

*THE SASKATCHEWAN  
PROFESSIONAL PLANNERS  
INSTITUTE*

ADMINISTRATIVE BYLAW

(Pursuant to subsection 15(1) of *The Community Planning Profession Act, 2013*)

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## **PART I – TITLE**

1. This Bylaw may be cited as *The Community Planning Profession Administrative Bylaw, 2015*.

## **PART II – INTERPRETATION**

### **Section 1 Definitions**

1. In this Bylaw:
  - a. “Act” means *The Community Planning Profession Act, 2013*.
  - b. “member” has the same meaning as in *The Community Planning Profession Act, 2013*.
  - c. “Regulated Member” has the same meaning as in *The Community Planning Profession Regulatory Bylaw, 2013*.
  - d. “Registered Professional Planner” has the same meaning as in *The Community Planning Profession Act, 2013*.
  - e. “student member” has the same meaning as in *The Community Planning Profession Regulatory Bylaw, 2013*.

### **Section 2 Name**

1. The name of the Institute shall be the Saskatchewan Professional Planners Institute (Institute).
2. The Institute has jurisdiction in the Province of Saskatchewan.
3. The Institute is a Corporate Member of the Canadian Institute of Planning (CIP).

### **Section 3 Purpose of Bylaw**

1. This Bylaw is made pursuant to subsection 15(1) of the Act.
2. The policies contained within this Bylaw are intended to provide broad direction to Council and the Institute’s membership, without unduly restricting the discretionary decision-making powers of the current or any future Council.

## **PART III – ADMINISTRATION**

### **Section 1 Officers of Council**

1. Purpose

Council is responsible for managing and regulating the affairs and business of the Institute. These policies identify the voting and non-voting Officers of Council.

2. Policies
  - a) Council shall have no fewer than seven and no more than ten elected voting officers.
  - b) Council may have an additional two voting officers appointed under subsection 9(1) of the Act, for a total of twelve voting officers.
  - c) The elected voting Officers of Council are:
    - i) President;
    - ii) President Elect;
    - iii) Secretary/Treasurer; and
    - iv) Committee chairs/co-chairs, as identified in the Institute's Operations Manual.
  - d) The appointed voting Officers of Council are:
    - i) Any person appointed by the Lieutenant Governor in Council.
  - e) The elected non-voting Officers of Council are:
    - i) Student Representative
  - f) The appointed non-voting Officers of Council are:
    - i) Executive Director.
  - g) Council may, by majority vote, establish the committees of Council and create or amend the title or responsibilities of any Officer.

## **Section 2 Officer Duties**

### 1. Purpose

These policies are designed to ensure the effective and efficient operation of Council by clarifying the roles and responsibilities of voting and non-voting Officers of Council.

### 2. Policies

- a) All Officers of Council, with the exception of the Executive Director, are responsible to prepare and present an annual report for the Institute's Annual General Meeting (AGM), pursuant to the Operations Manual.
- b) The President is responsible to:
  - i) provide leadership to Council and the Institute's membership;
  - ii) oversee the statutory Professional Conduct and Discipline Committees;
  - iii) determine course of action and direction for Council on assuming office and at the beginning of any subsequent annual term of office;
  - iv) chair all meetings of Council and the AGM;
  - v) recognize the contribution of the Institute's volunteers at the AGM and present the annual volunteer award;
  - vi) interpret, implement and monitor the Institute's Strategic Plan;
  - vii) ensure day-to-day operations of the Institute are effective, efficient and transparent;

- viii) act as the spokesperson on behalf of the Institute on planning matter/issues;
  - ix) maintain liaison with community leaders; and
  - x) act as a signing officer for the Institute, pursuant to Part III, Section 11 of this bylaw.
- c) The President Elect is responsible to:
- i) lead the Institute's responses to policy issues and ensure responses are consistent with the Institute's duties and objects;
  - ii) lead the development of the Institute's three year rolling and annual operating budget; and
  - iii) participate in the Institute's governance and operations, consistent with the strategic plan.
- d) The Secretary/Treasurer is responsible to:
- i) ensure that all documents and records of the Institute are properly maintained and filed in accordance with the requirements of the applicable provincial body;
  - ii) record minutes of Council meetings and the AGM;
  - iii) submit two certified true copies of all amending bylaws to the appropriate provincial authority within 30 days of the bylaw adoption;
  - iv) transmit to the Provincial Secretary, when required by the Lieutenant Governor in Council, a certified return containing all of the requested information under the seal of the Institute;
  - v) oversee the financial affairs of the Institute, including the preparation of the three year rolling and annual budget for review and approval by Council;
  - vi) monitor and manage the Institute's annual budget and expenditures;
  - vii) act as a signing officer for the Institute, pursuant to Part III, Section 11 of this bylaw;
- e) In addition to the responsibilities of current committees established through the Institute's Strategic Plan and identified in the Operations Manual, all Chairs or Co-chairs of committees established by Council are responsible to:
- i) coordinate complementary activities, professional development opportunities, external and internal communications with other committees of Council;
  - ii) chair all activities of their specific committee;
  - iii) ensure the committee has an up to date terms of reference;
  - iv) ensure the identification of strategic priorities;
  - v) develop an annual work plan and budget;
  - vi) populate and chair meetings of any subcommittees established to address the needs of the Institute,
  - vii) prepare a terms of reference and identify any budgetary requirements to Council for any subcommittees;

- viii) prepare a written report for all Council meetings on the activities of the committee and any subcommittees; and
- ix) recognize the contributions of subcommittee volunteers in their written report for the AGM.
- f) The Student Representative is responsible to:
  - i) participate in regular Council meetings and provide written progress reports on the University of Saskatchewan's Planning Students Association (PSA) events, identify the needs of students and identify opportunities for learning and networking;
  - ii) explain and promote the values of becoming student members of the Institute to all University of Saskatchewan Regional and Urban Planning Program (RUP) students; and
  - iii) liaise between the PSA executive and the Institute.
- g) The Executive Director is responsible to:
  - i) act as the Institute's Registrar;
  - ii) work with Council to administer and manage membership, the activities of the Institute, and any other matters, as specified in the Operations Manual;
  - iii) may be appointed responsibility for managing Council nomination and election processes

### **Section 3 Nominations**

#### **1. Purpose**

These policies provide an opportunity in advance of elections at the AGM for:

- a) members to be nominated for Council positions;
- b) members to be nominated for the Institute's CIP Representative position; and
- c) the membership to be informed of the skills and interests of the nominees.

#### **2. Exemptions**

- a) These policies do not apply to the:
  - i) Executive Director, who is appointed by Council;
  - ii) Student Representative, who is elected by the members of the PSA; and
  - iii) appointee(s) to Council, as directed by the Lieutenant Governor in Council.

#### **3. Policies**

- a) At least 30 days prior to the AGM, the Officer of Council responsible for nominations will circulate the Nomination Form from the Operations Manual to the membership.
- b) Only Regulated Members in good standing with the Institute may nominate a candidate for Council or the CIP Representative.

- c) No member is eligible to be nominated for a position on Council or as the CIP Representative unless that member resides permanently in Saskatchewan.
- d) Any Regulated Member in good standing with the Institute may be nominated for a position on Council, except for the position of President Elect and CIP Representative.
- e) Only Registered Professional Planners in good standing with the Institute may be nominated for the position of President Elect or CIP Representative.
- f) In addition, nominees for CIP Representative must meet the core competencies, as set out in the Institute's Operations Manual.
- g) A complete Nomination Form, containing the name and signatures of the nominator and the nominee, must be submitted to the Officer of Council responsible for nominations one week in advance of the AGM.
- h) The Officer of Council responsible for nominations shall distribute all complete Nomination Forms to the Institute's membership in advance of the AGM.
- i) Consistent with 3.d) and e), nominations will only be accepted from the floor of the AGM if there are more vacant positions on Council than the number of complete Nomination Forms received.
- j) Nominations from the floor will not be accepted for the position of CIP Representative.
- k) Regulated Members nominated from the floor will be required to provide a brief overview of their interest and the skills, knowledge and ability, consistent with the information provided on the Nomination Form.
- l) All nominees seeking a position on Council or as the CIP Representative, regardless of whether an election is required, shall provide a brief verbal self-introduction at the AGM.

#### **Section 4 Elections**

##### **1. Purpose**

These policies ensure a fair and transparent process to elect the Officers of Council and the CIP Representative.

##### **2. Exemptions**

- a) These policies do not apply to the:
  - i) Executive Director, who is appointed by Council;
  - ii) Student Representative, who is elected by the members of the Planning Students Association; and
  - iii) appointee(s) to Council, as directed by the Lieutenant Governor in Council.

3. Policies
  - a) If the number of complete Council Nomination Forms submitted to the Officer of Council responsible for nominations no later than one week prior to the AGM:
    - i) is equal to the number of vacant positions on Council, the nominees will be acclaimed and no election will occur at the AGM.
    - ii) is less than the number of vacant positions on Council, the nominees will be acclaimed and the remaining positions on Council will be filled by nominations from the floor of the AGM.
    - iii) is greater than the number of vacant positions on Council, an election will be held at the AGM.
  - b) If the number of nominations from the floor of the AGM:
    - i) is equal to the number of vacant positions on Council, the nominees will be acclaimed and no election will occur.
    - ii) is greater than the number of vacant positions on Council, an election will be held.
  - c) If the number of complete, qualified CIP Representative Nomination Forms submitted to the Officer of Council responsible for nominations no later than one week prior to the AGM:
    - i) is one, the nominee will be acclaimed and no election will occur at the AGM.
    - ii) is none:
      - a. Council may hold a by-election following the AGM, or
      - b. appoint the CIP Representative.
    - iii) is two or more, an election will be held at the AGM.
  - d) Nominations from the floor will not be accepted for the position of CIP Representative.
  - e) Every Regulated Member in attendance at the AGM shall receive one ballot.
  - f) Ballots will be provided and voting will take place in accordance with the Operations Manual.

## **Section 5 Tenure of Office**

### 1. Purpose

These policies ensure that Council has a balance of corporate knowledge and experience along with current and fresh perspectives.

### 2. Exemptions

- a) These policies do not apply to the:
  - i) CIP Representative, who is elected for a three year term by the Institute's membership;
  - ii) Student Representative, who is elected for a one year term by the PSA; and



- iii) appointee(s) to Council, as directed by the Lieutenant Governor in Council, who shall hold office for no more than three years and shall serve no more than two consecutive terms.

### 3. Policies

- a) Each member elected to Council shall hold office for two years, following the AGM in which the member was elected.
- b) All Officers of Council are eligible to serve three consecutive terms, with the exception of the President, who may serve four consecutive terms.
- c) A member elected to Council who has served the maximum number of consecutive terms is not eligible for re-election to Council for a period of one year following the end of the final term.
- d) Any member of Council that ceases to be a permanent resident of Saskatchewan ceases to hold office on Council.
- e) In accordance with term maximums, all members of Council hold office until a successor is elected or appointed, as the case may be.
- f) Council may, in special circumstances, extend a term in order to implement its succession plan or meet the needs of the Institute or CIP.

## **Section 6 Vacancy on Council**

### 1. Purpose

These policies prescribe a procedure for filling vacancies on Council to facilitate effective and consistent operations of the Institute.

### 2. Policies

- a) In the event an elected position on Council becomes vacant, by reason other than the expiry of an elected member's term of office, Council may ask members for expressions of interest in filling the vacancy.
- b) Council may appoint a qualified person to fill a Council vacancy from those expressing an interest, and that person shall serve until the next AGM.
- c) In the event a position appointed to Council by the Lieutenant Governor in Council becomes vacant, by reason other than expiry of the member's term of office, Council shall notify the Lieutenant Governor in Council.

## **Section 7 Council Meetings**

### 1. Purpose

This policy prescribes Council meeting procedures.

### 2. Policies

- a) The Council will meet at the call of the President at least four times annually.

- b) A majority of the Council constitutes quorum.
- c) Council decisions will be determined by a majority vote of members of Council present at the meeting.
- d) Council may make and pass motions and hold by-elections electronically.
- e) Each member of Council, except the presiding officer, has one vote and in the event of a tie vote, the presiding officer shall cast the deciding vote.
- f) A member of the Council, who is unable to attend a meeting of the Council, may, in advance of the meeting, provide their views in writing on any agenda item to the Executive Director or Secretary/Treasurer.

## **Section 8 Subcommittees of Council**

### 1. Purpose

These policies are intended to guide the establishment of subcommittees of Council, specific to an issue or activity related to the business of the Institute.

### 2. Exemptions

- a) These policies do not apply to the statutory committees of the Institute.

### 3. Policies

- a) Council, from time to time, may refer any matter deemed appropriate to conduct the business of the Institute to a subcommittee.
- b) Subcommittees may include any Regulated Member of the Institute.
- c) All subcommittees will be chaired by an Officer of Council or will be assigned a Council liaison.
- d) The authority provided to subcommittees will be defined by Council within approved terms of reference.
- e) Subcommittee members shall keep minutes for their meetings and shall report the results of their work as required by Council.

## **Section 9 Representation on External Committees and Boards**

### 1. Purpose

These policies define the roles and responsibilities of the members representing the Institute, on external committees and boards.

### 2. Policies

- a) Council may appoint a Regulated Member to represent the Institute on an external committee or board.
- b) Prior to meetings of external committees and boards, Council may identify its interests and/or issues to the member representative.
- c) Annually or as necessary, following regular meetings of established external committees or boards, a member representative shall provide

Council a written report summarizing the meeting, including any specific issues relevant to the Institute.

## **Section 10 Representation on CIP Board of Directors**

### 1. Purpose

These policies define the roles and responsibilities of the member representing the Institute, on the CIP Board of Directors.

### 2. Policies

The Institute's CIP Representative is responsible to:

- a) represent the Institute on the CIP Board of Directors and act as a liaison between CIP and the Institute;
- b) contribute to the business and affairs of CIP, including chairing and participating in various committees at the request of the CIP Board of Directors;
- c) ensure the Institute's Council and members are apprised of any CIP initiatives; and
- d) provide progress reports on the activities and affairs of the Institute at regular CIP Board of Directors meetings.

## **Section 11 Signing Authority and Execution of Documents**

### 1. Purpose

These policies identify who may have signing authority on behalf of the Institute and the procedure to be followed for the execution of significant contracts, agreements and instruments.

### 2. Policies

- a) The signing officers for the Institute are typically the Secretary/Treasurer and President.
- b) Council may, by majority vote, appoint one or more members of Council, other than the Secretary/Treasurer and President, as signing officers.
- c) Council may attach any terms and conditions to the appointed signing officers that Council determines appropriate.
- d) Significant contracts, agreements, and instruments that exceed operational expectation of the strategic plan or budget shall be approved through a resolution of the Council.

## **Section 12 Corporate Seal**

### 1. Purpose

These policies identify the person(s) responsible and the procedure for certifying Institute documents.

### 2. Policies

- a) The Corporate Seal of the Institute shall remain at all times in the custody of the Executive Director.
- b) The Executive Director will certify all documents with the corporate Seal once the document has been executed by the Secretary/Treasurer and President, or member of Council appointed as a signing officer.

## **PART IV – FINANCIAL MANAGEMENT**

## **Section 1 Membership Fees and Other Revenues**

### 1. Purpose

These policies ensure the operation of the Institute is supported by membership fees. Discretionary funds to support professional development opportunities and sponsorship to raise the profile of the Institute and build the public's understanding of the profession will be assessed on an annual basis.

### 2. Policies

- a) All members are required to pay an annual fee to the Institute, which includes the CIP annual fee, if applicable.
- b) Annual membership fees will be calculated to offset the basic operational expenses budgeted for the upcoming fiscal year and maintain the Institute's liability and operations reserve.
- c) As part of the annual budget review, the Secretary/Treasurer shall review membership fees and advise Council of the need for a fee increase 60 days prior to the fiscal year end.
- d) Council will make a motion to increase annual membership fees as necessary and advise members at least 30 days prior to the fiscal year end.
- e) Professional development opportunities, sponsorship and any other discretionary items will be from funds generated by the annual conference, web hosting, workshops and other income generating activities, collected during the previous fiscal year.

## **Section 2 Sponsorship**

### 1. Purpose

These policies establish basic criteria for the consideration of sponsorship requests.

### 2. Policies

- a) Council will reserve funds for sponsorship in the annual discretionary budget.
- b) Consistent with the budget, Council will consider requests throughout the year for sponsorships that:
  - i) provide the opportunity to promote the Institute, its members and/or professional community planning in Saskatchewan; and
  - ii) include the display of the Institute's logo and/or website.
- c) Council may, by a majority vote, approve or deny a sponsorship request.

## **Section 3 Fiscal Year, Financial Reviews and Audits**

### 1. Purpose

These policies define the fiscal year and describe the frequency and responsibility for financial reporting.

### 2. Policies

- a) The fiscal year of the Institute is from January 1 of each calendar year to December 31 of the same calendar year.
- b) The Institute shall conduct an annual financial review.
- c) The Institute shall conduct an audit every five years, or as deemed necessary by Council.
- d) The Institute may hire an accredited professional to conduct an annual financial review or audit.
- e) The Secretary/Treasurer shall file an annual return, where required, to the appropriate provincial Minister.
- f) The Secretary/Treasurer shall provide members with annual financial statements and a financial report for the current year at the Annual General Meeting.
- g) The Secretary/Treasurer shall provide a brief overview of the upcoming year from the three-year rolling budget.

## **Section 4 Remuneration and Expenses**

### 1. Purpose

These policies enable Council to remunerate and cover expenses of Regulated Members who represent SPPI in various capacities.

2. Policies

- a) Council may cover the expenses of any Regulated Member of the Institute who acts on behalf of or represents Council, as outlined in the Operations Manual.