of the College**

1. The chairperson will preside at all College general meetings including the AGM. In the absence of the chairperson, the vice chairperson will preside. If neither is present the officers in attendance will appoint another officer to chair the meeting.
2. Notice of meetings will be given to all College members, at least 30 days before the meeting is to be held, stating date, time and venue. The agenda will be provided at least 10 days in advance. In the case of a conference call or by other electronic media the contact information and pass code will be provided for access to the meeting.
3. All meetings will observe Robert's Rules of order.

### **Annual General Meetings**

The College shall hold an AGM of members once during each calendar year at a time and place that the officers will determine to:

1. Receive the financial statements of the College;
2. Receive the Annual Report of the College and receive the verbal and written reports of the College's committees;

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3. Receive the verbal and written report by the chairperson and other officers, concerning the activities of the College since the last AGM;
4. Conduct elections for the College and Council;
5. Transact other business as required.
6. Officers will be elected for a two year term. They may be re-elected but may no serve in the position for more than nine consecutive years.
7. Any resolution, motion or matter carried or passed at an AGM shall be considered at the next general meeting of the College.

### **General meetings**

1. The College may call general meetings as needed to discuss College business.
2. Meetings with all members of the College, or between officers, or between committee members, may be face-to-face, by conference call or other electronic means.
3. The only persons entitled to attend a meeting of the College will be the members and any other person at the invitation of the chairperson.

### **Voting**

1. Voting may be by a paper ballot, or show of hands. If electronic methods (such as conference calls) are being used, each member eligible to vote will be asked for their verbal response, or in the case of a secret ballot this may be by e-mail by a set time.
2. Voting may be by proxy, in which case the nominee hands the vote to the chairperson before the meeting begins.
3. Members who have General Status, or General Temporary Status registration, or Honorary Associate Members may vote at meetings of the College. Honorary Members of the College may attend meetings and participate, but not vote.
4. Any voting member may nominate for office another voting member with the nominee's written consent.
5. If there is a tie the chairperson of the College may cast the deciding vote.

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## **Quorum**

At College special meetings and the AGM a quorum will be 50% plus one of voting members. If a quorum is not present the members may wish to adjourn until the following week. Notice of the adjournment will be sent to all College members.

## **Resignation**

If an officer or other member of any committee resigns, a notice in writing must be sent to the chairperson or vice chairperson if the chairperson is resigning. The officers will appoint a replacement until the next AGM.

## **Amendments**

The by-laws for the College may be amended or repealed at an AGM of the College. Any amendments must ensure that the by-laws maintain consistency with the Act and the Newfoundland and Labrador Midwives' Regulations. A 30 days' notice, in writing, for proposed amendment or repeal of part or all of the by-laws, will be given to members of the College prior to the meeting.

## **Continuing Competencies, Continuing Education and Professional Development**

Midwives are required to complete the continuing education, professional development activities and continuing competencies as directed by Council. (See Appendices F and G).

## **Advertising/Media Communication**

The chairperson or designate appointed by the Chairperson shall be the spokesperson for the College. All publications and statements made on behalf of the College, and the use of the name of the College and its logo shall abide by College policy. (See Appendix H).

## **Confidentiality and Privacy of Midwifery Records**

The midwife must provide for the secure storage, retention and disposal of records to minimize the risk of unauthorized access to or disclosure of personal health information. The midwife must also protect against theft, loss, unauthorized use, copying or modification of records (Personal Health Information Act, 2011).

## **Conduct Deserving of Sanction**

Any conduct deserving of sanction, incapacity and failure to safely perform professional duties, failure to protect the public's interest, sexual, psychological or physical abuse, including child

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abuse and professional misconduct must be reported to the Council. This also includes “bullying” between professionals (see Appendix E).

Child abuse is a legal offence that must be reported to the appropriate authorities.

## **Registration**

A person may not practice as a “Midwife” in Newfoundland and Labrador unless registered with the Council according to the Act.

## **Practice**

Midwives will follow the requirements of the Midwifery Regulations, the College by-laws, including the Appendices and the College Guidelines/Protocols. If the College does not have a particular Guideline/Protocol then the SOGC Guideline will be followed or another policy approved by the College such as another association’s or the Canadian Midwifery Regulators Council.

## **Types of registration**

1. A midwife with General Status registration who meets all the requirements as outlined in section 5 of the Newfoundland and Labrador Midwives’ Regulations.
2. A midwife with General Temporary Status registration who meets all the requirements as outlined in section 6 of the Newfoundland and Labrador Midwives’ Regulations.

## **Students**

Student midwives from an accredited institution who are insured and are seeking a clinical practicum must be supervised by a midwife with General Status registration or by another appropriate health professional.

## **Educator Presenters**

These by-laws do not prevent a midwife registered in another province or country from becoming temporarily engaged in Newfoundland and Labrador to provide education. The midwife will not however be able to practice midwifery in this province during the period of engagement.

## **Appendices**

Appendix A: Model of Midwifery Practice

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Appendix B: Competencies for Midwifery Practice

Appendix C: Standards for Midwifery Practice

Appendix D: Code of Ethics

Appendix E: Conduct Deserving of Sanction

Appendix F: Continuing Competencies

Appendix G: Continuing Education and Professional Development

Appendix H: Advertising/Media Communication