

Below you will find a draft copy of the updated NBASW bylaws as proposed by the Bylaws Committee. These revisions have been made to ensure that the bylaws align with the modernized NBASW Act that will be presented to the New Brunswick Legislature in the Fall of 2018.

Comments have been included in the margins to direct readers to where the corresponding content can be found in the existing bylaws document. Where new content has been added, a comment explaining the rationale has been provided. Finally, any content that was not carried over from the existing bylaws has been placed at the end of the document and a rationale for its exclusion has been provided.

The Bylaws Committee has worked hard to present to you a draft that has been well researched and thoroughly debated by the Committee, which is made up of representatives from various regions and social work backgrounds. This document has undergone several revisions and is still in draft format. Before presenting the proposed version to the NBASW Board of Directors, the Bylaws Committee is seeking feedback from you, the NBASW members. Feedback will be collected during a provincial chapter tour, and will also be accepted as written submissions from members.

Once member feedback has been collected it will be analyzed and used to inform any further changes to the bylaws that may be necessary. The Bylaws Committee will then present the draft bylaws for approval by the NBASW Board of Directors. With approval from the Board, a final version of the bylaws will be brought to the 2019 NBASW AGM for a vote.

2018 DRAFT

INTERPRETATION

1.1.0 **In** these by-laws, expressions shall be interpreted in accordance with the *New Brunswick Association of Social Workers Act* (the "Act").

Commented [NBASW1]: Note 1

1.1.1 **Unless** otherwise stated, a majority vote means fifty percent plus one.

Commented [NBASW2]: 7.02 (Quorum) & 7.03 & 19.09

1.1.2 **"Notice"** means the delivery of paper or electronic communication to the last known address, email account, or facsimile number of all Members, as appearing in the records of the Association or if no such records, such address, email account, or facsimile number as the Association may consider to be the most likely place to promptly reach such persons.

Commented [NBASW3]: New. Added to provide clarification.

1.1.3 **"days"** means calendar days unless specified otherwise.

Commented [NBASW4]: New. Added to provide clarification.

1.1.4 **"Good Standing"** means any Member who has satisfied the conditions of their membership and who is not in arrears in fees to the Association.

Commented [NBASW5]: New. Added to provide clarification.

MEMBERSHIP

2.1.0 The sub-classifications of Membership shall be:

- (a) Practicing Members;
- (b) Non-Practicing Members;
- (c) Temporary Authorized Members;
- (d) Student Members;
- (e) Supervised Student Members;
- (f) Retired Practicing Members; and
- (g) Honourary Members.

Commented [NBASW6]: 4.01. Membership categories have been streamlined.

2.1.1 Practicing Members are persons who by virtue of being entered in the Register are entitled to work within the scope of practice Social Work and represent themselves as Registered Social Workers.

Commented [NBASW7]: 4.02 Although the name has changed, these individuals have all the same entitlements as the category currently known as Regular Members.

2.1.2 Non-Practicing Members are persons not entered in the Register, not entitled to work within the scope of practice of Social Work, and not entitled to represent themselves as Registered Social Workers.

Commented [NBASW8]: 4.03 The category of Not Employed Members has been replaced with Non-Practicing. This category now captures all individuals who are not practicing within the scope of social work including: Out of Province, Not Employed, Long-Term Disability and those on Parental Leave.

2.1.3 Temporarily Authorized Members are individuals entered in the Register as Registered Social Workers for a special purpose and limited time.

Commented [NBASW9]: Section 12. While this is a new membership category, allowing social workers from outside of New Brunswick to practice in the province with a Special Permit remains the same.

2.1.4 Student Members are persons enrolled in an accredited Bachelor or Master of Social Work program.

Details regarding applying for a Special Permit have been moved to the Committee of Examiners Manual.

Commented [NBASW10]: 4.05. This category remains the same. Membership as a Student Member remains voluntary.

2.1.5 Supervised Student Members are persons undertaking a practicum in New Brunswick as part of an accredited Bachelor or Master of Social Work Program and authorized to work within the scope of practice of Social Work under the supervision of a Practicing Member.

Commented [NBASW11]: New. This category has been created specifically to ensure that students completing a practicum in New Brunswick are members of the NBASW and required to practice ethically (thereby protecting the public). These students must complete their practicum under the supervision (direct or indirect) of a Registered Social Worker. Membership as a Supervised Student Member is required for anyone completing a social work practicum in NB.

2.1.6 Retired Practicing Members are former Practicing Members who are no longer entitled to work within the scope of practice of Social Work on retirement, who are entitled to represent themselves as a Retired Registered Social Worker or RSW Retired.

Commented [NBASW12]: 4.08 While the title of this category has changed, the requirements remain the same. Individuals who were practicing social workers in NB and who retire from practice may become Retired Practicing Members.

2.1.7 **Honorary Members** are persons deemed to have made some outstanding contribution to Social Work as confirmed by a unanimous vote by the Board.

Commented [NBASW13]: 4.07 This category remains the same.

Membership Entitlement

2.2.0 **Practicing Members** are entitled to attend and vote at Annual and Special Meetings of the Association, to be elected to the Board as provided for in these by-laws and serve on Committees of the Board.

Commented [NBASW14]: 15.01 The entitlements of Practicing Members (formerly Regular Members) remain the same.

2.2.1 **Non-Practicing Members** are entitled to attend Annual and Special Meetings as of the Association as observers and serve on Committees of the Board.

Commented [NBASW15]: 15.01 Unlike the former category of Not Employed Members, Non-Practicing Members are not entitled to vote or hold elected office. Best practice for bylaws would suggest that Practicing and Non-Practicing Members should not have the same level of entitlements. Members wishing to retain voting rights and/or hold office can choose to register as Practicing Members.

2.2.2 **Student Members** are entitled to attend Annual and Special Meetings of the Association as observers and serve on Committees of the Board.

Commented [NBASW16]: 15.01 The entitlements of Student Members remain the same.

2.2.3 **Supervised Student Members** are entitled to attend Annual and Special Meetings of the Association as observers and serve on Committees of the Board.

Commented [NBASW17]: This new category provides Supervised Student Members with the same entitlements as Student Members.

2.2.3 **Temporarily Authorized Members** are entitled to attend Annual and Special Meetings of the Association as observers.

Commented [NBASW18]: 15.01 The entitlements of Temporarily Authorized Members (formerly known as Special Permit holders) remains the same.

2.2.4 **Retired Practicing Members** are entitled to attend Annual and Special Meetings fo the Association as observers as sit on Committees of the Baord.

Commented [NBASW19]: 15.01 Unlike the former category of Retired Members, Retired Practicing Members are not entitled to vote or hold elected office. Best practice for bylaws would suggest that Practicing and Retired Members should not have the same level of entitlements. Members wishing to retain voting rights and/or hold office once they retire can choose to register as Practicing Members.

2.2.5 **Honourary Members** are entitled to attend Annual and Special Meetings of the Association.

Commented [NBASW20]: 15.01 The entitlements of Honourary Members remain the same.

COMMITTEE OF EXAMINERS

Composition & Authority

3.1.0 **The** Board shall appoint a Committee of Examiners.

Commented [NBASW21]: 18.02A Members of all committees are appointed by the Board

3.1.1 **The** Examiners shall be responsible for the approval of all applications for entrance in the Register as well as the approval of all Student and Supervised Student Memberships.

Commented [NBASW22]: New. This is already the current practice and is now being formalized in the bylaws.

3.1.2 **To** carry out its duties, the Examiners may request that the Board appoint additional

Commented [NBASW23]: New. This is already the current practice and is now being formalized in the bylaws

members as may be required.

3.1.3 In carrying out their duties, the Examiners may;

- (a) determine proof required of education, good character and experience;
- (b) administer examinations including location, fees, and examiners.

Commented [NBASW24]: 19.02 – 19.08 The bylaws grant the Committee of Examiners authority over the membership process. Specific details about the application process have been moved to the Committee of Examiners Manual.

Academic Standards

3.2.0 The academic requirements for entrance in the Register as a Registered Social Worker shall be satisfied by graduation from an accredited Social Work program as approved by the Examiners.

Commented [NBASW25]: New. This was formerly in the NBASW Act only and has now been added to bylaws.

3.2.1 The academic requirements for issuance of a Student or Supervised Student Membership shall be satisfied by enrollment in an accredited Bachelor or Master of Social Work program as approved by the Examiners.

Commented [NBASW26]: New.

Delegation of Authority

3.3.0 The Examiners may delegate to the Registrar the authority to determine established requirements for entrance in the Register, including if the applicant:

Commented [NBASW27]: New. The updated legislation gives the Committee of Examiners the ability to delegate authority to the Registrar to determine if requirements for membership have been met.

- (a) is a resident of Canada, entitled to be a resident of Canada, or an ordinary resident of a province or territory in Canada;
- (b) is of the age of legal majority;
- (c) has graduated from an accredited Social Work Program;
- (d) has provided satisfactory evidence of good character;
- (e) is, if applicable, in good standing with any other related regulating body of Social Work in any other jurisdiction; and
- (f) has paid the fees for examination.

3.3.1 The Examiners may delegate to the Registrar the authority to approve applications and notify unsuccessful applicants of their status and rights of

Commented [NBASW28]: New. The updated legislation gives the Committee of Examiners the ability to delegate authority to the Registrar to approve applications for membership. This will streamline and accelerate the approval process which will benefit both social workers and their employers.

appeal.

3.3.2 This section with necessary modifications, applies to applications for Student Members.

Commented [NBASW29]: New.

3.3.3 This section with necessary modifications applies to Supervised Student Members who will, as a precondition to being granted such membership and permitted a practicum working within the scope of practice of Social Work, satisfy all requirements determined by the Examiners, including being subject to the Association's Complaints and Discipline processes.

Commented [NBASW30]: New. As a measure to protect the public, supervised student members (as individuals who are practicing within the scope of social work in NB during their practicum) will be subject to the NBASW complaints and discipline process.

Policies & Procedures

3.4.0 The Examiner's Policies and Procedures of the Examiners and the forms in relation thereto shall be contained in a document entitled "Policies and Procedures of the Committee of Examiners" as approved by the Board.

Commented [NBASW31]: New.

FEES

4.1.0 On ratification of the annual fees in Schedule A of these by-laws by the Membership at an Annual General Meeting or Special Meeting of the Association, the Board may establish annual increases not exceeding five percent and an aggregate increase(s) over any consecutive three-year period not exceeding ten percent.

Commented [NBASW32]: Schedule A (Fees) Bullet 3 The formula for increases to membership dues remains the same.

4.1.1 Increases beyond those contemplated above require approval of the Membership at an Annual General Meeting or Special Meeting of the Association.

Commented [NBASW33]: Schedule A (Fees) Bullet 3 Approval process remains the same.

4.1.2 Fees for services or products shall be established by the Board.

Commented [NBASW34]: New. An example of this would be the \$60 application fee for individuals applying for registration. Previously these fees were set out in Schedule A of the bylaws. The updated bylaws grants the Board of Directors the power to establish these fees.

Waiver, Reduction, & Refunds

4.2.0 The Board may waive fees, reduce fees, or reduce or waive fees in arrears.

Commented [NBASW35]: New. This is already the current practice and is now being formalized in the bylaws.

4.2.1 The Board shall waive fees for Honourary Members.

Commented [NBASW36]: 5.03 The fee for Honourary Members remains \$0

4.2.2 All fees, except those for administration of examinations and assessment of qualifications, shall be refunded to an applicant who is not entered in the Register.

Commented [NBASW37]: New. This is already the current practice and is now being formalized in the bylaws.

Deadlines & Enforcement

- 4.3.0 Annual registration and related fees are due and payable by March 31.
- 4.3.1 Failure to comply with registration requirements and pay fees by March 31 shall result in the individual being struck from the Register.
- 4.3.2 Any individual struck from the Register shall be returned to the Register within a one-year period on payment of all outstanding fees and submission of all registration requirements.
- 4.3.3 Any individual struck from the Register for more than one year shall be required to make application to the Committee of Examiners for reinstatement.

Commented [NBASW38]: 5.02 Language changed from “before April 1” to “by March 31” for clarity. Process remains the same.

Commented [NBASW39]: 11.04

Details about written notice being provided to members have been moved to the Rules.

The former bylaws indicated that a member who failed to pay their dues would be struck from the Register after 30 days. This 30 day waiting period has been removed, as processing time is no longer required with online registration.

Commented [NBASW40]: New. This is already the current practice and is now being formalized in the bylaws.

Commented [NBASW41]: New. This is already the current practice and is now being formalized in the bylaws.

MANAGEMENT

Head Office & Fiscal Year End

- 5.1.0 The Head Office of the Association shall be in Fredericton, New Brunswick.
- 5.1.1 The Fiscal Year End is March 31.

Commented [NBASW42]: Section 2

Commented [NBASW43]: Section 21

Elected Officers

- 5.2.0 The elected officers of the Association, shall be the President, Vice-President Secretary, and Treasurer.
- 5.2.1 The President is the Spokesperson for the Association and presides at meetings of the Executive Committee, Board, Annual General Meetings and Special Meetings.
- 5.2.2 The Vice-President assists the President as necessary and is Chair of the Nominating Committee.
- 5.2.3 The Secretary issues Notices of all meetings and is responsible for the maintaining minutes of all Board, Annual General, and Special Meetings of the Membership.
- 5.2.4 The Treasurer prepares and presents the Budget to the Board and applies all financial Rules adopted by the Board.

Commented [NBASW44]: Sections 8 & 10 Previously called the Executive Committee, now called Elected officers.

Commented [NBASW45]: 10.01

Commented [NBASW46]: 10.02 To simplify the process for nominations, the Vice-President will now serve as Chair of the Nominating Committee.

Commented [NBASW47]: 10.03

Commented [NBASW48]: 10.04

Annual Audit

5.3.0 A firm of Chartered Professional Accountants shall be appointed at each Annual Meeting to conduct an annual audit. The audit shall include an examination in to the financial condition of the Association, the preparation of a balance sheet, income statements and any other required reports. The audited statements shall be submitted by the Treasurer to the Board for approval before presentation to the Annual Meeting.

Commented [NBASW49]: 3.02 E
This process remains the same.

ANNUAL & SPECIAL MEETINGS

6.1.0 The Annual Meeting of the Association shall be held with in April 1st and June 30th at a place within New Brunswick as determined by the Board.

Commented [NBASW50]: 13.01

Commented [NBASW51]: 14.01 The ability to call a Special Meeting has been expanded from the President to the Board.

A meeting may be requested by 10 or more voting members (consistent with current bylaws). A timeframe of 60 days has been established for the NBASW to call a meeting upon receipt of a written request.

6.1.1 The Board may call a Special Meeting of the Association within New Brunswick and shall call a Special Meeting within sixty days of receipt of a written request by ten or more Members entitled to attend and vote at such a meeting. The Notice of Special Meeting shall state the specific objects of that meeting and only that business may be conducted.

Commented [NBASW52]: 13.02 & 14.03
The language of “1 month” has been changed to “thirty days” for clarity.

Notice of Special Meetings has been changed from “at least 1 week” to “30 days” to be consistent with the AGM.

6.1.2 Notice of an Annual or Special Meeting shall be sent to the Members eligible to attend and vote at least thirty days before the date set for such meeting.

Commented [NBASW53]: 13.03
Addition of the Appointment of a Parliamentarian. This has been a practice for several years, and is now being formalized in the bylaws.

Addition of staff reports from the Executive Director and Registrar. Reports from other staff can be presented but are not mandated by bylaw.

6.1.3 The agenda for the Annual Meeting shall include:

- (a) call to order;
- (b) appointment of a Parliamentarian
- (c) minutes of the last Annual Meeting and any Special Meeting;
- (d) business arising from the minutes;
- (e) adoption of agenda;
- (f) President's Report;
- (g) Executive Director's Report;

Addition of Ratification of actions of the Board. This is considered a best practice and has therefore been added.

Addition of Disposal of ballots. The new bylaws establish a process of voting by secret ballot.

Addition of Installation of new officers. This is considered a best practice and has therefore been added.

Addition of the Appointment of auditors. This has been a practice for several years, and is now being formalized in the bylaws.

The following AGM agenda items were removed from the existing bylaws:

- Rolleall of officers (Unnecessary)
- Unfinished business (this can be captured under bullet (d) business arising from the minutes)
- Adjournment (Unnecessary)

- (h) Registrar's Report;
- (i) Treasurer's Report;
- (j) committee reports;
- (k) correspondence;
- (l) ratification of the actions of the Board;
- (m) nominations and elections;
- (n) disposal of ballots;
- (o) installation of new officers;
- (p) appointment of auditors; and
- (q) new business.

6.1.4 Twenty-five members eligible to be present and vote shall constitute a quorum for the conduct of business at an Annual or Special Meeting.

Commented [NBASW54]: 13.05 This process remains the same.

6.1.5 No subject not directly tied to the Practice of Social Work shall be added to an agenda for an Annual or Special Meeting of the Association and the Association does not endorse political parties and political candidates.

Commented [NBASW55]: New. The role of NBASW is to serve as a neutral regulatory body for the registration of social workers and protection of the public. Endorsing political parties or candidates is outside the scope of the Association. This is now being formalized in bylaw.

BOARD

Board Composition & Term

7.1.0 The composition of the Board shall be: President, Vice-President, Secretary, Treasurer, Immediate Past-President, eleven Chapter Representatives, the CASW Representative, one Mi'gmaq Representative, one Wolastoqiyik Representative, and one Public Representative.

Commented [NBASW56]: 6.01 The composition of the Board remains the same with the exception of replacing the position of "First Nations Representative" with "One Mi'gmaq Representative" and "One Wolastoqiyik Representative". This represents an increase of 1 person on the Board of Directors.

7.1.1 The CASW, the Mi'gmaq, and the Wolastoqiyik Representatives are appointed by the Board as provided for in the Rules.

Commented [NBASW57]: 6.03A The process for appointment of these representatives remains the same. While the Board will formally appointment the Mi'gmaq and the Wolastoqiyik representatives, these individuals will be selected by the First Nation communities they represent.

7.1.2 The term of the Elected Officers and appointed representatives shall be a maximum of two consecutive two-year terms, with the exception of the Past-President who will serve one year.

Commented [NBASW58]: 16.01 E

7.1.3 No individual may serve on the Board for more than six consecutive years.

Commented [NBASW59]: New. Previous bylaws did not provide for a maximum length of time that an individual may consecutively serve on the Board. This has been introduced to ensure that all members have the opportunity to participate on the Board and allow for new ideas to be introduced.

Chapters, Term, Nomination, and Election

- 7.2.0 [The] established Chapters of the Association are Chaleur, Sussex, Restigouche, Grand-Falls / Edmundston, Charlotte County, Fredericton, Acadian Peninsula, Saint John, Miramichi, Woodstock, and Moncton.
- 7.2.1 [Chapter] Representatives to the Board are elected by Members of the Chapter as provided for in the "Chapter Manual" approved by the Board.
- 7.2.2 [The] term of office for each Chapter Representative to the Board shall be a maximum of two consecutive, two-year terms.

Nomination Protocol

- 7.3.0 [At] least ninety days before the Annual Meeting, the Nominating Committee shall issue a report to the Board containing a list of nominees for Elected Office. Included with the list shall be a written statement from each nominee confirming an agreement to stand for election. The Committee's report shall be approved by the Board and the Board shall undertake all reasonable efforts to make certain there is a nominee for all vacancies.
- 7.3.1 [Nominations] for Elected Office may be made by any member entitled to attend and vote at an Annual Meeting provided such nomination is made in writing and filed with the Secretary at least sixty days before the Annual Meeting. The written submission shall include the name of the nominee, the office for which the nomination is made, and the signatures of at least ten members entitled to attend and vote at an Annual Meeting in support of the nomination. The submission shall also include a written statement from the nominee confirming agreement to stand for election as nominated.
- 7.3.2 [Nomination] for Elected Office at an Annual General Meeting is not permitted from the floor on the day of the meeting.

Election Protocol

- 7.4.0 [Election] of Officers shall be by secret ballot in accordance with procedures established by the

Commented [NBASW60]: New. These are the current chapters of the NBASW. Their inclusion in the updated bylaws legitimizes them as established chapters of the Association. Members wishing to form new chapters in the future, may do so by proposing a bylaw amendment.

Commented [NBASW61]: 16.03
The process for the election of chapter representatives has changed. Rather than select a nominee to be brought forward to the AGM, each chapter will hold their own elections to select their representative. Since this individual is representing the chapter, it is not necessary for the entire membership to have input into who is elected for this role.

The Chapter Manual is a new tool that will be developed with input from the chapters. It is being developed in response to requests from local chapters for this type of resource.

Commented [NBASW62]: 16.01E

Commented [NBASW63]: 16.03
The process for election of Officers to the Board has changed. A timeline has been added for the Nominations Committee to submit a report to the Board with a list of nominees. The new process encourages the Nominations Committee to take a more active role in the recruitment of candidates.

Commented [NBASW64]: New. As part of the change in elections process, nominations from the floor will no longer be accepted at the AGM. Instead, members who are not approached by the Nominations Committees may submit their name for consideration with a written submission and the signatures of 10 voting members.

Commented [NBASW65]: 16.03 This is a change from the previous bylaws where nominations from the floor were permitted. As there is sufficient opportunity to submit a nomination prior to the AGM, nominations from the floor are not necessary. Nominations from the floor would also not be feasible once an online voting system is in place.

Commented [NBASW66]: 15.03 This is a change from the previous bylaws. All votes for the election of officers will be conducted by secret ballot rather than by show of hands.

Board. Instructions for voting shall be sent to all members entitled to attend and vote at an Annual Meeting at least thirty days prior to the Annual Meeting.

- 7.4.1 **Counting** of ballots shall be done by scrutineers appointed by the Board, following which all paper or electronic ballots and the scrutineers' report shall be delivered to and retained by the Secretary until their disposal is authorized by a motion approved at the Annual Meeting. The scrutineers' report shall contain the:
- (a) names of successful candidates;
 - (b) total number of valid ballots cast;
 - (c) number of spoiled ballots; and
 - (d) number of ballots received for each candidate for each position.

Commented [NBASW67]: New. Since the new voting system will be done by secret ballot a process must be introduced for counting of ballots.

- 7.4.2 **Except** for subsection (d) outlined above, the Secretary shall present the Scrutineers' report at the Annual General Meeting and in the Association Newsletter. After the Annual General Meeting, a candidate may confidentially request from the Secretary, the content of subsection (d) with respect to their election.

Commented [NBASW68]: New. This process allows for accurate and transparent reporting of election results.

- 7.4.3 **In** the case of a tie vote for any office, the tie shall be broken by a coin toss.

Commented [NBASW69]: New. A coin toss is a common and accepted process used to resolve a tie during elections. A tie would suggest that members feel both candidates are equally qualified and suitable to hold the position.

- 7.4.4 **Nothing** in these by-laws precludes the establishment by the Board of any means of voting, including electronic voting, through which all members entitled to attend and vote may do so.

Commented [NBASW70]: New. The Association's goal is to eventually move towards a system that will allow as many members as possible to attend and participate in the AGM, regardless of geographic location.

Board Vacancies

- 7.5.0 **A** vacancy shall be created when a member of the Board:
- (a) dies;
 - (b) ceases to be a resident of New Brunswick;
 - (c) **fails** to attend three meetings without valid reason, in which case the person on a majority vote of the Board is deemed to have resigned;

Commented [NBASW71]: New. Although this has typically been the practice, this is now being formalized through bylaws.

Commented [NBASW72]: 7.06

- (d) submits a letter of resignation that is accepted and approved by the Board;
- (e) is no longer in Good Standing; or
- (f) is no longer eligible for membership in the Chapter they represent, in which case the person is deemed to have resigned effective at the date of the Annual Meeting following such occurrence.

7.5.1 **When** the Office of President is vacant, the Vice-President shall assume the duties and functions of the President for the remainder of that term. This condition shall not constitute a vacancy in the office of Vice-President.

Commented [NBASW73]: 10.02B

7.5.2 **A** vacancy in the Office of Vice-President may be filled by appointment by the Board. Such appointment shall be for the remainder of the term of office for which the Vice-President had been elected. The appointment of a Board member to the office of Vice-President shall constitute a vacancy on the Board.

Commented [NBASW74]: New. It has been the practice for the Board to appoint members of the Board, should vacancies occur between elections. This is now being formalized through bylaws.

7.5.3 **Except** for the Public Representative, Board vacancies shall be filled by an appointment by the Board. Appointments shall be made from persons eligible for election to the office that is vacant and shall continue until the expiry of the term of the vacant office.

Commented [NBASW75]: New.

Amendments to the By-Laws

7.6.0 **Notice** of proposed amendments to by-laws shall be sent to all persons eligible to attend and vote at an Annual or Special Meeting, at least forty-five days prior to the Annual or Special Meeting, at which they will be voted on. Amendments to the by-laws shall be ratified by a majority of the Board and by two-thirds of the members, in attendance, in good standing, at any Annual Meeting or Special Meeting.

Commented [NBASW76]: 15.02 The minimum amount of notice for sending proposed amendments to the bylaws has been increased from 1 month to 45 days. The number of members required (two-thirds) to pass amendments to the bylaws, remains the same.

7.6.1 **The** Board may ratify amendments to the by-laws at any time for approval at an Annual or Special Meeting of the Members on provision of the notice provided in 7.6.0. Further, the Board may receive and consider written proposals for amendments to the by-laws from any ten Members who are eligible to attend and vote for

Commented [NBASW77]: New. The Board will now ratify amendments prior to presentation at the AGM. This will allow the Board the opportunity to work with the members prior to the AGM to develop a bylaw that can be operationalized successfully.

Written proposals now require the signatures of 10 voting members instead of 2. This is a way to demonstrate that the proposed amendment is well-supported by the membership.

such a proposal at an Annual or Special Meeting of the Members. If the Board ratifies such a proposal, in part or in whole, the proposal may proceed to the Annual or Special Meeting in accordance with the notice provided in 7.6.0 on written direction from the Members who drafted the proposal to the Board.

Proxy Voting:

7.7.1 ~~Until~~ such time as the Board establishes a mechanism wherein all members, eligible to attend and vote at Annual General and Special Meetings of the Association, may vote electronically or remotely, the Board will maintain Proxy voting as provided for in Schedule B to these by-laws.

Commented [NBASW78]: New. While the goal of the Association is to move towards a voting system that will allow all members to participate regardless of geographic location, until that time, the intention is to retain the same proxy voting system that exists through the current bylaws.

7.7.2. ~~On~~ the establishment of an alternate mechanism of voting wherein all members, eligible to attend and vote at an Annual General and Special Meeting of the Association may vote electronically or remotely, Proxy voting will be no longer permitted.

Commented [NBASW79]: New.

Protection of Officers

7.8.0 ~~The~~ Association shall indemnify current and former: members of the Board, members of committees, officers, employees or appointees of the Board from any and all actions, claims, demands or suits arising out of any act, deed, matter or thing whatsoever, done or not done in or about the execution in good faith of their respective duties under the Act, by-laws, or Rules including any legal fees required to defend against any such suits.

Commented [NBASW80]: New. Protection of Board members and staff is a common practice in Association bylaws.

Continued Competency Assurance

7.9.0 ~~All~~ persons entered in the Register shall comply with the requirements of any policies and standards established by the Board with respect to continuing professional development and manner of practice for the purposes of the Act.

Commented [NBASW81]: Section 25 & 26. This section empowers the Board of Directors to adopt policies and standards regarding continuing education, rather than require that standards of practice be adopted at the AGM.

7.9.1 ~~A~~ failure to comply with paragraph 7.9.0 constitutes professional misconduct and is subject to enforcement through the disciplinary procedures of the Act.

Information regarding requirements to comply with the Continuing Education Policy for individuals who are not entered in the Register (for example, non-practicing or retired members) will be provided in Rules.

Commented [NBASW82]: New. While compliance with the NBASW Continuing Education Policy has always been required, this formalizes that non-compliance with such policies can be addressed with disciplinary procedures.

Provision of Documents

7.10.0 All members shall be issued with a copy of the Act, by-laws and Rules when requested and a copy of such documents shall be maintained on the Association's website.

Commented [NBASW83]: This is already current practice but is being formalized through bylaws.

COMPLAINTS & DISCIPLINE

Complaints Committee

8.1.0 No member of the Board may be a member of the Complaints Committee and no member of the Discipline Committee may be a member of the Complaints Committee.

Commented [NBASW84]: New. Part of the modernization of the NBASW Act was a change in the structure of the Complaints and Discipline Committees. These changes avoid conflict of interest and allow the Board to serve as an impartial body for reviewing appeals.

8.1.1 The Complaints Committee shall conduct its affairs in panels of a minimum of three.

Commented [NBASW85]: New. Modified to align with new Committee structure in the Act.

8.1.2 The Board may appoint alternate members to the Complaints Committee.

Commented [NBASW86]: New. Modified to align with new Committee structure in the Act.

8.1.3 Panel composition shall be determined by the Chairperson.

Commented [NBASW87]: New. Modified to align with new Committee structure in the Act.

8.1.4 The Complaints Committee may engage advisors or appoint additional members, having applicable experience or expertise, for purposes of any particular matter being considered by the Committee.

Commented [NBASW88]: New. Modified to align with new Committee structure in the Act.

8.1.5 The Registrar shall act as secretary to the Complaints Committee and perform such other duties as the Committee, or the Board, may direct.

Commented [NBASW89]: New. The Registrar currently acts as staff support to the Complaints Committee. This formalizes that the Registrar will be responsible for keeping minutes of these Committee meetings.

Discipline Committee

8.2.0 No member of the Board may be a member of the Discipline Committee and no member of the Complaints Committee may be a member of the Discipline Committee.

Commented [NBASW90]: New. Part of the modernization of the NBASW Act was a change in the structure of the Complaints and Discipline Committees. These changes avoid conflict of interest and allow the Board to serve as an impartial body for reviewing appeals.

8.2.1 The Discipline Committee shall conduct its affairs in panels of a minimum of three.

Commented [NBASW91]: New. Modified to align with new Committee structure in the Act.

8.2.2 The Board may appoint alternate members to the Discipline Committee.

Commented [NBASW92]: New. Modified to align with new Committee structure in the Act.

8.2.3 **Panel** composition shall be determined by the Chairperson.

Commented [NBASW93]: New. Modified to align with new Committee structure in the Act.

8.2.4 **The** Discipline Committee may engage advisors or appoint additional members having applicable experience or expertise for purposes of any particular hearing or matter being considered by the Committee.

Commented [NBASW94]: New. Modified to align with new Committee structure in the Act.

8.2.5 **For** the purposes of any hearing, the Discipline Committee may issue a Summons to Witness in the form approved by the Board.

Commented [NBASW95]: Schedule C. Rather than place the Summons to Witness form as an appendix to the bylaws, this section grants the Discipline Committee the authority to issue a Summons on a form approved by the Board. This will allow for forms to be updated as needed.

CODE OF ETHICS

9.1.0 **The** Association endorses the Canadian Association of Social Workers Code of Ethics.

Commented [NBASW96]: New. While the NBASW does not use the CASW's Code of Ethics it supports this document as being in line with the values and ethics of the social work profession.

9.1.1 **Notwithstanding** any Code of Ethics established by the Canadian Association of Social Workers, the Code of Ethics governing New Brunswick Social Work shall be that established by the Board in the Rules.

Commented [NBASW97]: New. Since the Code of Ethics is a document that requires updates and modernization every few years, this section empowers the Board of Directors to establish the Code of Ethics rather than require its adoption through bylaws.

9.1.2. **The** Board, by Rule, may also establish standards and guidelines for the practice of Social Work.

Commented [NBASW98]: New. This section empowers the Board of Directors to establish standards and guidelines rather than require their adoption through bylaws. This allows for more timely approval of needed standards and guidelines.

PROFESSIONAL CORPORATIONS

Professional Corporation's Register

10.1.0 The Registrar shall maintain a professional corporation's register containing the name of each professional corporation that is or was at any time permitted to carry on the practice of Social Work under the Act.

Commented [NBASW99]: The introduction of professional corporations in social work are new in NB and were included in the Act approved by membership. All sections under this heading are new additions to the bylaws and intended to guide the management of this new service to members.

Application for Registration

10.2.0 Any corporation wishing to be entered in the corporation's register shall submit an application and any applicable fee to the Registrar in a Form approved by the Board.

10.2.1 The Registrar shall review all applications submitted and either enter the applicant corporation in the

corporation's register if satisfied that the requirements of the Act, the rules and the bylaws have been met or notify the applicant corporation as to what prerequisites have not been met.

10.2.2 No application for entry in the corporation's register if any of the shares of the applicant corporation are legally or beneficially owned by a person other than;

- (i) a Registered Social Worker;
- (ii) a member of the extended family of a Registered Social Worker;
- (iii) a trust, all of the beneficiaries of which are persons described in (i) or (ii) above;
- (iv) a body corporate, all of the issued shares of which are legally or beneficially owned by persons described in (i), (ii) or (iii) above;
- (v) a person (other than a person described in (i) or (ii) above) who is a resident of New Brunswick;

Unless, upon written application, the Registrar is satisfied that the ownership of the shares would not result in a contravention of the *Act, by-laws or Rules*.

Member Representing Corporation

10.3.0 Each corporation shall appoint a Registered Social Worker as its representative to whom all communications regarding the corporation may be sent or given and service by the Association or the Registrar shall be deemed good service on the corporation, its directors, officers and shareholders.

Name

10.4.0 The name of a professional corporation shall contain only the surnames, or the surnames and any combination of the given names or initials, of one or more Registered Social Workers, which names shall include RSW who practise Social Work on behalf of the corporation followed by the words "Professional Corporation" or "Corporation professionnelle" and which may also be followed by the abbreviation "Inc.".

10.4.1 A professional corporation may carry on the practice of Social Work under a name which does not contain its full corporate name, provided that the other name complies with the requirements of the *Rules* respecting non-corporate practice names and that the full corporate name of the professional corporation is shown on the letterhead and invoices issued by the professional corporation.

Some content from the existing bylaws has been removed from the modernized bylaws. The majority of this content will be moved to the Rules of the Board. Rules of the Board are approved by the Board of Directors and allows for changes to be made more easily than changes to bylaw. This allows the rules to be responsive to the changing needs of the Association. Content that is most appropriately addressed in the rules includes information that is operational in nature or that may change frequently.

Some content has also been removed and replaced to reflect the introduction of a new process (such as the new process for nominations and voting). Other content has been removed due to being outdated.