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THE CONSTITUTION AND BYLAWS
OF THE MESSAGE THERAPISTS ASSOCIATION
OF BRITISH COLUMBIA

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A. CONSTITUTIONPART I - NAME

1. The name of the association is The Massage Therapists' Association of B.C.

PART II - PURPOSES

2. The purposes of the association are:

- (a) to promote the science, art, and philosophy of massage therapy;
- (b) to represent its membership before governmental and regulating bodies concerned with massage therapy;
- (c) to foster and encourage professional and ethical standards among its members;
- (d) to encourage high standards of education for students of massage therapy;
- (e) to offer and promote post-graduate education.

PART III - DISSOLUTION OF THE ASSOCIATION

3. The existence of this association shall be perpetual unless dissolved by the vote of no less than 75% of the active members.

PART IV - NON-PROFIT

4. The purposes of the association shall be carried out without purpose of gain for its members and any profits or other accretions to the association shall be used for promoting its purposes.

PART V - ALTERABILITY

5. Paragraphs 3, 4, and 5 of the constitution are unalterable in accordance with the Society Act.

B. BY-LAWS

Here set forth in numbered clauses, the bylaws providing for the matters referred to in Section 6 (1) of the Society Act and any other bylaws.

PART I - INTERPRETATION

1. "Director" shall mean a person elected to serve on the board of directors.

2. "Board of directors" (also referred to as the board) shall mean those persons elected to serve the association as defined in part 3 of these bylaws.

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3. Massage therapy shall mean:

the assessment of the soft tissues and joints of the body and the treatment and prevention of physical disorders, dysfunction, injury and pain of the soft tissues and joints to develop, maintain, rehabilitate or augment physical function to relieve pain and to promote health.

PART II - MEMBERSHIP

1. Type of membership

The membership of the association shall consist of active, student, honorary, associate.

(a) Active member

Any practicing or non-practicing registered massage therapist in British Columbia may become an active member entitled to all the privileges of membership who:

(1) is currently registered and is in good standing with the College of Massage Therapists of British Columbia;

(2) has paid the prescribed fee in accordance with the current fee schedule.

(b) Student member

A student member is a person who:

(1) is registered as a student in an accredited institution preparing persons toward licensure as a massage therapist;

(2) has paid the prescribed fee to join the association.

(c) Honorary member

An honorary member is a person who through his/her interest and special skills has supported the association by meritorious service. The names of proposed honorary members shall be submitted by the board of directors at a general meeting. Approval of the nominations requires 75% of the active members attending the meeting.

(d) Associate member

An associate member is:

(1) any individual other than those registered as active with the college of Massage Therapists of B.C.;

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(2) has paid the prescribed fee to join the association.

2. Responsibility of members

It shall be the responsibility of each member to:

- (a) support and promote the purposes of the association;
- (b) pay membership dues in accordance with the current fee schedule.

3. Rights and privileges of members

(a) All members are entitled to:

- (1) attend all general meetings of the association;
- (2) receive copies of all notices and publications of the association;
- (3) request a copy of the constitution;
- (4) be selected by the board of directors to serve on the various committees performing association business.

(b) In addition to all the above rights and privileges only active members are entitled to:

- (1) be nominated for and serve on the board of directors;
- (2) move or second motions for consideration of the membership or nominate persons to serve as a board member;
- (3) vote on any and all matters under consideration.
- (4) Any applicant for membership in the association may be refused if, upon proof, his or her personal or professional conduct has been such as to tarnish the reputation of the association.

4. Membership dues and term

(a) Dues

- (1) The dues of an active, student and associate member shall be determined by majority vote of the active members at a general meeting.
- (2) Honorary members shall be exempt from payment of dues.
- (3) A member who resigns, is suspended or is expelled from the association is not entitled to a refund of any part of dues paid.

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(b) Term

- (1) The membership year shall be from October 01 to September 30.
- (2) Dues for a given year shall be received by the treasurer by October 01.
- (3) Members in arrears after October 01 shall have all rights and privileges suspended pending full payment of dues.

5. Discipline

(a) A member may be disciplined either by reprimand, suspension or expulsion from the association for any and all of the following reasons:

- (1) upon proof that a member's professional conduct has been such as to jeopardize the standing of the association or the profession of massage therapy;
- (2) upon proof of violation of this constitution or its bylaws (~~code of ethics~~);
- (3) when a member ceases to be registered as a massage therapist in good standing with the College of Massage Therapists of British Columbia;
- (4) non-payment of dues, if in arrears after October 01.

(b) Complaints made for reasons (a), (b) or (c) of section E-1 shall be made in writing, signed by the person(s) making the complaint and forwarded to the board for action.

(c) Complaints made in this manner shall be thoroughly investigated by a discipline committee struck by the president comprising of him/herself and three other board members, using such means as may be justified by the severity of the complaint.

(d) Upon completion of this investigation, the discipline committee shall recommend what action(s) may be appropriate.

(e) If a formal hearing is recommended, the president shall notify the member under investigation by registered mail sent to his/her last known business and personal address giving:

- (1) details of the complaint;
- (2) the nature of the evidence in support of the complaint;
- (3) the date, time and place of the hearing;

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(f) The member shall have the right to represent him/herself either in person or through counsel at such a hearing.

(g) Following such a hearing the discipline committee shall meet in camera to consider the complaint, the evidence and the member's defense and come to a decision regarding the appropriateness of discipline and what form it should take.

PART III - BOARD OF DIRECTORS: QUALIFICATIONS, TENURE AND DUTIES

1. No person shall be elected to the board of directors who is not an active member in good standing with the association.

2. All directors shall be elected to a term of two years.

3. The positions of president, vice-president, secretary and treasurer shall be elected by the board of directors and shall be officers of the association.

4. The duties of the president shall include:

(a) presiding over all board of directors and general meetings;

(b) casting the deciding vote at these meetings;

(c) deciding all questions of order unless overruled by a vote of not less than two-thirds of the active membership;

(d) enforcing the bylaws of the association;

(e) appointing a parliamentarian to conduct the general meetings of the association;

(f) countersigning all cheques of the association;

(g) representing the association;

(h) calling special meetings when warranted;

(i) chairing the discipline committee;

(j) coordinating the work of such committees as the board may appoint;

(k) serving as an ex-officio member of any and all sub-committees the board may appoint.

5. The duties of the vice-president shall include:

(a) assisting the president;

(b) performing the duties of the president at such time when the president is unable to act.

6. The duties of the secretary shall include:

(Those duties marked A.O. more accurately describe those tasks performed largely by the association's office)

(a) keeping exact minutes of all board and general meetings;

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- (b) notifying the membership of the date, agenda, time and location of all general meetings at least thirty days before such meetings; A.O.
- (c) assuming responsibility for all correspondence of the association; A.O.
- (d) maintaining an accurate and current record of members, their status, addresses and telephone numbers; A.O.
- (e) issuing membership cards and receipts to members on payment of dues; A.O.
- (f) when requested by a member, sending a copy of the association's constitution; A.O.
- (g) maintaining an up to date copy of the constitution and bylaws.

7. The duties of the treasurer shall include:

(Those duties marked A.O. more accurately describe those tasks performed largely by the association's office)

- (a) sending notices to members of upcoming dues. Such notices shall be sent no later than one month prior to the date payable; A.O.
- (b) receiving membership dues and issuing receipts; A.O.
- (c) assuming custody of all monies, funds and securities belonging to the association;
- (d) maintaining a bank account in a chartered bank, credit union or trust company of Canada in which such monies, funds and securities shall be kept;
- (e) keeping an accurate and current record of all monies received and disbursed and reasons for disbursement;
- (f) issuing all cheques of the association having obtained the approval of the majority of the board and the countersignature of the president. For all cheques for expenditures in excess of ten thousand dollars (\$10,000.00) approval must be gained from the majority of the membership at a general meeting.
- (g) having available for inspection at all times, for the board or for any person authorized in writing by the board, all books, records and papers pertaining to the finances of the association;
- (h) providing a detailed report of the finances of the association to the membership at all general meetings and at any other time when requested by the board.

8. The duties of the directors shall include:

- (a) attending and participating in regular meetings of the board;
- (b) fulfilling appropriate responsibilities on various committees and sub-committees defined by the board;
- (c) attending and participating in general meetings of the association.

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PART IV - POWERS OF THE BOARD OF DIRECTORS

1. The directors may meet together at such times and places as they agree upon (with a minimum of nine times per calendar year) in order to execute the business of the association.
2. The directors may appoint and delegate powers to committees consisting of such persons as they think fit.
3. A committee so appointed shall conform to any rules that may be imposed upon it by the board.
4. The directors shall have the power to grant a salary or honorarium to any person(s) for special services or duties performed for or on behalf of the association.

PART V - REMOVAL OF THE BOARD OR A DIRECTOR

1. At any general meeting, an active member may move a vote of non-confidence in any or all of the board of directors. If the vote is passed by a vote of not less than two-thirds of the members present, the position(s) shall be considered vacant and elections shall be held forthwith.

PART VI - VACANCIES IN THE BOARD OF DIRECTORS

1. Any assumption of office resulting from mid-term vacancies on the board shall be understood to last until the next general meeting at which time the position will be filled through elections.
2. A vacancy in the office of president shall be filled by the vice-president.
3. A vacancy in the office of vice-president, secretary or treasurer shall be filled by one of the directors who shall be elected by the board.
4. A vacancy in the office of director may be filled at the option of and by a majority vote of the board so long as the candidate is an active member in good standing with the association.
5. A person may only serve a maximum of three consecutive terms as a director and a maximum of two consecutive terms as an officer, i.e. president, vice-president, secretary or treasurer.

PART VII - NOMINATIONS FOR BOARD OF DIRECTORS

1. Concurrent with notification of the date of any general meeting, members shall be informed as to which positions on the board will be open to nominations.

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2. Nominations may be made either by mail at least twenty days prior to the date of the general meeting or from the floor of the meeting providing that: both the nominator and nominee are active members in good standing with the association and that the nominee agrees to stand.

PART VIII - REMUNERATION OF THE BOARD OF DIRECTORS

1. All positions on the board shall be non-remunerative. However, a board member may be reimbursed for all expenses reasonably and justifiably incurred while engaged in the affairs of the association.

2. Notwithstanding the above, an honorarium shall be presented to each board member in attendance at each regular board meeting (maximum of ten per year) in the amount equivalent to the annual active membership fee divided by the maximum number of board meetings per year.

3. In addition, the president shall be paid a further monthly honorarium in recognition of the per diem work associated with the position. The amount to be the equivalent of one-third of the annual active membership fee. *

PART IX - CONFLICT OF INTEREST

1. No board member shall:

- (a) permit their personal interests to compete with the interests of the association;
- (b) use his/her position on the board to derive a personal benefit or financial gain;
- (c) disclose or benefit from the use of confidential information obtained by participating on the board.

PART X - EXECUTIVE DIRECTOR - DUTIES AND METHOD OF SELECTION

1. The position of executive director shall be a paid position and the method of selection shall be by open competition supervised and administered by the board.

2. The executive director shall operate under the direction of and be responsible to the board.

3. Duties include:

- (a) planning, developing and recommending long and short term plans for the association's programs and services;
- (b) liaising with the board and other medical professional associations;
- (c) public relations, including membership, interprofessional and governmental agency relations;
- (d) formulating policies for the effective and economical operations of the association;

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(e) attends all board and general meetings and has the chief administrative responsibility for the public accountability of the association.

PART XI - GENERAL MEETINGS

1. General meetings shall be held at least once a year at a time and place decided by the board.
2. Members shall be notified of the date, time, location and agenda of such meetings not less than thirty days in advance.
3. General meetings may be called either by the board or by a petition of at least ten per cent of the active membership.
4. A quorum shall be five per cent of the active membership.
5. Voting at general meetings shall be by active members only and by a show of hands.
6. Voting by proxy is permitted where both parties involved are active members and where the absent member's authorization in writing is presented to the secretary at the time of registration.

7. Petitions

(a) A petition to call a general meeting, prepared in the approved manner, shall be sent by registered mail to the secretary.

(b) Within ten calendar days of receipt of such a petition the president shall call a general meeting giving the requisite thirty days notice.

(c) Should the president not act within the stated time, the petitioners may call a general meeting and shall give the requisite thirty days notice to all members. Providing that these proceedings are carried out, any and all business transacted at such a meeting shall be considered legal and binding.

PART XII - AMENDING THE CONSTITUTION AND BYLAWS

1. The constitution and bylaws shall only be amended at a general meeting.
2. Only active members in good standing shall be eligible to vote on constitutional and bylaw amendments.
3. A motion to amend the constitution and bylaws shall be declared passed when there is a majority of at least two-thirds of those voting.

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PART XIII - AUDIT

1. The fiscal year end for the association shall be September 30.
2. The board shall appoint an auditor each year to review the financial accounts of the association.

PART XIV - RULES OF ORDER

1. Robert's Rules of Order shall govern all questions of order at meetings of the association except where these rules come into conflict with the constitution or bylaws or when overruled by not less than two-thirds of the active members present.

PART XV - RESPONSIBILITY OF THE BOARD OF DIRECTORS

1. The board shall not presume to assume excessive authority over the membership at large other than that amount necessary to enforce the constitution and bylaws.
2. Matters of policy of the association must be discussed and voted on by the membership and never be decided upon in the confines of a board meeting.
3. The board shall not undertake any major expenditures or create any indebtedness on behalf of the association without full discussion and voting by the membership.
4. Any contract negotiated with governmental or insurance agencies must be ratified by the membership at a general meeting or by referendum.

