

**College of Audiologists and Speech-Language Pathologists of Ontario**

**Proposed Governance Amendments to By-law No. 2011-1**

*Articles 5, 9 and 10 of By-law No. 1 is amended and a new Article 17 and Schedule A is enacted by adding the words and provisions underlined below:*

5.17.10

Fails, in the opinion of two-thirds of the members of Council, to discharge properly or honestly any office, including one to which he or she has been elected or appointed by Council including for a material breach of the Code of Conduct.

5.20.1.4

Fails, in the opinion of two-thirds of the members of Council, to discharge properly or honestly any office, including one to which he or she has been elected or appointed by Council including for a material breach of the Code of Conduct;

5.22.1.10

Fails, in the opinion of two-thirds of the members of Council, to discharge properly or honestly any office, including one to which he or she has been elected or appointed by Council including for a material breach of the Code of Conduct; or

5.24

The following procedure shall be followed in the event that a Council or Committee member is alleged to have contravened the duties of a Council or Committee member or meets the criteria for disqualification set out in the By-laws.

(i) A written complaint shall be filed with the Registrar. A complaint can be made by a member of the public, a Council or Committee member or the Registrar. If a member of Council or a Committee receives such a complaint, he or she shall immediately file it with the Registrar. If the concern is by the Registrar, it can be reported directly to the President and / or a Vice-President or, if both of them are also involved in the concern, another member of the Council.

(ii) The Registrar shall report the complaint to the President and / or a Vice-President or, if both of them are involved in the concern, another member of the Council, who shall bring the complaint to the Executive Committee if he or she believes that the complaint may warrant formal action. This provision does not prevent the President, Vice-President or other Council member from pursuing informal action under the College's Respect in the Workplace and Respect in the College policies.

(iii) If the Executive Committee is unable to act on the complaint it shall appoint another Committee or person to act on its behalf under this Article. After any investigation it deems appropriate, where the Executive Committee believes that the complaint warrants formal action, it shall arrange for it to be addressed at a meeting of the Council.

(iv) The Executive Committee may give an interim direction at any time to protect the integrity and reputation of the College including directing that the Council or Committee member be suspended from his or her duties until the matter is finally resolved.

(v) The Executive Committee shall keep Council informed of any formal action it initiates or any interim direction issued or any other information Council should know to the extent that is feasible without tainting the process and to the extent that is consistent with the College's confidentiality obligations.

(vi) Council, after receiving a full report from the Executive Committee, shall determine whether there has been a breach of duties or whether the criteria for disqualification under the By-laws have been met and, if so, impose the appropriate sanction. The appropriate sanction can include one or more of the following:

- (a) censure of the member verbally or in writing,
- (b) removal of the member from any Committee and / or working group on which he or she serves,
- (c) removing a person as a Chair of the Committee and / or working group on which he or she serves,
- (d) exclusion of the member from all or part of meetings of the Council or any Committees,
- (e) restricting access to confidential information by the member,
- (f) disqualification of an elected or academic member of Council from the Council,
- (g) delivery of a report to the Public Appointments Secretariat under Article 5.20, or
- (h) any other sanction appropriate to the circumstances.

(vii) The Council or Committee member whose conduct is the subject of concern shall not take part in the deliberation or vote of the Council and shall not be present in the room for them. However, he or she will be given reasonable notice of the concerns and opportunity to respond to the allegation.

(viii) The procedure set out in this Article is intended to be followed in a timely manner recognizing the risk of possible continuing conduct and that the reputation of individuals and the College is at stake while also recognizing the need to provide a fair process for all concerned.

#### 9.5.3.1

Despite Articles 9.5.2 and 9.5.3, if an appointment is delayed for any reason, the members of the Committee shall continue in office until their successors are appointed by either the Executive Committee or the Council.

9.5.4.11

Fails, in the opinion of two thirds of the members of Council, to discharge properly and honestly his or her duties as a committee member including for a material breach of the Code of Conduct; or

9.6.4.11

Fails, in the opinion of two-thirds of the members of Council, to discharge properly or honestly any office to which he or she has been appointed including for a material breach of the Code of Conduct;

10.21.2

The Chair of any Committee, other than the Executive Committee, may be removed as Chair by a vote of two-thirds of the members of that Committee or of the Council including for a material breach of the Code of Conduct.

## **17 Code of Conduct**

**17.01 Code of Conduct for Council and Committee Members.** The Code of Conduct of Council and Committee members forms Schedule 1 to, and is part of, these By-laws.