



College of  
Registered Nurses  
of Manitoba

# Bylaws

May 30, 2025

## **ARTICLE 1**

### **DEFINITIONS**

#### **1.1 Definitions**

In these bylaws, unless otherwise stated:

“Act” means The Regulated Health Professions Act C.C.S.M.

“Appointed Council position” means a Council position wherein the Council member is appointed in accordance with Article 3 of the bylaws.

“Bylaws” means the bylaws of the College made under section 222 of the Act.

“College” means the College of Registered Nurses of Manitoba.

“Council” means the Council of the College of Registered Nurses of Manitoba.

“In good standing” means that the registered nurse’s certificate of practice is current and not suspended.

“Member” means a regulated member of the College, except where otherwise stated or when referring to a member of Council or committee.

“Public representative” has the same meaning as subsection 1(1) of the Act.

## **ARTICLE 2**

### **COUNCIL**

#### **2.1 Composition**

a. Council shall be comprised of:

- i. Six registered nurses appointed by Council from the subregister of registered nurses: registered nurse membership class in accordance with Article 3;
- ii. Three public representatives appointed by the Council in accordance with Article 3;
- iii. Two public representatives appointed by the Minister; and

- iv. The CEO/Registrar as an *ex officio*, non-voting Council member.

## **2.2 Election of the Council Chair-Elect**

- a. The Council Chair-Elect shall be elected by the Council from among the Council members.
- b. All Council members, including the Council Chair, Chair-Elect and nominees, are eligible to vote. There shall be no opportunity for advance voting or to vote by proxy.
- c. If only one nomination is received that meets the eligibility criteria, the nominee may be certified to have been elected by acclamation.
- d. In the event the Council vote results in a tie:
  - i. The nominee with the lowest number of votes shall be dropped and a re-vote shall occur, if more than two nominees received votes.
  - ii. If the re-vote described in (i) above results in another tie, or if no nominee has the lowest number of votes, the result shall be determined by flipping a coin.

## **2.3 Term of Office**

- a. The term of office of all Council members, except the Council Chair and Council Chair-Elect, shall be up to three years, with a maximum of two consecutive terms.
- b. A Council member who has served two consecutive terms may seek re-appointment after at least two years has elapsed since the expiry of their last term.
- c. The term of the Council Chair-Elect shall be two years, followed by a two-year term as Council Chair. The terms of office for Council Chair-Elect and Council Chair shall be automatically extended to allow them to complete their terms in these roles. Terms served as Council Chair-Elect and Council Chair may cause a Council member to exceed the terms set out in (a) above.

- d. Subject to (e) and (f) below, no Council member may hold the office of Council Chair or Council Chair-Elect for more than one term.
- e. If the Council Chair is unable to complete their term, the Council Chair-Elect will move into the position of Chair and will serve the balance of the Council Chair's term, followed by the full term the Council Chair-Elect would have served as Council Chair at the end of their original term as Council Chair-Elect. A new Council Chair-Elect will be elected by the Council from among the Council members.
- f. If the Council Chair-Elect is unable to complete their term, the Council will elect a Council Chair-Elect from the members of the Council to complete the balance of the Council Chair-Elect's term, and would assume the Chair position at the end of the term.

## **2.4 Registered Nurse Eligibility**

All registered nurses on the subregister of registered nurses: registered nurse membership class who are in good standing at the time the call for applications closes are eligible for appointment to the Council, unless:

- a. They are employees of the College;
- b. They work and reside outside of Manitoba;
- c. They have completed two consecutive terms as a Council member or have completed a term as Council Chair, where less than two years has passed since the completion of the last term;
- d. They are employees or board members of a nursing advocacy group or nursing union, where less than two years has passed since the last date of employment or the completion of board membership;
- e. They have fees, costs, fines, levies, or any other sums owing to the College;

- f. Their name appears or has ever appeared on a child or adult abuse registry;
- g. They are currently, or have been at any time in the past:
  - i. Found to have engaged in unauthorized practice in accordance with section 54 of the Act;
  - ii. Subject to cancellation or suspension of their registered nurse certificate of practice;
  - iii. Subject to individual terms, conditions or restrictions on their registered nurse certificate of practice;
  - iv. The subject of an investigation or proceeding related to their suitability to practice as a registered nurse;
  - v. The subject of a finding of conduct unbecoming, professional misconduct, professional negligence, malpractice or incompetence; related to the practice of registered nursing or any other health profession; or
  - vi. Charged, convicted or found guilty of a criminal or regulatory offence.

That in the opinion of the Council, impacts their ability to ethically and competently serve as a member of Council, or would otherwise be contrary to the aims of the College.

## **2.5 Public Representative Eligibility**

Any person who qualifies as a public representative is eligible for appointment to the Council, unless:

- a. They are employees of the College;
- b. They have completed two consecutive terms as a Council member or have completed a term as Council Chair, where less than two years has passed since the completion of the last term;
- c. They are employees or board members of a nursing advocacy group or nursing union, where less than two years has passed since the last date of employment or the completion of board membership; or

- d. Their name appears or has ever appeared on a child or adult abuse registry;
- e. They are currently, or have been at any time in the past:
  - i. Found to have engaged in unauthorized practice in a regulated profession;
  - ii. Subject to license cancellation or suspension in a regulated profession;
  - iii. Subject to individual terms, conditions or restrictions on a professional license;
  - iv. The subject of an investigation or proceeding related to their suitability to practice in a regulated profession;
  - v. The subject of a finding of conduct unbecoming, professional misconduct, professional negligence, malpractice or incompetence; related to the practice of regulated profession; or
  - vi. Charged, convicted or found guilty of a criminal or regulatory offence.

That in the opinion of the Council, impacts their ability to ethically and competently serve as a member of Council, or would otherwise be contrary to the aims of the College.

### **ARTICLE 3**

#### **APPOINTMENT OF COUNCIL MEMBERS**

#### **3.1 Frequency of Council Member Appointments**

- a. There shall be an application and appointment process for those Council members whose terms expire on July 31 that year.

#### **3.2 Applications for Appointment**

- a. An application must be in writing on the application form provided by the College and must be received by the Appointments Committee no later than the date fixed for receiving applications.
- b. A call for applications shall be made at least 30 days prior to the date fixed for receiving applications.

#### **3.3 Notice of Results**

The Council Chair shall promptly provide notice of the appointments.

### **3.4 Taking Office**

- a. Subject to section (b) below, Council members and the Council Chair-Elect of the College shall take office on the 1st day of August in the year of their appointment.
- b. Council members appointed in mid-term to fill a vacancy shall take office forthwith.

### **3.5 Cease to be a Council Member**

- a. Any Council member may resign at any time by written notice to the Chair.
- b. Any Council member ceases to be a Council member if they:
  - i. resign;
  - ii. die;
  - iii. no longer meet the eligibility requirements described in article 2; or
  - iv. are removed by Council in accordance with article 3.6.
- c. Where any Council member
  - i. has a finding in accordance with section 124(2) of *The Regulated Health Professions Act*; or
  - ii. is convicted of an indictable offence or is sentenced to a term of imprisonment, they cease to be a member of the Council, unless reinstated by resolution of the Council passed at one of the next two regularly scheduled meetings of the Council.
- d. When a person ceases to be a Council member, all Council and committee appointments held by that person shall be terminated.

### **3.6 Removal of Council Members**

- a. Where a Council member fails, refuses or is unable to fulfill the duties and

expectations of a Council member, the Council, by a three-quarters majority vote, may:

- i. Suspend the Council member's voting rights for a period of time determined by Council;
  - ii. Prohibit the Council member from attending or participating in a meeting of Council for a period of time determined by Council;
  - iii. Remove a Council member who occupies an appointed Council position; or
  - iv. Recommend to the Lieutenant Governor in Council that the appointment of a public representative appointed by the Minister, be rescinded.
- b. The removal of a Council member in accordance with (a) also applies to participation on Council committees.
- c. The Council member who is the subject of concern shall have the opportunity to address the Council prior to any deliberation or vote in accordance with (a), but shall not take part in any deliberation or vote.

### **3.7 Vacancy on the Council**

- a. Where a vacancy occurs in an appointed position on the Council, the Council shall fill the vacancy from among the candidates from the most recent call for applications. If there are no qualified candidates, the Council may publish a new call for applications or fill the vacancy as a part of the next scheduled call for applications. The person appointed shall hold office during the unexpired term of their predecessor.
- b. Where a vacancy occurs in the office of the Chair, the Chair-Elect shall succeed the Council Chair and a new Chair-Elect shall be elected by the Council from among the Council members.



## ARTICLE 4 OFFICERS

### 4.1 Officers

The officers of the College shall be the Council Chair, Council Chair-Elect, and the CEO/Registrar, *ex officio*.

### 4.2 Chair and Chair-Elect

The Chair duties and the Chair-Elect's duties shall be as fixed from time to time by Council policy.

### 4.3 Chief Executive Officer/Registrar

The Chief Executive Officer/Registrar shall be appointed by and responsible to the Council, and shall perform all duties prescribed by the Act, regulations, bylaws and policies.

### 4.4 Prescribe Forms

The CEO/Registrar is authorized to prescribe such forms, certificates or other documents as may be required for the purposes of the Act, the regulations, or the bylaws.

## ARTICLE 5 MEETINGS OF THE COLLEGE

### 5.1 Annual General Meeting

- a. The annual general meeting of the College shall be held at a date, time and place to be determined by the Council, and the agenda for the meeting shall be set by the Council.
- b. Notice of the annual general meeting must be published at least 30 days in advance of the annual general meeting, and the annual report shall be available to members.
- c. The agenda shall be available 14 days before the date of the annual

general meeting.

## **5.2 Special General Meetings**

- a. Notice of a special general meeting of the College shall state the business to be considered at the meeting.
- b. The business transacted at a special general meeting of the College shall be limited to that specified in the notice.

## **5.3 Quorum**

A quorum for any annual general meeting or special general meeting of the College shall be the number of members in good standing on the subregister of registered nurses: registered nurse membership class in attendance at the meeting.

## **5.4 Scrutineers at Meetings**

Before any vote is taken at an annual general meeting:

- a. The chair of the meeting must appoint one or more scrutineers, who are non-voting public representative Council members.
- b. The scrutineers shall validate the electronically tabulated voting results following the conclusion of the annual general meeting.
- c. The CEO/Registrar shall give the scrutineers the total number of members registered to vote at the meeting.

## **5.5 Voting at Annual General Meeting or Special General Meeting**

- a. At each annual general meeting or special general meeting of the College, the voting body shall consist of the members on the subregister of registered nurses: registered nurse membership class who are in good standing and in attendance at the meeting.

- b. Each member shall be entitled to one vote.
- c. Eligibility to vote at an annual general meeting or special general meeting shall be determined based on verification of registration in the College's registration database.
- d. Voting shall occur electronically using a secure platform.
- e. In the case of a tie vote upon a motion or resolution, the chair of the meeting may cast the deciding vote.

## **5.6 Parliamentary Authority**

- a. Subject to the ability to amend or suspend the procedural rules by a two-thirds vote of those entitled to vote at the meeting, the procedural rules of the College shall apply to every annual general and special general meeting of the College.
- b. At all annual general and special general meetings of the College, any points of procedure not specifically provided for in the procedural rules of the College shall be decided by the procedure as set forth in Robert's Rules of Order Newly Revised, current edition.

## **ARTICLE 6 COUNCIL MEETINGS**

### **6.1 Council Meetings**

- a. Council meetings shall be held at the time and place determined by the call of Council Chair. The notice period for Council members may be fixed in Council policy.
- b. The Council shall have at least four regular meetings during each calendar year. One meeting shall be held in each quarter, if reasonably possible.
- c. In the case of a regular meeting, notice of the meeting shall be sent to each Council member at least seven days in advance of it. The CEO/Registrar shall

include with the notice an agenda of matters for decision which are to be dealt with at the meeting.

## **6.2 Quorum**

- a. Unless specifically provided for otherwise under the Act or the Regulations, a majority of Council members constitutes a quorum for any meeting of the Council and a majority of committee members constitutes a quorum for a meeting of a committee.

## **ARTICLE 7 REMUNERATION OF COUNCIL MEMBERS**

### **7.1 General**

Council members attending meetings of the Council or of any committee of the Council shall be paid remuneration and travel expenses in accordance with policies as may be fixed from time to time by the Council.

## **ARTICLE 8 AD HOC COMMITTEES**

### **8.1 Ad Hoc Committees**

- a. Ad hoc committees may be appointed by the Council for a specific purpose described in its terms of reference which must also state that the committee shall cease to function upon completion of the specific task.

## **ARTICLE 9 REGISTRATION FEES**

### **9.1 General**

The fees for application and registration shall be set by the Council from time to time, and will be communicated to members.

## **ARTICLE 10**

### **CORPORATE MATTERS**

#### **10.1 Head Office**

The head office of the College shall be in Manitoba.

#### **10.2 Corporate Seal**

The seal of the College shall be in such form as may be prescribed by the Council and shall have the words the “College of Registered Nurses of Manitoba” endorsed thereon.

#### **10.3 Fiscal Year**

The fiscal year of the College shall end on December 31 in each year.

#### **10.4 Auditor**

- a. The Council must annually appoint an auditor(s) to examine the accounts of the College and report thereon to the Council.
- b. The audit must occur at least once in every year, as soon as possible after the end of the fiscal year.

#### **10.5 Signing Officers**

The signing officers of the College shall be designated by the Council.

## **ARTICLE 11**

### **RESPONSE TO COLLEGE CORRESPONDENCE**

#### **11.1 College’s Correspondence with Members**

When the CEO/Registrar of the College makes a formal written request for information to a member, unless stated otherwise in the request, that member shall have 14 days from the date of the correspondence to reply in writing.

## ARTICLE 12 REPORTING CHANGES

- 12.1 Within 30 days of a change, each member must report to the College:
- a. any change of name;
  - b. any change of their address, telephone number or electronic mail address.
  - c. any change in their business address, business telephone number and facility or location where they practice registered nursing.

## ARTICLE 13 RENEWAL OF CERTIFICATE OF PRACTICE

- 13.1 In order to be eligible to renew a certificate of practice, a member must:
- a. submit a complete application on or before December 1; and
  - b. have paid all outstanding money owed to the College.
- 13.2 Members who have not met all the requirements for renewal by the deadline set out in (1) above will not be eligible to renew their certificate of practice.
- 13.3 The College must accept applications to renew a certificate of practice for a period of no less than 30 days leading up to the December 1 deadline set out in 1(a) above.

## ARTICLE 14 HEALTH PROFESSION CORPORATIONS

### 14.1 Applications

- a. An application for an initial permit or renewal of a permit for a Health Profession Corporation shall be made in accordance with the policy for Health Profession Corporations.
- b. An application for an initial permit by a Health Profession Corporation shall be subject to applicable fees.
- c. Applications and fees for renewals of Health Profession Corporation permits must be received by the CEO/Registrar at least 15 days prior to the permit expiration date.

## **14.2 Notice of Change**

- a. A Corporation appearing on the Health Profession Corporation Registry must give notice to the CEO/Registrar within 30 days of:
  - i. any change of name;
  - ii. any change in directors;
  - iii. any change in officers;
  - iv. any change in voting shareholders;
  - v. any change in non-voting shareholders; or any change of address, telephone number or electronic mail address;
  - vi. any change to the nature of the business.