

## Table of Concordance By-Law Revisions Annual Meeting 2022

Section	Old Version	New Version	Rationale
<b>HRPA General By-Laws</b>			
<b>5.02</b>	<p><b>Election and Term of Office</b></p> <p>(a) Subject to Sections 5.02(c), 5.02(d), 5.08, 5.09, 5.12, 5.13, 7.03, 7.04 and 7.06, Member Directors shall be elected by the Members for a three-year term, such term to expire at the third Annual Meeting following election to the Board. Notwithstanding that election of the Board may occur in accordance with Section 5.06, the effective date of election shall be the next Annual Meeting following the election process set out in Section 5.</p> <p>(b) Subject to Section 5.09(b), one-third of the Member Directors shall be elected for a three-year term in each annual election.</p> <p>(c) Member Directors who have served part or all of one term shall be eligible for re-election for one additional consecutive three-year term. No individual may serve as a Director for more terms than will permit six consecutive years of service on the Board; provided that this Section 5.02 shall not apply so as to prevent any person who is the Chair, Vice Chair or Past Chair to continue to serve in those offices for the remainder of the terms set out in Sections 7.03, 7.04 and 7.06 respectively.</p> <p>(d) Unless a Member Director is appointed to the Board pursuant to Section 5.09(b), no Member Director may stand again for an</p>	<p><b>Election and Term of Office</b></p> <p>(a) Subject to Sections 5.02(c), 5.02(d), 5.02(e), 5.08, 5.09, 5.12, 5.13, 7.03, 7.04 and 7.06, Member Directors shall be elected by the Members for a three-year term, such term to expire at the third Annual Meeting following election to the Board. Notwithstanding that election of the Board may occur in accordance with Section 5.06, the effective date of election shall be the next Annual Meeting following the election process set out in Section 5.</p> <p>(b) Subject to Sections 5.09(b) and 7.0 one-third of the Member Directors shall be elected for a three-year term in each annual election.</p> <p>(c) In order to stagger Board terms effectively, each year, the Board will disclose the number of Nominees sought out for election and indicate in the Call for Nominations if the term is for a one, two or three year term. Shorter terms will only apply when Board terms need to be staggered to reflect a one-third transition.</p> <p>(d) Member Directors who have served part or all of one term shall be eligible for re-election for two additional consecutive three-year terms. No individual may serve as a Director for more terms than will permit nine consecutive years of service on the Board;</p>	<p>See new section 5.02 (c) In order to stagger Board terms effectively, each year the Board will disclose the number of Nominees sought out for election and indicate in the Call for Nominations if the term is for a one, two or three year term. Shorter terms will only apply when Board terms need to be staggered to reflect a one-third transition.</p> <p>Sections in 5.02 (a) subsequently modified.</p> <p>Encoded new nine year consecutive term and lifetime cumulative maximum of 12 years.</p> <p>A three year cooling off period will apply in the event that an individual has reached the nine year consecutive max.</p> <p>The Chairs term is renewable once, however a chair must stand for election by members prior to taking on a second term.</p> <p>The 12 year cumulative term and nine year consecutive will be applied to Regulatory Committee practices and subsequently to Chapter Leadership practices.</p>

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	<p>additional term after having completed the maximum terms or years of service permitted under Section 5.02(c) unless they have been off the Board for the same number of years they have served on the Board in total at which point they may stand again for one term of up to three years with the right to stand for election for a further three-year term.</p> <p>(e) Unless a Member Director is appointed to the Board pursuant to Section 5.09(b), no Member Director who is unsuccessful in an election for an additional term may stand again for election unless they have been off the Board for the same number of years they have served on the Board in total, at which point they may stand again for one term of up to three years with the right to stand for election for a further three-year term.</p> <p>(f) Notwithstanding the provisions of Section 5.02(c), the person(s) holding the offices of Vice-Chair (for one year), Chair (for two years), and Past Chair (for one year) shall be eligible to hold office as a Member Director for such additional time as is required to complete the terms of office designated to the offices. In that event, the number of Member Directors to be elected at an Annual Meeting may be adjusted to take into account any extended term</p>	<p>provided that this Section 5.02 shall not apply so as to prevent any person who is selected as Chair to continue to serve in the office for the remainder of their first term set out in Sections 7.03, 7.04 and 7.06 respectively.</p> <p>(e) Unless a Member Director is appointed to the Board pursuant to Section 5.09(b), no Member Director may stand again for an additional term after having completed the maximum terms unless they have been off the Board for three years consecutively, at which point they may stand again for election for a further three-year term up to a cumulative lifetime maximum of 12 years.</p> <p>(f) Notwithstanding the provisions of Section 5.02(c) and 7.02, the person(s) holding the office of Chair (for two years), renewable once, shall be eligible to hold office as a Member Director for such additional time as is required to complete the individuals first term designated to the office, but within the lifetime cumulative maximum of 12 years. In that event, the number of Member Directors to be elected each year may be adjusted to take into account any extended term. The Board Chair must stand for re election by members, prior to taking on a second term.</p>	
	<p><b>5.10 Non-Member Director</b></p> <p>In a year where a skill gap exists on the Board the</p>	<p><b>5.10 Non-Member Director</b></p> <p>In a year where a skill gap exists on the Board</p>	<p>Non Member Director Terms are aligned with Elected Member and Order in Council Appointed Directors.</p>

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	<p>Board may amend the By-laws to fix the number to two Non- Member Directors, in accordance with the Act. A Non-Member Director who is not disqualified under the terms of Section 5.11, which individual shall serve on the Board for a term of two years. A Non-Member Director may be re-appointed for two additional terms of two years, to a maximum of nine years.</p>	<p>the Board may amend the By-laws to fix the number to two Non- Member Directors, in accordance with the Act. A Non-Member Director who is not disqualified under the terms of Section 5.11, which individual shall serve on the Board for a term of three years. A Non-Member Director may be re-appointed for two additional terms of three years, to a maximum of nine years.</p>	
	<p><b>SECTION 7: OFFICERS</b></p> <p><b>7.01</b> Officers.</p> <p>In the first year of a Chair’s term of office, the Officers of the Association shall include the Chair, Past Chair (if the Past Chair is still a Director), the Chief Executive Officer and the Registrar.</p> <p>In the second year of a Chair’s term of office, the Officers shall include the Chair, Vice Chair the Chief Executive Officer and the Registrar.</p> <p>The Board may name any other Officers as it may choose and appoint one or more individuals to each office.</p>	<p><b>SECTION 7: OFFICERS</b></p> <p>The changes below would take effect after the sitting officers have vacated their positions. The removal of the Vice Chair role is effective upon Board approval as the position is currently vacant. The removal of the Past Chair role would take effect at the 2022 Annual Meeting. The Chairs term would take effect in 2023 after the current Chair has completed the existing maximum two year term. The current chair is not eligible for renewal.</p> <p>7.01 Officers.</p> <p>The Officers of the Association shall include the Chair the Chief Executive Officer and the Registrar.</p> <p>The Board may name any other Officers as it may choose, and appoint one or more individuals to each office.</p>	<p>The changes would take effect after the sitting officers have vacated their positions.</p> <p>The removal of the Vice Chair role is effective upon Board approval as the position is currently vacant.</p> <p>The removal of the Past Chair role would take effect at the 2022 Annual Meeting.</p>

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	<p><b>7.02 Chair Term of Office.</b></p> <p>Subject to Section 7.04, the Chair shall hold office for a term of two years, to commence at the next Annual Meeting following the process set out in Section 7.04, or until the Chair's successor is elected or appointed in the Chair's stead, and which term shall expire at the second Annual Meeting following the Chair's appointment.</p>	<p><b>7.02 Chair Term of Office.</b></p> <p>Subject to Sections 5.02 (f) and 7.04, the Chair shall hold office for a term of two years, renewable once, to a maximum of four years. Commencing at the next Annual Meeting following the process set out in Section 7.04, or until the Chair's successor is elected or appointed in the Chair's stead, and which term shall expire at the second Annual Meeting following the Chair's appointment.</p>	<p>The Chairs term would take effect in 2023 after the current Chair has completed the existing maximum two year term.</p> <p>The current chair is not eligible for renewal.</p>
	<p><b>7.03 Selection of Vice Chair/Past Chair</b></p> <p>(a) During the one-year period commencing at the adjournment of the Annual Meeting and ending at the adjournment of the Annual Meeting next following, the individual whose term of office of Chair has ended at the adjournment of the first of such Annual Meetings shall hold the office of Past Chair. Unless otherwise elected or appointed, this individual shall cease to hold the office of Past Chair at the end of such one year period.</p> <p>(b) In the year following the one year period described in Section 7.03(a), the individual elected in accordance with Section 7.03(d) shall serve as the Vice Chair.</p> <p>(c) The Vice Chair shall be elected by the Board at a Board meeting to be called and held between the date of the announcement of the election of Directors set out in step one in</p>	<p><b>7.03 Selection of Chair.</b></p> <p>(a) deleted</p> <p>(b) deleted</p> <p>(c) The Chair shall be elected by the Board at a Board meeting to be called and held between the date of the announcement of the election of Directors set out in step one in Section 5.05(b) and the date of step seven of the table in Section 5.05(b).</p> <p>(d) Any Member Director is eligible to stand for election as Chair of the Board. Candidates for Chair require one supporting Board Director in order to stand for election. Any such Director who wishes to stand for election as Chair must declare their intent to do so no later than a nomination deadline to be established from time to time by the</p>	<p>Deleted sections to reflect the removal of the Vice Chair position.</p> <p>Table amended to reflect the removal of the Vice Chair position.</p>

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	<p>Section 5.05(b) and the date of step seven of the table in Section 5.05(b).</p> <p>(d) Any Member Director is eligible to stand for election as Chair of the Board. Candidates for Vice Chair require one supporting Board Director in order to stand for election. Any such Director who wishes to stand for election as Vice Chair must declare their intent to do so no later than a nomination deadline to be established from time to time by the Board.</p> <p>(e) The Election Process and Voting procedures for Vice Chair shall be conducted in accordance with the following table:</p> <p>Table amended to reflect removal of Vice Chair.</p>	<p>Board.</p> <p>(e) The Election Process and Voting procedures for Chair shall be conducted in accordance with the following table:</p>	
	<p><b>7.04 Succession of Vice Chair to Chair.</b></p> <p>In the year in which the term of office of the Chair expires, the Board shall, at the last Board meeting called and held prior to the Annual Meeting, consider whether the person who is Vice Chair shall succeed to the office of Chair; in doing so, the Board shall consider the recommendation of the governance and nominating committee whose recommendation shall be made in accordance with Section 7.03(d).</p> <p>(a) If there is an equality of votes at such Board meeting on the question, the vote of the then Vice Chair shall not be counted.</p>	<p>Section removed</p>	<p>Deleted to reflect the removal of the Vice Chair position.</p>

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	<p>(b) If the Board determines that the individual who is then the Vice Chair shall succeed to the office of Chair, such person shall take office as Chair at the next Annual Meeting, and hold office pursuant to Section 7.02.</p> <p>(c) If it is determined that the person who is then the Vice Chair shall not succeed to the office of Chair, the Board shall elect another individual to be Chair, and such individual shall hold office pursuant to Section 7.02.</p>		
	<p><b>Section 7.05 – Section 7.08</b></p> <p><b>7.05 Removal of Officers.</b></p> <p>The Chair, the Vice Chair, Past Chair and the Secretary may each be removed from office by a two thirds majority vote cast by the remaining Directors present and voting at a meeting of which notice of intention to pass such motion has been previously given.</p>	<p><b>7.05 Removal of Officers.</b></p> <p>The Chair and the Secretary may each be removed from office by a two thirds majority vote cast by the remaining Directors present and voting at a meeting of which notice of intention to pass such motion has been previously given.</p>	<p>Deleted Vice and Past Chair officer positions.</p>
	<p><b>7.06 Incomplete term of Chair, Vice Chair or Past Chair.</b></p> <p>(a) If the Chair is unable to complete the term of office of the Chair, the Past Chair or Vice Chair will fill the position for the remainder of that term. The Board may extend the term of office of the Chair for the year during which such Director would have otherwise become Chair;</p> <p>(b) If the Vice Chair is unable to complete the term of office of Vice Chair, a new</p>	<p><b>7.06 Incomplete Term of Chair</b></p> <p>(a) If the Chair is unable to complete the term of office of Chair, a new Chair will be elected by the Board from among the Directors;</p>	<p>Deleted reference to Vice and Past Chair officer positions.</p>

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	<p>Vice Chair will be elected by the Board from among the Directors;</p> <p>(c) If both the Chair and the Vice Chair are unable to complete their terms of office during the same year, the Board shall elect amongst them a new Chair and Vice Chair;</p> <p>(d) If the Past Chair is unable to complete or assume the term, the position shall remain vacant and the Past Chair's responsibilities will be assigned to other Directors.</p>		
	<p><b>7.07 Duties of Vice Chair/Past Chair.</b></p> <p>The Vice Chair or Past Chair, as the case may be, may assist the Chair and may fulfil the Chair's role as deemed appropriate by the Chair.</p>	Deleted	Deleted reference to Vice and Past Chair officer positions.
<b>Chapter Governance and Operating Terms</b>			
Section	Old Version	New Version	Rationale
2.6	<p><b>Reporting to Association Board</b></p> <p>A Chapter Board shall send the following Reports to the Association Board.</p> <p>(a) By July 31<sup>st</sup>, each Chapter board should have submitted the following:</p> <ul style="list-style-type: none"> <li>- Proposed Chapter program plans for fiscal year starting on December 1<sup>st</sup></li> <li>- Applications for additional funding (if required)</li> <li>- Names and positions of all Chapter</li> </ul>	<p><b>Reporting to Association Board</b></p> <p>A Chapter Board shall send the following Reports to the Association Board.</p> <p>(b) By July 31<sup>st</sup>, each Chapter board shall submit the following:</p> <ul style="list-style-type: none"> <li>- Proposed Chapter program plans for fiscal year starting on December 1<sup>st</sup></li> <li>- Applications for additional funding (if required)</li> </ul> <p>(c) By December 1<sup>st</sup>, each Chapter board</p>	<p>The Chapter Committee recruitment cycle is being extended as requested by Chapter Board Members.</p> <p>This means that rather than having new committee members start on August 1, they will begin their volunteer term on December 1.</p> <p>The date of the committee report is bei</p>

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	Board members and Volunteers serving on a Chapter Committee	shall submit the following: - Names and positions of all Chapter Board members and Volunteers serving on a Chapter Committee.	pushed to December to align with the volunteer cycle.
5.2	<p><b>Business to be Conducted</b></p> <p>Business to be conducted at the Chapter's Annual Business Meeting includes:</p> <p>(a) approving the minutes of the previous Annual Business Meeting and approving the minutes of any special Chapter Members' meetings that occurred during the Membership Year.</p> <p>(b) receiving reports from the Chapter Chair or the Chapter Board on the activities of the Chapter Board and the Chapter;</p> <p>(c) receiving a report on the election of Chapter Directors; and</p> <p>(d) considering any other matter as the Chapter Board determines to be properly brought before the Annual Business Meeting.</p>	<p>The following bullets were added to the ABM requirements:</p> <ul style="list-style-type: none"> <li>• Recognizing members within your local Chapter who have received a designation between January 1<sup>st</sup> and December 31<sup>st</sup> of the year prior</li> <li>• Recognizing all local Chapter Committee volunteers and Chapter Board Members</li> <li>• Use template provided by HRP A Staff to share other Chapter updates</li> </ul>	<p>Standardizing the Chapter ABM structure to ensure Chapter Committee Volunteers and newly designated members across the province are being recognized.</p> <p>There are standard minuting requirements for Boards, these include approving the previous years annual business meeting minutes.</p> <p>Any presentations made to members will be posted with chapter records.</p>
7.2	<p><b>Chapter Board Composition</b></p> <p>Subject to Section 7.3 of these Operating Terms, the number of Chapter Directors comprising the Chapter Board is dependent on the size of the Chapter. If the Chapter has:</p> <p>a) 500 Chapter Members or less, the Chapter Board shall be comprised of a minimum of five (5) Chapter Directors to a</p>	<p><b>Chapter Board Composition</b></p> <p>All Chapter Boards shall be comprised of a minimum of five (5) Chapter Directors to a maximum of eight (8) Chapter Directors.</p>	<p>All Chapters, regardless of size, will have the same mandatory and optional Chapter Board roles available.</p> <p>To ensure that Chapters are working within their mandate, a maximum of 8 Chapter Board members (number of</p>



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	<p>maximum of seven (7) Chapter Directors.</p> <p>b) more than 500 Chapter Members, but less than 1,000 Chapter Members, the Chapter Board shall be comprised or a minimum of five (5) Chapter Directors to a maximum of nine (9) Chapter Directors.</p> <p>c) 1,000 or more Chapter Members, the Chapter Board shall be comprised of a minimum of five (5) Chapter Directors to a maximum of eleven (11) Chapter Directors, (the minimum number of Chapter Directors set out in (a), (b) or (c) above, the "Chapter Board Minimum"). The Current Chapter Board must fix the Board number annually through the call for nominations.</p>		<p>approved roles) will be the maximum number of directors.</p>
8.1	<p><b>Yearly Chapter Directors' Election</b></p> <p>A Chapter Directors' election shall be called each Membership Year pursuant to the timelines set out in Section 8 of these Operating Terms. A Chapter Board nominating committee ("the Chapter Nominating Committee") shall comprise:</p> <p>the Chapter Chair;</p> <p>the Chapter Past Chair, or the Chapter Chair-Elect; or any one other Chapter Director; and</p> <p>One- or two-Chapter Members, who have not held a Chapter Board position for a period of one year.</p>	<p><b>Yearly Chapter Directors' Election</b></p> <p>A Chapter Directors' election shall be called each Membership Year pursuant to the timelines set out in Section 8 of these Operating Terms.</p>	<p>To reduce barriers of entry and to be inclusive of all members who may be interested in Chapter Board positions, Chapter Nominating Committees are not required.</p> <p>Chapter Elections are a democratic process based on the strength of nominee's applications and member voting.</p>

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8.3	<p><b>Skills Matrix</b></p> <p>Prior to calling a Chapter Directors’ election, the Chapter Nominating Committee shall consider the appropriate mix of expertise, skills, attributes, characteristics and capabilities required of its Chapter Directors to effectively fulfill the Chapter Board’s roles and responsibilities (the “Skills Matrix”).</p>	Remove	To break down barriers of entry and to be inclusive of all members who may be interested in Chapter Board positions, it is recommended that Chapter Nominating Committees be removed. Chapter Elections should be a strictly democratic process based on the strength of nominee’s applications and member voting.
8.4	<p><b>Call for Nominations</b></p> <p>The Chapter Nominating Committee shall, on the 2nd Friday in February of every year, call a Chapter Directors’ election setting out;</p> <ul style="list-style-type: none"> <li>a) the number of Chapter Directors to be elected;</li> <li>b) in accordance with Section 8.15, the term each elected Chapter Director shall serve on the Chapter Board;</li> <li>c) a description of each Chapter Director’s roles and responsibilities, including descriptions of the Chapter Positions a Chapter Director may hold on the Chapter Board;</li> <li>d) the steps and documentation a Chapter Member must complete to nominate a Chapter Member for candidacy in a Chapter Directors’ election (“Chapter Board Nomination”);</li> <li>e) the deadline to submit a Chapter Board Nomination (“Nomination Deadline”); and</li> <li>f) any other information the Chapter</li> </ul>	<p><b>Call for Nominations</b></p> <p>On the 2nd Friday in February of every year, HRPAs Chapter Elections Officer will call a Chapter Directors’ nomination and election setting out;</p> <ul style="list-style-type: none"> <li>a) the number of Chapter Directors to be elected;</li> <li>b) in accordance with Section 8.15, the term each elected Chapter Director shall serve on the Chapter Board;</li> <li>c) a description of each Chapter Director’s roles and responsibilities, including descriptions of the Chapter Positions a Chapter Director may hold on the Chapter Board;</li> <li>d) the steps and documentation a Chapter Member must complete to nominate a Chapter Member for candidacy in a Chapter Directors’ election (“Chapter Board Nomination”);</li> <li>e) the deadline to submit a Chapter</li> </ul>	Modified language to reflect the removal of the Chapter Nominations Committee.

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	<p>Nominating Committee, Chapter Board or Association Board deems essential or appropriate to include in a call for Chapter Director nominations.</p>	<p>Board Nomination (“Nomination Deadline”); and                      f) any other information the Chapter Board or Association Board deems essential or appropriate to include in a call for Chapter Director nominations.</p>	
8.5	8.5 Nomination and Elections Timeline	Removal of CNC – replaced with “Chapter Board” or “Elections Officer”	Modified language to reflect the removal of the Chapter Nominations Committee.
8.6	<p><b>Nomination Qualifications</b></p> <p>To become a Chapter Director Candidate, a Chapter Member or Registered Student must:</p> <ul style="list-style-type: none"> <li>a) be a Chapter Member or Registered Student in good standing;</li> <li>b) not be the subject of any disciplinary proceedings by the Association;</li> <li>c) not have a finding of Professional Misconduct against the Member in the three (3) years preceding the date of the Nomination Deadline for the Chapter Directors’ election;</li> <li>d) have skills or experience, including previous volunteer or committee, or board or governance experience, commensurate with the needs of the Chapter Board as determined by the Chapter Nominating Committee;</li> <li>e) be at least eighteen (18) years old;</li> <li>f) not be an individual who has been found under the <i>Substitute Decisions Act, 1992</i> or under the <i>Mental Health Act</i> to be</li> </ul>	<p><b>Nomination Qualifications</b></p> <p>To become a Chapter Director Candidate, a Chapter Member or Registered Student must:</p> <ul style="list-style-type: none"> <li>a) be a Chapter Member or Registered Student in good standing;</li> <li>b) not be the subject of any disciplinary proceedings by the Association;</li> <li>c) not have a finding of Professional Misconduct against the Member in the three (3) years preceding the date of the Nomination Deadline for the Chapter Directors’ election;</li> <li>d) be at least eighteen (18) years old;</li> <li>e) not have the status of bankrupt; and</li> <li>f) not be an individual who has been found under the <i>Substitute Decisions Act, 1992</i> or under the <i>Mental Health Act</i> to be incapable of managing property;</li> <li>g) not be an individual who has been found to be incapable by any court in</li> </ul>	<p>Remove previous board or governance experience qualification to encourage more applicants to apply.</p> <p>Modified language to reflect the removal of the Chapter Nominations Committee.</p>

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	<p>incapable of managing property;</p> <p>g) not be an individual who has been found to be incapable by any court in Canada or elsewhere;</p> <p>h) not have the status of bankrupt; and</p> <p>i) meet any other criteria as established by the Chapter Nominating Committee, the Chapter Board or the Association, including but not limited to reference checks prescribed by the Chapter Board in accordance with Section 8.7 of these Operating Terms, and any criteria outlined in the Skills Matrix,</p> <p style="padding-left: 40px;">i. (the Chapter Director eligibility criteria set out in Section 8.6, collectively, the "Nomination Qualifications").</p>	<p style="text-align: center;">Canada or elsewhere;</p>	
8.7	<p>Reference Checks</p> <p>The Chapter Board may prescribe the form and content of, and the standards to be met in conducting, reference checks.</p>	Remove	Chapter Elections to be a strictly democratic process based on the strength of nominee's applications and member voting.
8.8	<p>Review of Chapter Board Nominations</p> <p>Immediately following the Nomination Deadline, the Chapter Nominating Committee shall review each Chapter Board Nomination received on or before the Nomination Deadline to ensure the Nomination Qualifications are met. The Chapter Nominating Committee shall approve all Chapter Board Nominations that substantially meet the Nomination Qualifications. Those Chapter Members whose Chapter Board Nominations the Chapter Nominating Committee has approved</p>	Remove	Modified language to reflect the removal of the Chapter Nominations Committee.

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	shall become the candidates for the Directors' election (the "Chapter Director Candidates").		
8.13	<p><b>Acclamation and Appointment of Directors</b></p> <p>If there is the same number of Chapter Director Candidates as vacant Chapter Director positions, the Chapter Director Candidates shall be acclaimed to the Chapter Board; no Chapter Directors' election will be required.</p> <p>If there are no candidates, the Chapter Nominating Committee will reach out to the membership base and appoint a Chapter Board Director; no Chapter Directors' election will be required.</p> <p>All Candidate names shall be submitted to the Chapter Elections Officer to verify if Member/Student is in good standing.</p>	<p><b>Acclamation and Appointment of Directors</b></p> <p>If there is the same number of Chapter Director Candidates as vacant Chapter Director positions, the Chapter Director Candidates shall be acclaimed to the Chapter Board; no Chapter Directors' election will be required.</p> <p>If there are no candidates, the Chapter Board will reach out to the membership base and appoint a Chapter Board Director; no Chapter Directors' election will be required.</p> <p>All Candidate names shall be submitted to the Chapter Elections Officer to verify if Member/Student is in good standing.</p>	Modified language to reflect the removal of the Chapter Nominations Committee.
8.14	<p><b>Results</b></p> <p>The Chapter Nominating Committee shall notify all Candidates of the results before sharing results with the Chapter Members.</p> <p>The Chapter Nominating Committee shall notify Chapter Members of the results of the Chapter Directors' election, publishing the names and bios of those Chapter Members and Registered Students who were elected or acclaimed to the Chapter Board, within seven (7) of the acclamation or appointment or the close of the Chapter Director Election (whichever applies).</p>	<p><b>Results</b></p> <p>Staff shall notify all unsuccessful Candidates of the results. All successful Candidates will be notified and introduced to the Chapter Board by Staff.</p> <p>The Chapter Board shall notify Chapter Members of the results of the Chapter Directors' election, publishing the names of those Chapter Members and Registered Students who were elected or acclaimed to the Chapter Board through their Chapter newsletter and by announcing at Chapter ABM (section 5).</p>	Modified language to reflect the removal of the Chapter Nominations Committee.

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8.16	<p><b>Lack of Chapter Board Minimum</b></p> <p>If the Chapter Board does not have enough Chapter Directors to establish the Chapter Board Minimum in accordance with Section 8.15 of these Operating Terms, then the Chapter Nominating Committee shall recruit nominees that meet the Nomination Qualifications from the Chapter Members. The Chapter Chair shall submit the names of the chosen nominees to the Chapter Board along with:</p> <ul style="list-style-type: none"> <li>a) a resume or biography of each nominee;</li> <li>b) an explanation of how each nominee substantially meets the Nomination Qualifications; and</li> <li>c) a motion to approve the appointment of one or more of the nominees to the Chapter Board.</li> </ul> <p>The Chapter Board shall appoint the requisite number of Chapter Directors from the nominees submitted to the Chapter Board to obtain the Chapter Board Minimum. The Chapter Nominating Committee shall notify the Chapter Members of the Chapter Director appointments promptly after their approval by the Chapter Board.</p> <p>If the Chapter Board is unable to maintain the board minimum for longer than 60 consecutive day, disbanding options as mentioned in section 2.4 must be considered.</p>	<p><b>Lack of Chapter Board Minimum</b></p> <p>If the Chapter Board does not have at least five (5) Chapter Directors, then the Chapter Board shall recruit nominees that meet the Nomination Qualifications from the Chapter Members. The Chapter Chair shall submit the names of the chosen nominees to the Chapter Board along with:</p> <ul style="list-style-type: none"> <li>(a) a biography of each nominee;</li> <li>(b) an explanation of how each nominee substantially meets the Nomination Qualifications; and</li> <li>(c) a motion to approve the appointment of one or more of the nominees to the Chapter Board.</li> </ul> <p>The Chapter Board shall appoint the requisite number of Chapter Directors from the nominees submitted to the Chapter Board to obtain the Chapter Board Minimum. The Chapter Board shall notify the Chapter Members of the Chapter Director appointments promptly after their approval by the Chapter Board.</p> <p>If the Chapter Board is unable to maintain the board minimum for longer than 60 consecutive days, disbanding options as mentioned in section 2.4 must be considered.</p>	<p>Modified language to reflect the removal of the Chapter Nominations Committee.</p>
8.18	<p><b>Incumbent Directors</b></p> <p>Notwithstanding Section 8.17 of these Operating Terms, if a Chapter Directors' election is not held at the proper time, the incumbent Chapter</p>	<p><b>Incumbent Directors</b></p> <p>Notwithstanding Section 8.17 of these Operating Terms, if a Chapter Directors' election is not held at the proper time, the</p>	<p>Modified language to reflect the removal of the Chapter Nominations Committee.</p>

## Table of Concordance By-Law Revisions Annual Meeting 2022

Section	Old Version	New Version	Rationale
	<p>Directors shall continue to serve on the Chapter Board until their successors are elected and commence their terms on the Chapter Board.</p> <p>a) If the Chapter Nominating Committee does not call a Chapter Directors' election in accordance with Section 8.2 or the Chapter Board does not appoint Chapter Members to the Chapter Board in accordance with Section 8.13, Section 8.15 and Section 8.16 of these Operating Terms within a reasonable period of time, then the Association Board may assume the responsibilities of the Chapter Nominating Committee or Chapter Board (as applicable) to call a Chapter Directors' election or appoint Chapter Members to the Chapter Board to obtain the Chapter Board Minimum (if the number of Chapter Director Candidates is insufficient to elect Chapter Directors to the Chapter Board).</p>	<p>incumbent Chapter Directors shall continue to serve on the Chapter Board until their successors are elected and commence their terms on the Chapter Board.</p>	
8.19	<p><b>Number of Chapter Elections</b></p> <p>Chapters can hold one additional (1) Chapter Election during the Chapter Election period. If a Chapter is unable to fulfill a mandatory board role after the Chapter Elections close, Chapters may combine the role with another position as laid out in Section 11.04 or may select a committee lead for that specific portfolio. The Committee Lead will take on the responsibilities of that role and may apply for the position during the following Chapter Election period. The Committee Lead will follow the Chapter Board</p>	<p><b>Number of Chapter Elections</b></p> <p>Chapters may only hold one (1) Chapter Election during the Chapter Election period. If a Chapter is unable to fulfill a mandatory board role after the Chapter Elections close, Chapters may combine the role with another position as laid out in Section 11.04 or may select a committee lead for that specific portfolio. A Committee Member (if applicable) can take on the responsibilities of that role and may apply for the position during the following Chapter Election period.</p>	<p>Clarification that there is only 1 election period per year. Chapter Boards can appoint a member if there happens to be drop off at the Chapter Board level.</p>

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Section	Old Version	New Version	Rationale
	requirements for training but not be granted the title of Chapter Director.	The Committee Lead will follow the Chapter Board requirements for training but not be granted the title of Chapter Director.	
9.2	<p><b>Failure to Comply</b></p> <p>A Chapter Director's failure to:</p> <ul style="list-style-type: none"> <li>a) successfully complete the training as set out in Section 9.1(a) of these Operating Terms (determination of successful completion being at the sole and absolute discretion of the Association Board); and</li> <li>b) sign the Code of Conduct for Volunteers prior the commencement of the new Volunteer Year, shall constitute a Chapter Director's deemed resignation from the Chapter Board.</li> </ul>	<p><b>Failure to Comply</b></p> <p>A Chapter Director's failure to comply with the following shall constitute a Chapter Director's deemed resignation from the Chapter Board:</p> <ul style="list-style-type: none"> <li>a) successfully complete the training as set out in Section 9.1(a) of these Operating Terms (determination of successful completion being at the sole and absolute discretion of the Association Board); and</li> <li>b) sign the Code of Conduct for Volunteers prior the commencement of the new Volunteer Year;</li> </ul>	Reformatting/clarifying
10.5	<p><b>Incomplete Term</b></p> <p>If a vacancy occurs at any time on the Chapter Board, the vacating Chapter Director shall be replaced for the remainder of the term by:</p> <ul style="list-style-type: none"> <li>a) the next available and eligible runner up who ran in the most recent Chapter Directors' election; or</li> <li>b) in case there was no available or eligible runner-up or there is a tie of eligible runner-up candidates under Section 10.5(a), the Chapter Board shall call a special Chapter Members' meeting to elect a Chapter Member to fill the Chapter</li> </ul>	Remove	This is already communicated in section 8.15 (Chapter Board minimum) redundancy removed.



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Section	Old Version	New Version	Rationale
	<p>Director vacancy.</p> <p>c) The appointed or elected replacement Chapter Director shall serve on the Chapter Board for the remainder of the unexpired portion of the term of the vacating Chapter Director. In the event that one election has already taken place, Section 8.20 applies.</p>		
11.3	<p><b>Approval of Additional Optional Chapter Positions and Committees</b></p> <p>When a Chapter Board deems a Chapter Position necessary pursuant to Section 11.2 of these Operating Terms, prior to filling such Chapter Position, the Chapter Board shall file a job description of the Chapter Position with the Association. The Chapter Board shall not appoint a Chapter Member to such Chapter Position unless the Association first approves the job description for it.</p> <p>Approved role descriptions will only remain active for a three (3) year term at which time they will need to be resubmitted for review.</p>	Remove	To stay aligned with Chapter mandate, only existing mandatory and optional positions can be fulfilled.
12.4	<p><b>Role of Chapter Nominating Committee</b></p> <p>If the Chapter Board determines under Section 12.3 of these Operating Terms that the Chapter Board-Elect is unfit for office, the Chapter Nominating Committee shall provide the Chapter Board with a recommendation of a Chapter Director(s) with the necessary skills required to fulfill the role of Chapter Chair</p>	Remove	Modified language to reflect the removal of the Chapter Nominations Committee.

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Section	Old Version	New Version	Rationale
12.5	<p><b>Appointment – New Chapter Chair</b></p> <p>If the Chapter Board determines under Section 12.3 of these Operating terms that the Chair Board-elect is unfit for Office, the Chapter Board shall, after considering the recommendation of the Chapter Nominating Committee, appoint a new Chapter Chair to take office at the end of the current Chapter Chair</p>	<p><b>Appointment – New Chapter Chair</b></p> <p>If the Chapter Board determines under Section 12.3 of these Operating terms that the Chair Board-elect is unfit for Office, the Chapter Board shall appoint a new Chapter Chair to take office at the end of the current Chapter Chair</p>	<p>Modified language to reflect the removal of the Chapter Nominations Committee.</p>
13.5	<p><b>Chair, Chapter Programs/Professional Development</b></p> <p>The Chapter Programs/Professional Development Chair shall be Chair of the Chapter Professional Development Committee, if any, formed under Section 16.1. The Committee or Chapter Board shall facilitate, with the cooperation of the Association's staff and the Chapter Board, the Chapter's annual professional development and networking program calendar in accordance with the needs of the Chapter Members, the Chapter's Mandate and Section 6.1 of these Operating Terms, and in alignment with the Association's annual plan and performance obligations.</p>	<p><b>Chair, Chapter Programs</b></p> <p>The Chapter Programs Chair shall be Chair of the Chapter Programs Committee, if any, formed under Section 16.1. The Committee or Chapter Board shall facilitate, with the cooperation of the Association's staff and the Chapter Board, the Chapter's annual program calendar in accordance with the needs of the Chapter Members, the Chapter's Mandate and Section 6.1 of these Operating Terms, and in alignment with the Association's annual plan and performance obligations. The Chapter Programs Chair will ensure that the Chapter Board has submitted all program plans for the upcoming fiscal year by July 31<sup>st</sup> of each year.</p>	<p>Removing "Professional Development" Component as Chapter mandate is to create sense of community through networking, mentoring and other programs. Programs Chair to ensure that Chapter plans for upcoming fiscal year are submitted by July 31<sup>st</sup>.</p>
13.7	<p><b>Chair, Chapter Mentorship</b></p> <p>The Chapter Mentorship Chair shall chair the Chapter Mentorship Committee, if any, formed under Section 16.1. The Chapter Mentorship Chair is responsible for planning and coordination of</p>	<p><b>Chair, Chapter Mentorship</b></p> <p>The Chapter Mentorship Chair shall chair the Chapter Mentorship Committee, if any, formed under Section 16.1. The Chapter Mentorship Chair is responsible for</p>	<p>Focus on supporting provincial program now that we have combined mentoring programs to be more inclusive of those in remote regions and small chapters.</p>

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Section	Old Version	New Version	Rationale
	Chapter Mentoring Events. And shall encourage mentorship program engagement by keeping Chapter members informed of Mentorship program initiatives	supporting the HRPA Provincial Mentoring Program. And shall encourage mentorship program engagement by keeping Chapter members informed of Mentorship program initiatives	
13.10	<p><b>Additional Duties</b></p> <p>The Association Board may specify additional duties of the Chapter Positions or modify the duties and responsibilities of the Chapter Positions set out in these Operating Terms in the Association Governance Materials.</p>	<p><b>Chapter Board Duties</b></p> <p>The Association Board may modify duties of the Chapter Positions set out in these Operating Terms in the Association Governance Materials.</p>	Simplified language.
15.1	<p>Hiring of Chapter Employees</p> <p>The Chapter Board cannot hire full-time, part-time or contract employees without the express prior written approval of the Association’s Chief Executive Officer.</p>	Remove	<p>There will never be a case in which the Chapter is approved to hire their own employees.</p> <p>Chapters do not have funds available to do so and the approvals now require management authorization.</p>
16.1	<p><b>Chapter Committees</b></p> <p>The Chapter Board may form the following Chapter Committees:</p> <ul style="list-style-type: none"> <li>a) the Chapter Communications Committee, with the description set out in Section 13.6;</li> <li>b) the Chapter Nominating Committee, with the description set out in the Association Governance Materials;</li> <li>c) the Chapter Programs/Professional Development Committee, with the description set out in Section 13.5; and</li> <li>d) the Chapter Student Liaison Committee, with the description set out in Section 13.8;</li> </ul>	<p><b>Chapter Committees</b></p> <p>The Chapter Board may form the following Chapter Committees:</p> <ul style="list-style-type: none"> <li>a) the Chapter Communications Committee, with the description set out in Section 13.6;</li> <li>b) the Chapter Programs Committee, with the description set out in Section 13.5; and</li> <li>c) the Chapter Student Liaison Committee, with the description set out in Section 13.8;</li> <li>d) the Chapter Mentorship Committee,</li> </ul>	<p>Chair, Regulatory Discussion Group does not require a committee.</p> <p>Ad-hoc/micro-opportunity for members to sit on Regulatory discussion group calls.</p>

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Section	Old Version	New Version	Rationale
	<p>e) the Chapter Regulatory Liaison Committee, with the description set out in Section 13.9;</p> <p>f) the Chapter Mentorship Committee, with the description set out in Section 13.7</p> <p>g) Each committee may have a maximum of 5 members per committee reporting to a Chapter Board member.</p>	<p>with the description set out in Section 13.7</p> <p>e) Each committee may have a maximum of 5 members per committee reporting to a Chapter Board member.</p>	
16.2	<p><b>Chapter Committee Membership and Terms</b></p> <p>The Chapter Committee Membership term is 1 year starting July 31st. In order for a committee opportunity to be posted for volunteers, Terms of Reference must be submitted by the Chapter Board to HRP A Staff for approval. Committee members can reapply to a committee for a maximum of 6 consecutive terms, or up to 6 years.</p>	<p><b>Chapter Committee Membership and Terms</b></p> <p>The Chapter Committee Membership term is 1 year starting December 1st. In order for a committee opportunity to be posted for volunteers, Terms of Reference must be signed by the Chapter Board and sent to HRP A Staff. Committee members can reapply to a committee for a maximum of 6 consecutive terms, or up to 6 years.</p>	<p>Changed committee recruiting and selection timeline as requested by Chapter Leadership. Start date of December 1.</p>
16.3	<p>Additional Chapter Committees and Additional Chapter Volunteer Positions</p> <p>The Chapter Board may propose additional Chapter volunteer committees or Chapter volunteer positions by submitting terms of reference for the proposed Chapter committee(s) or Chapter position(s) descriptions to the Associations Governance and Nominating Committee (GNC). The GNC shall review such terms of reference and Chapter position descriptions and either approve or reject the proposal. The Chapter Board may not form any Chapter volunteer committees or Chapter positions, other than those listed in Section 13, Section 16.1 and Section 16.2 of these Operating</p>	<p>remove</p>	<p>To stay aligned with Chapter mandate, only existing mandatory and optional positions can be fulfilled.</p>

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Section	Old Version	New Version	Rationale
	Terms, without the prior approval of the GNC.		
<b>Regulatory Committees</b>			
Housekeeping	<p>The Terms of Reference for the Statutory and Standing Regulatory Committees are regularly reviewed to ensure currency. During the review, a few house keeping items were identified:</p> <ol style="list-style-type: none"> <li>1. Most of the Terms of Reference for the Regulatory Committees refer to the Code of Conduct for Members of Adjudicative Committees and the Code of Conduct for Volunteers. A new Code of Conduct for Members of Regulatory Committees was introduced and approved by Members in 2021, which has replaced the previous Codes for the regulatory committees.</li> <li>2. The Terms of Reference erroneously indicated that the committees provide input into the committee budgets set by the Board, which is not HRPAs practice.</li> <li>3. The Terms of Reference for the Complaints Committee and the Registration Committee were missing a reference to the budget permitting the committees to have access to Independent Legal Counsel, which is a standard provision for the Appeal, Capacity, Discipline and Review Committee and should also be part of the Terms of Reference for the Complaints and Registration Committees.</li> </ol>		
Academic Standards Committee	<p>Academic Standards Degree Committee</p> <p>Academic Standards Diploma Committee</p>	Academic Standards Committee -NEW Page 3 includes the new combined Committee Terms of reference.	The Academic Standards Degree Committee and the Academic Standards Diploma Committee are being combined, new Terms of Reference were developed for the combined committee.
CHRP and CHRL Exam Validation Committee	The mandate of the CHRP/L Exam Validation Committee is to approve all examination content used to evaluate CHRL candidates and make recommendations to the Registrar as to appropriate cut-scores for the exams.	The mandate of the CHRP/L Exam Validation Committee is to assist the Registrar to assess the competency of members and students for the Certified Human Resources Professional (CHRP)/ Leader (CHRL) designations through examinations.	The Terms of Reference for the CHRP Exam Validation Committee and the CHRL Exam Validation Committee were revised slightly to use the same language as can be found in the <i>Registered Human Resources Professionals Act, 2013</i> to express the committees' mandates.

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Section	Old Version	New Version	Rationale
	N/A	<p>All members of the CHRL Exam Validation Committee shall be designated HRPA members in good standing, who are currently practicing in Human Resources and/or participating in functional HR work.</p> <p>Committee Members who have ceased practicing HR during their term on the CHRP/L Exam Validation Committee can complete their term but are not eligible to have their term renewed.</p> <p>All members are required to sign off on and comply with the CHRL Exam Validation Committee – Committee Participation Policy.</p>	Prerequisites for committee membership were clarified.
CHRP ad CHRL Em Validaton Commtee	N/A	<p>Quorum: NEW</p> <p>The quorum for each activity reflects the minimum of committee members required for each activity to make defensible decisions and maintain the validity of the exams. The target reflects best practice and should always be strived for if possible.</p>	A new section on quorum for exam activities was added to ensure all exam activities result in defensible decisions that maintain the validity of the exams.