

Bylaws of the College of Dental Surgeons of British Columbia

BYLAWS OF THE COLLEGE OF DENTAL SURGEONS OF BRITISH COLUMBIA

PART 1 – INTERPRETATION

Interpretation

1.01 In these bylaws:

“**Act**” means the *Health Professions Act*;

“**board**” means the board of the college;

“**board member**” means a dentist board member, a certified dental assistant board member, or a public board member;

“**certified dental assistant**” means a person who is granted certification as a certified non-registrant in a class of certified dental assistants established under section 7.02;

“**certified dental assistant board member**” means

- (a) a person
 - (i) elected to the board under section 17(3)(a.1) of the Act, or
 - (ii) appointed under section 2.11 to fill a vacancy in the office of a board member referred to in subparagraph (i), or
- (b) until July 1, 2010, a certified dental assistant appointed to the board under section 17(2)(a) of the Act;

“**certified dental assisting education standards**” means the standards established by the certified dental assistant certification committee under section 4.12(4)(a);

“**certified specialist**” means

- (a) a full registrant who is granted certification as a certified specialist under section 6.05, or
- (b) a restricted to specialty registrant;

“**college**” means the College of Dental Surgeons of British Columbia continued under section 15.1(2) of the Act;

“**College Place**” means the land and buildings located at 1765 West 8th Avenue, Vancouver, British Columbia, legally described as PID 007-076-665, Lot C, Block 308, District Lot 526, Plan 18799, in which the college held a 70% undivided beneficial interest as of the designation date;

Bylaws of the College of Dental Surgeons of British Columbia

“**CPE**” means a Clinical Practice Evaluation offered by the National Dental Assisting Examining Board;

“**deliver**”, with reference to a notice or other document, includes mail to or leave with a person, deposit in a person’s mailbox or receptacle at the person’s residence or place of business or transmit to a person by such electronic means as specified by the registrar;

“**dental corporation**” means a health profession corporation to which a permit has been issued by the college under section 43 of the Act;

“**dental therapist**” means a member of the college who is registered in the class of registrants established in section 6.02 (h.1);

“**dental therapist services**” means any of the services of dentistry specified in Schedule D.1;

“**dentist**” means a registrant, other than a dental therapist or a limited (student practitioner) registrant;

“**dentist board member**” means

a person dentist

- (a) elected to the board under section 17(3)(a) of the Act, or
- (b) appointed under section 2.11 or 2.19 to fill a vacancy in the office of a board member referred to in subparagraph (a), or
- ~~(c) until July 1, 2010, a dentist appointed to the board under section 17(2)(a) of the Act;~~

“**dentistry**” has the same meaning as in section 1 of the Regulation;

“**designation date**” means April 3, 2009;

“**elected board member**” means a dentist board member or a certified dental assistant board member;

“**electoral district board member**” means a dentist board member

- (a) referred to in section 2.01(2)(b), or
- (b) appointed under section 2.11 to fill a vacancy in the office of a dentist board member referred to in section 2.01(2)(b);

“**eligibility date**” means, in respect of an election for the office of an elected board member,

- (a) March 1 prior to the date of delivery of the ballots for the election under section 2.07(2), or

Bylaws of the College of Dental Surgeons of British Columbia

(b) such later date as may be determined by the board;

“eligible voter” means, in respect of an election for the office of an elected board member or the removal of an elected board member from office, a dentist or certified dental assistant who is eligible under section 2.04 to vote in an election for that office;

“executive board member” means a dentist board member who holds office as the treasurer, the vice-president or the president;

“First Nations Health Authority” means the First Nations Health Authority, a society incorporated under the *Society Act* and having a mandate to plan, design, manage, deliver and fund the delivery of First Nations health programs in accordance with the British Columbia Tripartite Framework Agreement on First Nation Health Governance, dated October 13, 2011;

“general dentist” means a full registrant who is not a certified specialist;

“hospital” has the same meaning as in section 1 of the *Hospital Act*;

“in good standing” means, in respect of a registrant or certified dental assistant,

- (a) the registration of the registrant or the certification of the certified dental assistant is not suspended under the Act, and
- (b) no limits or conditions are imposed on the practice of dentistry by the registrant, or on the entitlement of the certified dental assistant to provide the services of a certified dental assistant, under section 20(2.1)(a), (b.1) or (c), 20(3), 32.2, 32.3, 33, 35, 36, 37.1, 38, 39 or 39.1 of the Act, or section 7.03(5)(a), (c) or (d) or 7.03(7);

“Level II dental assistant” means an individual practising as a dental assistant in another Canadian jurisdiction, who is entitled in that other jurisdiction to provide those services of a certified dental assistant which are included in the core skills specified in Schedule D;

“listed general dentistry program” means a program in general dentistry at a post-secondary educational institution, including a qualifying program, that has been accredited by the Commission on Dental Accreditation of Canada or the Commission on Dental Accreditation of the American Dental Association and is listed in Schedule A;

“listed specialty program” means a program in a recognized specialty at a post-secondary educational institution that has been accredited by the Commission on Dental Accreditation of Canada or the Commission on Dental Accreditation of the American Dental Association and is listed in Schedule B;

“National Dental Assisting Examining Board” includes another examining body approved by the board, as referred to in the definition of “NDAEB certificate”;

“NDAEB certificate” means a certificate of qualification issued by the National Dental Assisting Examining Board, or another examining body approved by the board, gained through successful completion of the NDAEB written examination, or transfer of

Bylaws of the College of Dental Surgeons of British Columbia

credentials for individuals entitled to practise as the equivalent of a certified dental assistant or Level II dental assistant in a Canadian jurisdiction before 1998;

“**NDEB certificate**” means a certificate of qualification issued by the National Dental Examining Board, or another examining body approved by the board;

“**NDSE**” means a National Dental Specialty Examination that is satisfactory to the board, and offered by the Royal College of Dentists of Canada, or another examining body approved by the board;

“**personal information**” means “personal information” as defined in Schedule 1 of the *Freedom of Information and Protection of Privacy Act*;

“**president**” means

~~the dentist board member~~

~~the executive board member referred to in section 2.01(2)(a), or~~

~~appointed under section 2.11 to fill a vacancy in the office referred to in section 2.01(2)(a)(i), or~~

~~until July 1, 2010, a dentist board member designated by the board to serve as the president;~~

“**public board member**” means

a person appointed to the board under section 17(3)(b) of the Act; ~~or~~

~~until July 1, 2010, a public member appointed to the board under section 17(2)(a) of the Act;~~

“**public member**” means an individual who is not a current or former registrant or certified dental assistant, and includes a public board member;

“**recognized jurisdiction**” means another Canadian jurisdiction that is recognized by the board for the purpose of applications for certification of practising certified dental assistants under section 7.05(3) and is specified in Schedule C;

“**recognized specialty**” means a dental specialty referred to in section 6.05(1);

“**registrant**” means, except in section 8.01a registrant of the college within the meaning of section 1 of the Act;

“**registrar**” means the registrar for the college appointed under section 21(1) of the Act;

“**Regulation**” means the Dentists Regulation, B.C. Reg. 415/2008;

“**regulations**” means the regulations under the Act;

Bylaws of the College of Dental Surgeons of British Columbia

“respondent” means

- (a) a current or former registrant or certified dental assistant who is
 - (i) the subject of a complaint or an investigation under Part 3 of the Act, or
 - (ii) named in a citation under section 37 of the Act, or
- (b) a dental corporation named in a notice of permit revocation under section 11.06;

“restricted activity” means an activity specified in section 4(1) of the Regulation;

“Royal College of Dentists of Canada” includes another examining body approved by the board, as referred to in the definition of “NDSE”;

“sedation and general anaesthetic standards” means the standards of practice established by the board for the provision of sedation and general anaesthetic services in a dental office or other facility that is not a hospital;

“special resolution” means a resolution which requires a two-thirds vote of those persons present and eligible to vote at a meeting;

“specialist board member” means a dentist board member

- (a) referred to in section 2.01(2)(b)(ii), or
- (b) appointed under section 2.11 to fill a vacancy in the office of the dentist board member referred to in section 2.01(2)(b)(ii);

“standards of practice” means the standards, limits and conditions for the practice of dentistry established by the board under section 19(1)(k) of the Act, and, for greater certainty, includes the sedation and general anaesthetic standards;

“standards of professional ethics” means the standards of professional ethics established by the board under section 19(1)(l) of the Act;

“treasurer” means

~~the dentist board member~~

~~the dentist executive board member~~ referred to in section 2.01(2)(a)(iii), ~~or~~

~~appointed under section 2.11 to fill a vacancy in the office referred to in section 2.01(2)(a)(iii); or~~

~~— until July 1, 2010, a dentist board member designated by the board to serve as the treasurer;~~

“UBC board member” means the dentist board member

- (a) referred to in section 2.01(2)(b)(iii), or

Bylaws of the College of Dental Surgeons of British Columbia

- (b) appointed under section 2.11 to fill a vacancy in the office of the dentist board member referred to in section 2.01(2)(b)(iii);

“vice-president” means

~~the dentist board member~~

~~the dentist~~executive board member referred to in section 2.01(2)(a)(ii), ~~or~~

~~appointed under section 2.11 to fill a vacancy in the office referred to in section 2.01(2)(a)(ii), or~~

~~until July 1, 2010, a dentist board member designated by the board to serve as the vice-president.~~

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Bylaws of the College of Dental Surgeons of British Columbia

PART 2 – COLLEGE BOARD

Composition of the board

- 2.01** (1) The board consists of
- (a) 10 dentist board members,
 - (b) 2 certified dental assistant board members, and
 - (c) the public board members.
- (2) The 10 dentist board members referred to in subsection (1) ~~must be elected as follows, in accordance with these bylaws are:~~
- ~~(a) 3 dentist board members must be elected from the membership at large to the offices of~~
 - (a) the 3 executive board members who hold office as
 - (i) the president,
 - (ii) the vice-president, and
 - (iii) the treasurer; and
 - (b) 7 dentist board members elected as follows, in accordance with these bylaws:
 - ~~(iv)~~(i) 5 dentist board members ~~must be~~ elected from electoral districts in accordance with section 2.02;
 - ~~(v)~~(ii) ~~1 one~~ dentist board member ~~must be~~ elected from among the certified specialists; and
 - ~~(vi)~~(iii) ~~1 one~~ dentist board member ~~must be~~ elected from the Faculty of Dentistry of the University of British Columbia.
- (3) The 2 certified dental assistant board members must be elected from among the certified dental assistants at large, in accordance with these bylaws.

Electoral districts

- 2.02** (1) The province of British Columbia is divided into the following 5 electoral districts whose boundaries are defined in Schedule E: District 1 (Fraser Valley);
- (b) District 2 (North);
 - (c) District 3 (Southern Interior);
 - (d) District 4 (Vancouver);
 - (e) District 5 (Vancouver Island).

Bylaws of the College of Dental Surgeons of British Columbia

- (2) One electoral district board member must be elected from each electoral district, in accordance with these bylaws.
- (3) The boundaries of an electoral district may only be changed by a special resolution of the board amending Schedule E.
- (4) For the purposes of an election of an electoral district board member, every dentist is assigned to the electoral district in which the dentist's mailing address, as specified in the register under section 21(2) of the Act, is located on the eligibility date.

Eligibility for election

- 2.03**
- (1) Subject to subsections (2) to (6), ~~and (8) (8) and (9)~~, dentists in the following classes of registrants are eligible to be elected in an election under section 17(3)(a) of the Act: full registration;
 - (b) restricted to specialty registration;
 - (c) academic registration;
 - (d) academic (grandparented) registration.
 - (2) A dentist must be assigned to an electoral district in accordance with section 2.02 to be elected as an electoral district board member for that electoral district.
 - (3) A dentist must be a certified specialist as of the eligibility date to be elected as the specialist board member.
 - (4) A dentist must be a faculty member of the Faculty of Dentistry of the University of British Columbia as of the eligibility date to be elected as the UBC board member.
 - (5) Subject to subsections (6), ~~(8)~~ and ~~(98)~~, practising certified dental assistants as of the eligibility date are eligible to be elected in an election under section 17(3)(a.1) of the Act.
 - (6) An elected board member is not eligible to be elected to another office as an elected board member with the same term of office or an overlapping term of office in an election under section 17(3)(a) or (a.1) of the Act, unless the elected board member's nomination for the other office delivered to the registrar under section 2.06 is accompanied by a notice of resignation from their existing office as an elected board member.
 - (7) A notice of resignation under subsection (6)
 - (a) must be effective on or before the commencement of the term of office of the other elected board member office for which the elected board member is nominated, regardless of whether the elected board member is elected to that other office, and
 - (b) is irrevocable.

Bylaws of the College of Dental Surgeons of British Columbia

- (8) A dentist or certified dental assistant must be in good standing as of the eligibility date to be eligible to be elected to the board.
- (9) A dentist or certified dental assistant is not eligible to be elected to the board, if, as of the eligibility date, he or she
- (a) is or, at any time during the immediately preceding 3 years, was a director or officer of a dental professional association, or
 - (b) is a candidate for election as a director or officer of a dental professional association.

Eligibility to vote in elections

- 2.04** (1) Subject to subsections (3) to (6), dentists in the following classes of registrants are eligible to vote in an election under section 17(3)(a) of the Act:
- (a) full registration;
 - (b) restricted to specialty registration;
 - (c) academic registration;
 - (d) academic (grandparented) registration.
- (2) Subject to subsection (3), practising certified dental assistants are eligible to vote in an election under section 17(3)(a.1) of the Act.
- (3) To be eligible to vote in an election, a dentist or certified dental assistant must, as of the eligibility date,
- (a) be registered as a member of a class of registrants referred in subsection (1) or hold certification as a practising certified dental assistant, and
 - (b) have fully paid their annual renewal fees under section 6.20(2)(b) or 7.13(2)(b), and any other outstanding fine, fee, debt or levy owed to the college.
- (4) To be eligible to vote in an election for the office of an electoral district board member, a dentist must, as of the eligibility date, be assigned to the applicable electoral district in accordance with section 2.02.
- (5) To be eligible to vote in an election for the office of the specialist board member, a dentist must, as of the eligibility date, be a certified specialist.
- (6) To be eligible to vote in an election for the office of the UBC board member, a dentist must, as of the eligibility date, be a faculty member of the Faculty of Dentistry of the University of British Columbia.

Bylaws of the College of Dental Surgeons of British Columbia

Notice of election

- 2.05** (1) The registrar must notify every eligible voter of an election by delivering notice at least 120 days before the expiry of the applicable term of office.
- (2) The notice must contain information about the nomination procedure and the election procedure.
- (3) The accidental omission to deliver notice of an election to, or the non-receipt of such notice by, any person entitled to receive notice does not invalidate the election, any proceedings in relation thereto, or the results thereof.

Nomination procedure

- 2.06** (1) A candidate for election to a vacant office must be nominated by five eligible voters who have not nominated any other candidate for election to the same office.
- (2) A nomination under subsection (1) must be presented in a manner satisfactory to the registrar, and must be delivered to the registrar at least 90 days before the expiry of the applicable term of office, accompanied by
- (a) a letter of consent from the person nominated, and
 - (b) a declaration in writing by the person nominated that the person will observe the provisions of the Act, the regulations, and these bylaws, and the procedures related to the election and the conduct of the election.
- (3) A nomination is not valid if the person nominated is ineligible for election to the applicable vacant office under section 2.03.
- (4) A candidate for election must not simultaneously be nominated for election to more than one vacant office.

Election procedure

- 2.07** (1) In this section:

“**designated envelope**” means the envelope sent to eligible voters with the election ballot and return-addressed to the election trustee;

“**election trustee**” means a person designated by the registrar as election trustee for the purposes of an election.

- (2) The registrar must prepare and deliver to each eligible voter for each vacant office an election ballot and a designated envelope not less than 60 days before the expiry of the applicable term of office.

Bylaws of the College of Dental Surgeons of British Columbia

- (3) Subject to sections 2.11(3) ~~and 2.12(1)~~, each eligible voter for a vacant office is entitled to one ballot, and may vote in favour of one candidate to be elected for that vacant office.
- (4) The registrar must not count a ballot unless it is received by the election trustee in the designated envelope no later than the time and date determined by the registrar and indicated on the ballot.
- (5) Subject to section 2.11(3) ~~and 2.12(1)~~, the candidate for a vacant office who receives the most votes on the return of the ballots is elected.
- (6) In the case of a tie vote for a vacant office, the registrar must
 - (a) administer a run-off election in accordance with this section between the tied candidates, if there are more than two candidates for the vacant office, or
 - (b) select the successful candidate by random draw, if there are only two candidates for the vacant office, or if there remains a tie vote after a run-off election under paragraph (a).
- (7) The registrar must supervise and administer all board elections and may establish additional procedures, consistent with these bylaws, for that purpose.
- (8) The board must determine any dispute or irregularity with respect to any nomination, ballot or election.
- (9) If only one candidate is nominated for election to a vacant office under section 2.06 by the close of nominations, the nominee is elected by acclamation.
- (10) The registrar must use Form 1 to certify newly elected board members under section 17.1(1) of the Act.

Terms of office of ~~dentist~~ board members

- 2.08** (1) Subject to sections 2.09 to ~~2.11~~~~2.12~~, the term of office for an electoral district board member, certified specialist board member, UBC board member, or certified dental assistant board member
- ~~(a) — the term of office for the president, vice-president, or treasurer is one year,~~
~~(b)(a) the term of office for an electoral district board member, specialist board member, UBC board member, or certified dental assistant board member is two years, and~~
~~(e)(b) the term of office of an elected board member commences on July 1 of the year in which the elected board member is elected.~~
- (2) Subject to section (7), an elected board member may resign at any time by delivering a notice in writing to the registrar, and the resignation is effective upon

Bylaws of the College of Dental Surgeons of British Columbia

receipt of the notice by the registrar, or on such later date as may be specified in the notice.

Board member ceasing to be in good standing

- 2.09** (1) A dentist board member ceases to hold office if the dentist board member ceases to be a dentist in good standing in a class of registrants referred to in section 2.04.
- (2) A certified dental assistant board member ceases to hold office if the certified dental assistant board member ceases to be a practising certified dental assistant in good standing.

Removal of elected board member

- 2.10** (1) If the removal of an elected board member is recommended by special resolution of the board, or by a petition delivered to the registrar and signed by at least 10% of all eligible voters, the registrar must hold a referendum vote of eligible voters to consider and vote on a motion to remove the elected board member from office, unless the board determines there is not reasonably sufficient time to do so before the expiry of the elected board member's term of office.
- (2) The registrar must supervise and administer a referendum vote under subsection (1), and may establish additional procedures, consistent with these bylaws, for that purpose.
- (3) The elected board member is removed from office if the motion to remove them from office is passed by a two-thirds vote of eligible voters participating in a referendum vote under subsection (1), with at least one-third of all eligible voters participating in the referendum vote.

Vacancy

- 2.11** (1) If an elected board member other than an executive board member resigns, is removed from office under section 2.10, or otherwise ceases to hold office before the expiry of their term of office, the board may, by special resolution, appoint a dentist or certified dental assistant who is eligible to be elected to the vacant office to fill the resulting vacancy for the remainder of the former board member's term of office, unless subsection (2) applies.
- (2) If the vacancy referred to in subsection (1) occurs during the first year of a two-year term of office of the former board member, and more than 135 days before the next scheduled board election,
- (a) the board may, by special resolution, appoint a dentist or certified dental assistant who is eligible to be elected to the vacant office to fill the resulting vacancy until the next scheduled board election, and

Bylaws of the College of Dental Surgeons of British Columbia

- (b) an election must be held concurrently with the next scheduled board election to fill the vacancy for the remainder of the former board member's term of office.
- (3) If an election to fill a vacancy in the position of a certified dental assistant board member under subsection (2)(b) is held concurrently with the regularly scheduled election of the other certified dental assistant board member for a two-year term of office,
 - (a) there will be a single ballot for the election of the certified dental assistant board members, and each eligible voter may vote in favour of two candidates on the ballot,
 - (b) the two candidates who receive the most votes on the return of the ballots will be elected, and
 - (c) one of the two candidates elected under paragraph (b), to be selected by random draw, will be elected to fill the vacancy under subsection (2)(b) for the remainder of the former certified dental assistant board member's term of office, and the other candidate elected under paragraph (b) will be elected for a two-year term of office.

~~First elections in 2010~~

- ~~(1) For the purposes of the election of the two certified dental assistant board members to assume office on July 1, 2010,
 - ~~there will be a single ballot, and each eligible voter may vote in favour of two candidates on that ballot, and~~
 - ~~the two candidates who receive the most votes on the return of the ballots will be elected.~~~~
- ~~Subject to sections 2.09 and 2.11, the following elected board members elected to assume office on July 1, 2010 will have a term of office of one year:
 - ~~two or three of the five electoral district board members, as designated under subsection (3);~~
 - ~~the UBC board member;~~
 - ~~one of the two certified dental assistant board members, to be selected by random draw after the return of the ballots.~~~~
- ~~For the purpose of subsection (2), the registrar
 - ~~must determine how many electoral district board members will be elected for a one year term of office under subsection (2)(a), and designate which electoral district board member positions will be elected for a one year term of office, before giving notice of the election under section 2.05, and~~
 - ~~must specify the applicable terms of office for each position in the notice.~~~~

Bylaws of the College of Dental Surgeons of British Columbia

~~Sections 2.08 to 2.11 do not apply prior to July 1, 2010.~~

President

- 2.12** (1) The president
- (a) must preside as chair at all general meetings of the college and all board meetings, and
 - (b) is a non-voting member of every committee of the college to which the president is not otherwise appointed as a voting member under Part 4.
- (2) Subject to subsection (3), if the president is absent or unable to act,
- (a) the vice-president may exercise the powers and must perform the duties of the president,
 - (b) if the vice-president is also absent or unable to act, the treasurer may exercise the powers and must perform the duties of the president, and
 - (c) if both the vice-president and the treasurer are also absent or unable to act, the board may authorize another board member to exercise the powers and perform the duties of the president.
- (3) If the president is absent or otherwise unable to preside as chair at a general meeting of the college,
- (a) the vice-president must preside as chair at the meeting,
 - (b) if the vice-president is also absent or otherwise unable to preside as chair at the meeting, the treasurer must preside as chair at the meeting, and
 - (c) if both the vice-president and the treasurer are also absent or otherwise unable to preside as chair at the meeting, an acting chair must be elected from amongst the dentist board members present by a majority vote of the dentists referred to in section 3.16(5) who are present.

Remuneration of board members

- 2.13** (1) Subject to subsection (2), board members may receive remuneration in accordance with policies established by the board.
- (2) Any remuneration paid under subsection (1) must be equivalent for all board members, based on the amount of time devoted to the business of the college.
- (3) All board members are equally entitled to be reimbursed by the college for reasonable expenses necessarily incurred in connection with the business of the college, in accordance with policies established by the board.

Board meetings

- 2.14** (1) The board must meet at least twice in each fiscal year.

Bylaws of the College of Dental Surgeons of British Columbia

- (2) The president may call a meeting of the board.
- (3) The president must call a meeting of the board on receipt of a written request for a meeting by six or more board members setting out a matter or matters on which a decision will be sought at the meeting.
- (4) In calling a meeting of the board under subsection (2) or (3), the president must provide reasonable notice of the meeting to all board members, registrants, and the public.
- (5) Notice of a board meeting may be provided to registrants and to the public under subsection (4) by posting a notice on the college website.
- (6) Despite subsection (4), the president may call a meeting of the board without providing notice to registrants or the public if necessary to conduct urgent business.
- (7) The accidental omission to deliver notice of a board meeting to, or the non-receipt of such notice by, any person entitled to receive notice does not invalidate proceedings at that meeting.
- (8) Subject to subsection (9), meetings of the board must be open to registrants and the public.
- (9) The board may exclude any person who is not a board member from any part of a meeting if it is satisfied that one or more of the following matters will be discussed:
 - (a) financial or personal or other matters that are of such a nature that the interest of any affected person or the public interest in avoiding disclosure of those matters outweighs the public interest in board meetings being open to the public;
 - (b) information concerning an application by any individual for registration under section 20 of the Act, or for certification as a certified dental assistant under Part 7, the disclosure of which would be an unreasonable invasion of the applicant's personal privacy;
 - (c) information concerning a complaint against, or investigation of, any individual under Part 3 of the Act, the disclosure of which would be an unreasonable invasion of the individual's personal privacy;
 - (d) information the disclosure of which may prejudice the interests of any person involved in
 - (i) a proceeding under the Act, including a disciplinary proceeding under Part 3 of the Act or a review under Part 4.2 of the Act, or
 - (ii) any other criminal, civil or administrative proceeding;
 - (e) personnel matters;
 - (f) property acquisitions;

Bylaws of the College of Dental Surgeons of British Columbia

- (g) the contents of examinations;
 - (h) communications with the Office of the Ombudsman;
 - (i) instructions given to or opinions received from legal counsel, or any other matter which is subject to solicitor-client privilege;
 - (j) information which the college would be required or authorized to refuse to disclose to an applicant making a request for records under Part 2 of the *Freedom of Information and Protection of Privacy Act*;
 - (k) information which the college is otherwise required by law to keep confidential.
- (10) If the board excludes any person from a part of a meeting, it must have its reasons for doing so noted in the minutes of the meeting.
- (11) The registrar must ensure that minutes are taken at each board meeting, retained on file, and, subject to subsection (12), posted on the college website.
- (12) The registrar may edit minutes posted on the college website under subsection (11) to remove information about any matter referred to in subsection (9), provided that the reasons for removing that information are noted in the edited minutes.
- (13) A majority of the board members constitutes a quorum.
- (14) In case of a tie vote the chair of the meeting does not have a second vote in addition to the vote to which the chair is entitled as a board member, and the proposed resolution does not pass.
- (15) The board may meet and conduct business in person, or by video, telephone conference, web casting, or an equivalent mechanism.
- (16) Except as otherwise provided under the Act, the most recent edition of *Sturgis' Standard Code of Parliamentary Procedure* governs the procedures at meetings of the board.

Resolutions in writing

- 2.15** (1) A resolution approved by a majority of all board members in writing, including by mail, facsimile, or e-mail, is valid and binding and of the same effect as if such resolution had been duly passed at a meeting of the board.
- (2) A special resolution approved by two-thirds of all board members in writing, including by mail, facsimile, or e-mail, is valid and binding and of the same effect as if such special resolution had been duly passed at a meeting of the board.
- (3) A report of any resolution or special resolution approved under subsection (1) or (2) must be verified and made a part of the minutes of the next meeting of the board.

Bylaws of the College of Dental Surgeons of British Columbia

Executive committee

- 2.16** (1) If the board appoints an executive committee under section 17.2 of the Act, the executive committee may exercise all the powers of the board and perform all the duties of the board under the Act, except
- (a) the power of the board to make, amend, or repeal bylaws under sections 19 and 49 of the Act,
 - (b) the power of the board to appoint the registrar or a deputy registrar under section 21 of the Act, and
 - (c) any power of the board that may only be exercised by special resolution under these bylaws.
- (2) The provisions of sections 2.14 and 2.15 apply to the executive committee.

Election of executive board members

- 2.17** Each year an executive board member will be elected from among the dentists at large in accordance with these bylaws to
- (a) hold office as the treasurer for a one-year term beginning 1 July, and
 - (b) thereafter, move through the succession ladder as described in section 2.18.

Succession ladder

- 2.18** At 1 July each year
- (a) the newly elected executive board member becomes the treasurer,
 - (b) the sitting treasurer becomes the vice-president,
 - (c) the sitting vice-president becomes the president, and
 - (d) the term of office of the sitting president ends.

Executive board member vacancy

- 2.19** (1) If the president fails to assume office, resigns, is removed, or otherwise ceases to hold office before 1 July,
- (a) the vice-president becomes the president, and
 - (b) the treasurer becomes the vice-president.
- (2) If the vice-president fails to assume office, resigns, is removed, or otherwise ceases to hold office before 1 July, the treasurer becomes the vice-president.
- (3) Despite section 2.18, where due to a failure to assume office, or due to the incumbent resigning, being removed or otherwise ceasing to hold office, an executive board member becomes the president on or after 1 January but before 1 July,

Bylaws of the College of Dental Surgeons of British Columbia

- (a) the executive board member will remain the president until 1 July of the following year, and
- (b) an executive board member who becomes the vice-president will remain the vice-president until 1 July of the following year.

- (4) Where an executive board member fails to assume office, resigns, is removed or otherwise ceases to hold office and there is no executive board member to fill a resulting vacancy,
 - (a) the board at its option may appoint an eligible dentist, including a dentist board member, to fill the vacancy until such time as an elected executive board member is available to do so, and
 - (b) as soon as is practicable, an executive board member must be elected in accordance with these bylaws to fill the vacancy.

Eligibility to be executive board member

2.20 To be eligible to be elected or appointed as an executive board member, a dentist must have done one of the following for a minimum of one year in the last 5 years:

- (a) held office as a dentist board member;
- (b) served on a committee identified in Part 4.

Transition

2.21 In the first board election following implementation of this section, 3 executive board members must be elected from among the dentists at large, in accordance with these bylaws, to

- (a) hold office for a one-year term beginning 1 July as
 - (i) the treasurer,
 - (ii) the vice-president, and
 - (iii) the president, and
- (b) thereafter, move through the succession ladder as described in section 2.18.

PART 4– COLLEGE COMMITTEES AND PANELS

Committees

- 4.01** (1) The following committees are established:
- (a) registration committee;
 - (b) inquiry committee;
 - (c) discipline committee;
 - (d) quality assurance committee;
 - (e) ethics committee;
 - (f) sedation and general anaesthetic services committee;
 - (g) certified dental assistant advisory committee;
 - (h) certified dental assistant certification committee;
 - (i) audit committee;
 - (j) nominations committee.
- (2) Members of committees
- (a) must be appointed by the board for terms of office specified by the board not exceeding two years,
 - (b) are eligible for reappointment in accordance with any applicable policies established by the board,
 - (c) may be appointed temporarily or for a particular purpose, including for the purpose of satisfying the requirements of section 4.02(4), and
 - (d) may only be removed before the expiry of their terms of office by a majority vote of the board.
- (3) Subject to section 4.13(1), the board must designate a committee chair and a committee vice-chair from among the members of each committee.
- (4) Subject to sections ~~2.12(1)(b)~~ ~~2.13(1)(b)~~ and 3.02(1)(b), a person must not simultaneously be a member of the inquiry committee and the discipline committee.

Meetings of a committee or panel

- 4.04** (1) A majority of a committee constitutes a quorum.
- (2) All members of a panel of the inquiry committee or the discipline committee constitute a quorum.
- (3) The provisions of section ~~2.14(8)~~ ~~2.15(8)~~ to (12) and (14) to (16) and section ~~2.152-16~~ apply to a committee, and to a panel of the inquiry committee or

the discipline committee, as if the committee or panel were the board, with any necessary changes.