

Alberta International Medical Graduates Association

By-laws

By-laws

1. Name

The corporation shall be called the Alberta International Medical Graduates Association, hereafter referred to as AIMGA.

2. Purpose

The same as shown on the *Application to Form a Society*

3. General Membership

3.1 Membership Criteria

International Medical Graduates (IMGs) who support the objectives and positions of AIMGA legally residing in Alberta may become a member. In particular, this includes, but is not limited to, graduates of international medical schools as listed in the World Health Organization Directory of medical schools, physicians who have been licensed and have practical medical experience from jurisdictions outside of Canada, internationally licensed physicians with post-graduate or specialized training, internationally licensed physicians who have entered the Canadian healthcare system. Community group representatives who are also interested in the objectives of the AIMGA may also join. Members must additionally be in Good Standing with AIMGA in order to serve as representatives on the Executive Committee.

3.2 Membership Role

The Executive Committee, staff, and chairs of Working Committees will update the general membership on the progress of the association through various means of communication. The general membership may be consulted on substantive issues relevant to the association. The general membership will be encouraged to participate through focus groups, working groups, ad hoc committees and other initiatives.

3.3 Membership Fees

The Executive Committee may set membership dues, with the power to waive them if and when necessary.

Membership fees are due on or before April 30 each year. Members who join the association during January – April will have their membership extended to April 30 of the following year for the first year only.

3.4 Renewal of Membership

Memberships should be renewed prior to April 30 each year. Membership is renewed by paying the required membership fee. All members in good standing may vote on any issue at the AGM.

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Members who do not renew their membership by paying their membership fees prior to April 30 will have their accounts deactivated and will be unable to participate in any activities of AIMGA, including but not limited to the YAHOO mail communication benefit.

3.5 Resignation of Members

A member must give written notice of resignation, by regular mail, fax or e-mail to the Executive Committee. A resignation is effective upon tender.

3.6 Meetings

The Executive Committee may call general meetings up to four times per year. In the event that an emergent decision should be made through the general membership, the Chair shall call for a special meeting with at least 48 hours notice. For all other circumstances a General Meeting will require seven (21) days notice. Members will be noticed through emails, the general membership electronic list-serve and postings on the forum which is open to all members. Those in attendance will then form a quorum of no less than 10% of the active membership in behalf of the association. All members in good standing have voting rights at the Annual General meeting and at Special Meetings, and General Meetings. Members, other than those representing the Executive Committee, do not have voting rights at the Executive Committee meetings.

3.7 Annual General Meeting

The AGM shall be the first scheduled meeting in May. The minimum number of people needed to carry on business at a general meeting will be 10% of the active membership. Members will be given at least seven (21) days notice of an Annual general meeting. All members in good standing have voting rights. Voting is made by way of secret ballot.

4. Executive Committee

4.1 Membership

The affairs of AIMGA shall be managed by the Executive Committee, hereafter referred to as “the EC”. The duties of the association will be conducted by 7 elected members and the Past President as ex-officio to the following positions: Chair, 2 Vice-Chairs (Calgary, Edmonton), Secretary, Treasurer, and 2 Directors (Calgary, Edmonton) from the community at large.

4.1.1 Ex-Officio Membership

Ex officio non-voting [Past president] and nonvoting members of the Executive Committee will include the Executive Director and such additional positions that the Executive Committee determines from time to time, including, but not limited to, representation from regional groups within the association.

4.1.2 Eligibility Criteria for Executive Committee Nominees

- i. The Executive Committee candidates should commit for at least up to 30 hours per month of volunteer work in the EC, not including the monthly EC meeting.
- ii. Should have the knowledge of Canadian Health care System.

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- iii. Disclose any conflict of interest with AIMGA.
- iv. For the Treasurer position is required to be a resident of Calgary, confirmed by any of the following: driver's license, utility bills or Alberta Health Care Card.

- v. For any EC position it is required that the person should be a resident of Alberta for at least 4 months and be physically in Alberta during the term. The residency status will be confirmed by any of the following: Driver's license, utility bills or Alberta Health Care Cards.

4.2. Termination

Should a member of the Executive Committee fail to suitably fulfill their assigned duties, the Executive Committee will have the power to remove such member by way of a majority vote (51%). Executive Directors will receive notice of termination in writing.

4.3 Responsibilities

Members of the Executive Committee are the government and working representation of its membership. The President of the Association shall act as the chair for the Annual General Meeting and the Executive Committee. S/he will be responsible for reporting to the general membership on a regular basis on the activities of the Executive Committee. The Vice-President will be available to act in the full capacity of the President in the President's absence. Other members of the Executive Committee may be appointed to speak on behalf of the membership by the President, Vice President or by agreement of the Executive Committee.

The full job description of each EC position is as follows:

President

- Provides leadership to the Executive Committee
- Ensures that the Executive Committee adheres to its By-laws and Constitution
- Prepares the Committee agenda with input from other members of the committee and the Executive Director
- Acts as chair for meetings of the Executive Committee
- Encourages Executive Committee members to participate in meetings and activities
- Keeps Committee discussions focused on the organization's mission
- Evaluates the effectiveness of Committee decisions
- Orients Executive Committee members and committee chairpersons to the Committee
- Ensures that there is a process to evaluate the effectiveness of Committee Members

Vice-President(x2):

- Acts in the absence of the Chairperson
- Serves on the Executive Committee
- Learns the duties of the Chairperson and keeps informed on key issues
- Works closely as a consultant and advisor to the Chairperson
- Prepares to serve a future term as Chairperson
- Chairs at least one major committee
- Acts as a signing officer for cheques and other documents
- Orients new Vice-Chairperson

Board Secretary:

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- Serves on the Executive Committee
- Keeps copies of the bylaws and the Board's policy statements
- Keeps lists of officers, Board members, committees and General Membership

- Notifies Board members of meetings
- Brings official minute book to meeting
- Keeps record of Board attendance
- Keeps accurate minutes of meetings
- Signs Board's minutes to attest to their accuracy

Treasurer:

- Serves on the Executive Committee
- Gives regular reports to the Board on the financial state of the Organization
- Keeps financial reports on file
- Chairs the financial committee
- Orients the new treasurer
- Acts as a signing officer or Executive Director for cheques and other documents

Director at Large:

- Commitment to the work of the organization
- Knowledge and skills in one or more areas of Board Governance: policy, finance, programs, personnel, and advocacy
- Willingness to serve on committees
- Attendance at monthly Board meetings
- Attendance at meetings of assigned committees
- Attendance at Annual General Meetings
- Attendance at membership meetings
- Support of special events
- Support of, and participation in fundraising events
- Financial support of AIMGA

Executive Director [Ex-Officio]

- Attends all Executive Committee meetings and is invited to all subcommittee meetings
- Acts as a consultant to the Executive Committee and its subcommittees
- Directs the day-to-day operations of the Association
- Implements policy
- Hires, trains, delegates, evaluates and releases staff
- Reports directly to the President of the Executive Committee
- Expected to work closely with the Executive Committee and the Advisory Committee

4.4 EC Quorum

The quorum of the EC is 51% of the current EC membership. Quorum shall be required for formal resolutions of the board. In the case where there is not quorum physically present at a meeting, an EC member may participate and vote on the resolution by telephone and thereby fulfill the quorum requirement. Or, resolutions agreed without quorum may be reviewed and adopted by vote at the next board meeting that has quorum.

4.5 EC Meetings

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The EC will meet monthly when possible, with no less than 8 meetings annually. When the association is staffed, the staff Coordinator will set meeting times and locations and set the agenda in consultation with the EC, and will be responsible for taking and distributing minutes. When the association is not staffed, the secretary of the Board will be responsible for these duties.

4.6 Attendance

In order to perform the duties of the EC to a satisfactory level, an attendance policy for EC meetings will be applicable to all members. Any member missing more than 3 consecutive EC meetings in a year will be deemed to have resigned from the EC.

4.7. Decision Making

Decision making at EC meetings should be by consensus, whenever possible. In the event of a vote, there shall be one vote per member. Normally the Chair will not vote, except in the event of a tie, where a deciding vote is required.

4.8 Payment

The Executive Committee will function on a voluntary basis and will not receive payment from the Association for the execution of their duties.

5. WORKING COMMITTEES

The EC in response to issues, concerns, and priorities raised by the general membership may establish working and ad-hoc committees as deemed necessary.

5.1 Membership

The EC and general membership will be encouraged to participate on such committees. Each committee will consist of 2 to 5 members drawn from the general membership, including at least 1 member from the EC.

5.2 Responsibilities

The Chair will be responsible for reporting back to the EC then to the general membership, on the progress of their particular Working Committee. The EC liaison will be responsible for reporting on the progress of the committee at EC meetings.

5.3 Meetings

The Working Committees will meet as often as needed. Setting the agenda and distributing the minutes will be the responsibility of the individual committee.

5.4 Decision Making

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Decision making should be by consensus, whenever possible. In the event of a vote, there shall be one vote per member. Normally the Chair will not vote, except in the event of a tie, where a deciding vote is required.

6. ELECTION TO THE EXECUTIVE COMMITTEE

6.1 Vacancies

Members shall be notified of vacancies on the EC, at least one (1) month prior to the Annual General Meeting and invited to nominate potential EC members.

6.2 Nominations

A Nominating Committee, to consist of at least three (3) EC members and the staff coordinator (if there is one) will be appointed by the EC to review candidates and put forward a slate for election at the AGM. One (1) month prior to the AGM, members will be notified of vacancies on the EC. Interested candidates must submit a letter of interest to the Nominating Committee no later than one (1) week prior to the AGM. The Nominating Committee will then make its selection and recommend it to the EC. The Nominating Committee shall ensure that the proposed slate is able to pursue the aims and objectives of the organization and is reflective of the diversity of the general membership.

6.3 Election

Election of the EC shall take place each year at the Annual General Meeting (AGM). The Nominating Committee will present the general membership with the recommended slate of candidates for approval at the AGM. The slate will be approved by a show of hands and absentee votes by mail, fax, and e-mail or through the Association list server poll. Votes must be made in person and cannot be done by proxy. Voters will be given a ballot with candidate's names and will be required to submit their votes in confidence (by way of secret ballot) during the allocated time at the Annual general meeting.

6.4 Voter's eligibility criteria

- (i) All the members who have renewed their membership before April 30 will be eligible to vote therefore it will not be acceptable to renew the membership at the event (AGM) to have the right to vote.
- (ii) Be a resident of Alberta for four weeks, confirmed by any of the following documents: Driver's license, utility bills, Alberta Health Care Card.

6.5 Interim Vacancies

When vacancies become available throughout the year, such vacancies will be communicated to the general membership who will be invited to forward letters of interest. At the next EC meeting, letters of interest will be reviewed and interim candidates will be selected.

6.6 Term

The term of office for elected members of the EC is One (1) year. Members of the

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EC are eligible for re-election, for a maximum of three (3) consecutive terms. Each year, 30% of the EC may change through voluntary resignation of current members.

7. STUDY GROUPS

Any active member can be a part of the groups, irrespective of when they became members (even after April 30)

8. CONFLICT OF INTEREST

Every member of the EC has a duty to disclose any situation in which the individual has a substantial interest in an issue or decision that would benefit him/her in a personal or professional way, other than with respect to any benefit resulting from the pursuit and/or attainment of the general purposes of the organization. Unless such a conflict of interest has occurred members cannot be expelled from AIMGA. If such a conflict of interest is proved on reasonable grounds to have occurred, a majority vote by the Executive Committee will decide whether the member is to be expelled.

8. FINANCIAL YEAR

The financial year also to be considered the fiscal year of AIMGA begins on 1 April and ends on 31 March of each year unless the Executive Committee changes it by resolution. The books will be audited on a yearly basis and will be done on the first of April of each year. The current account responsible for AIMGA books is Ron McPhail of Ron McPhail Professional Accounting. All members in good standing will be provided with an audited financial statement at each Annual General Meeting, and any member in good standing will be provided with an audited financial statement throughout the year provided the request is made in writing.

8.1 BORROWING MONEY

Debentures can only be issued by Special Resolution of the members which must be made at the Annual general meeting. The Association does not currently have Borrowing Powers.

9. SOCIETY SEAL

AIMGA is not adopting a society seal.

10. AMENDING FORMULA

These By-laws can be amended if at least 75% of the general membership presents at the Annual General Meeting votes in favor of the amendment. Amendments may be proposed by any member, but must be announced before any general membership meeting (at least 21 days) via formal inclusion in the agenda or by special announcement. By-Laws may only be amended at the Annual General meeting.

11. DISSOLUTION

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Upon the dissolution of the corporation, and after payment of all debts and liabilities, its remaining property, if any, shall be distributed or disposed of to a charity or charities as identified by the EC.

12. FINANCIAL RESPONSIBILITY

Members of the executive committee are authorized to bind AIMGA with respect to all financial matters in the normal course of business of the organization. The signatures of any two members of the EC which include President and Treasurer (Sitting in Calgary) and another EC member are required for transactions with the Bank. Two of these members including Treasurer should be sitting in Calgary.