

Nova Scotia Occupational Therapy Regulator (NSOTR)

By-Laws

Property of:

Nova Scotia Occupational Therapy Regulator
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1. DEFINITIONS

1.1 All words used in these by-laws that are not otherwise defined in the by-laws have the same meaning as set out in the Act or regulations.

1.2 In these by-laws, unless the context requires:

“Board,” when used in these by-laws includes the Initial Board and Subsequent Boards, unless the Initial Board or Subsequent Board is specifically identified;

“Board Code of Conduct” means the Code approved by the Board governing the conduct of Board members;

“Board Composition Matrix” means the list of competencies, qualities and other criteria approved by the Board to describe the collective desired composition of the Board;

“Chair” means the Chair of the initial Board or the Chair of a subsequent Board or Chair of the Committee, as the context requires;

“employee” does not include an independent contractor, consultant or facilitator.

"good standing" for purposes of appointment as a registrant Board member or committee member means the status of a registrant who:

- (i) holds a practising licence or a conditional licence, unless there is a condition on the licence restricting the registrant from eligibility to serve on the Board and Committees;
- (ii) is current in their continuing competence requirements;
- (iii) does not owe any outstanding fees or costs to the Regulator; and
- (iv) is not subject to any licensing sanction or ongoing regulatory process or other matter that in the opinion of the Board impacts the reputation of the Board or the regulator, or impacts the registrant's ability to ethically and competently serve as a member of the Board or a committee, or would otherwise be contrary to the objects of the Regulator;

“Initial Board” means the Board of the Regulator continued from the Legacy Board following the date of repeal of the *Occupational Therapists Act*;

“Legacy Board” means the Board of the College of Occupational Therapists of Nova Scotia in existence immediately prior to the repeal of the *Occupational Therapists Act*.

“Meeting Rules” means such rules approved by the Board that govern the conduct of Board meetings that are not inconsistent with these By-laws;

"officer" or "officers" mean respectively, any 1 or more of the Chair, Vice-Chair, Treasurer or Secretary;

“Occupational Therapy Regulations” means the Occupational Therapy Regulations

approved by Order in Council under the authority of the *Regulated Health Professions Act*;

“public representative director” means a public representative serving on the Board as either an officer or director;

“registrant Board member” means any registrant officer or registrant director serving on the Board;

“registrant director” means a registrant Board member who is not an Officer or a public representative director;

“regulations” include the *Regulated Health Professions Act General Regulations* and the *Occupational Therapy Regulations*;

“reserved practice” means an activity, procedure or service within the scope of practice of the profession of occupational therapy that

- (i) involves sufficient risk to clients that the Board requires licensed individuals to have additional education, training or other requirements beyond an entry to practice level, and
- (ii) requires approval of the Registrar before an individual registrant may engage in the activity, procedure or service;

“Subsequent Board” includes each Board appointed after the expiry of the term of the Initial Board.

2. CORPORATE SEAL

- 2.1 The seal of the Regulator shall have the words “Nova Scotia Occupational Therapy Regulator” endorsed thereon.

3. HEAD OFFICE

- 3.1 The head office of the Regulator shall be maintained within the province of Nova Scotia and located as to reasonably carry on the business of the Regulator.

4. FORMS

- 4.1 Any forms required pursuant to the Act, regulations or by-laws shall be as approved by the Registrar.

5. INITIAL BOARD

- 5.1 The Initial Board shall consist of the members of the Legacy Board.
- 5.2 The officers of the Initial Board are the Chair, Vice-Chair, Treasurer, and Secretary who occupied those positions in the Legacy Board.

- 5.3 The quorum for the Initial Board is a majority of its members, which must include at least one public representative.
- 5.4 Where a vacancy occurs due to the resignation, removal or otherwise of the Chair of the Initial Board, the Vice-Chair shall assume the role of Chair for the duration of the Initial Board's term.
- 5.5 Where a vacancy occurs due to the resignation, removal or otherwise of the Vice-Chair of the Initial Board, that vacancy may be filled by the Initial Board with a member from amongst their number for the duration of the Initial Board's term, in such manner as determined by the Initial Board.
- 5.6 Where a vacancy occurs due to the resignation, removal or otherwise of the Treasurer or Secretary, the Board shall appoint a person from amongst their number to fill the vacant role for the remainder of the term.
- 5.7 The Initial Board shall develop and approve the Board Composition Matrix for the Subsequent Board prior to the expiry of the term of the Initial Board.
- 5.8 The term of the Initial Board shall expire on such date as established by resolution of the Initial Board, which must be prior to December 1, 2025.

6. **COMPOSITION OF SUBSEQUENT BOARDS**

- 6.1 Each Subsequent Board following the expiry of the term of the Initial Board shall consist of 7 persons, including:
 - 6.1.1 4 registrant members; and
 - 6.1.2 3 public representatives.
- 6.2 The quorum for a Subsequent Board is a majority of its members, including vacancies, which must include at least one public representative.
- 6.3 The officers of each Subsequent Board are the Chair, Vice-Chair, Treasurer and Secretary.
- 6.4 Registrant Board members of Subsequent Boards shall be appointed as Directors in accordance with a process set out in Article 18.
- 6.5 Officers of Subsequent Boards shall be appointed in accordance with a process set out in Article 19.

7. **CHAIR**

- 7.1 The Chair shall:
 - 7.1.1 unless otherwise delegated, preside at all meetings of the Board;
 - 7.1.2 act as the official spokesperson for the Board, unless this function is otherwise delegated;

7.1.3 perform all acts related to the office including such functions identified in a policy approved by the Board.

7.2 The Chair shall not vote at any meeting of the Board, except in the case of a tie, where the Chair shall cast the deciding vote.

8. **VICE-CHAIR**

8.1 The Vice-Chair shall:

8.1.1 perform the duties of the Chair in the absence of the Chair; and

8.1.2 perform other duties as identified in a policy approved by the Board.

9. **TREASURER**

9.1 The Treasurer shall perform duties as identified in a policy approved by the Board.

10. **SECRETARY**

10.1 The Secretary shall perform duties as identified in a policy approved by the Board.

11. **TERM OF OFFICE FOR REGISTRANTS SERVING ON A SUBSEQUENT BOARD**

11.1 The term of office of a registrant Board member is 2 years, including any term served on the initial Board.

11.2 A registrant may serve a maximum of three consecutive terms as either a registrant Director or Officer, including any term served on the Initial Board, and must wait for a period of one full year prior to being eligible for a position as either a registrant Director or an Officer.

11.3 For clarity, no registrant may serve more than three consecutive terms on the Board, regardless of position, without waiting for the period of one full year after their last term.

11.4 Incumbent registrant Board members who are eligible and seek appointment for a second or third term will be subject to the same requirements and process as new candidates as set out in Article 18.

11.5 Notwithstanding Articles 11.1 to 11.4, where a registrant is appointed to fill a vacancy during the unexpired term of a registrant Board member, the time spent filling such vacancy does not count as a term.

12. **TERM OF OFFICE FOR PUBLIC REPRESENTATIVES SERVING AS OFFICER ON A SUBSEQUENT BOARD**

12.1 The term of office of a public representative director serving as an Officer on a Subsequent Board is 2 years, or until the Board term expires.

12.2 A public representative director may serve a maximum of three consecutive terms as an Officer, including any term served on the Initial Board.

- 12.3 Notwithstanding Articles 12.1 and 12.2, where a public representative is appointed to fill an officer vacancy during the unexpired term of a public representative Officer, the time spent filling such vacancy does not count towards an officer's term.

13. VACANCIES: GENERAL

- 13.1 A registrant Board member shall be considered to have vacated their position on the Board in any of the following circumstances:

- 13.1.1 the member resigns from office;
- 13.1.2 the Board removes the member in accordance with Article 21 of these Bylaws;
- 13.1.3 the member ceases to be in good standing;
- 13.1.4 the member dies;
- 13.1.5 the member becomes an employee of the Regulator;
- 13.1.6 the provisions of subsection 8(2) of the Act apply; or
- 13.1.7 the member becomes an employee of or holds any position of responsibility with a professional association that may be incompatible with service on the Regulator's Board, as determined by the Board.

- 13.2 For clarity, the expiration of a registrant Board member's term does not create a vacancy under article 13.

- 13.3 For further clarity, where a registrant Board member's term expires under article 11.1, the position shall be filled in accordance with Articles 18 and 19.

14. VACANCY OF CHAIR ON A SUBSEQUENT BOARD

- 14.1 If the position of the Chair on a Subsequent Board becomes vacant, the Board shall appoint a replacement Chair from among the serving Board members.

- 14.2 The replacement Chair will serve for the balance of the term of the vacant Chair.

- 14.3 Where a person is appointed to fill a vacancy under Article 14.1, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Articles 11 or 12.

- 14.4 Where the Vice-Chair is appointed to fill the role of Chair, the Board shall appoint a new Vice-Chair from among the serving Board members, whose term shall mirror the term of the Vice-Chair who has been appointed as Chair.

- 14.5 When filling a vacancy under Article 14.1, the Board may seek the assistance of the Appointments Committee.

15. VACANCY OF VICE-CHAIR ON A SUBSEQUENT BOARD

- 15.1 If the position of Vice-Chair on a Subsequent Board becomes vacant, the Board shall appoint a replacement Vice-Chair from among the serving Board members.

15.2 The replacement Vice-Chair shall serve for the balance of the term of the vacant Vice-Chair.

15.3 Where a person is appointed to fill a vacancy under Article 15.1, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Articles 11 or 12.

15.4 When filling a vacancy under Article 15.1, the Board may seek the assistance of the Appointments Committee.

16. VACANCY OF TREASURER OR SECRETARY ON A SUBSEQUENT BOARD

16.1 If either position of Treasurer or Secretary on a Subsequent Board becomes vacant, the Board shall appoint a replacement Treasurer or Secretary from among the serving Board members.

16.2 The replacement shall serve for the balance of the unexpired term of the vacant Officer position.

16.3 Where a person is appointed to fill a vacancy under Article 16.1, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Articles 11 or 12.

16.4 When filling a vacancy under Article 16.1, the Board may seek the assistance of the Appointments Committee.

17. VACANCY OF REGISTRANT DIRECTORS ON A SUBSEQUENT BOARD

17.1 If a registrant director position on a Subsequent Board becomes vacant, the Board shall review the Board Composition Matrix and shall appoint another registrant who is in good standing and who in the opinion of the Board best meets the requirements set out in the Board Composition Matrix.

17.2 The replacement shall serve for the balance of the unexpired term of the vacant registrant Director position.

17.3 Where a registrant is appointed to fill a vacancy under Article 17.1, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Articles 11 and 12.

17.4 When filling a vacancy under Article 17.1, the Board may seek the assistance of the Appointments Committee.

18. APPOINTMENT OF REGISTRANT BOARD MEMBERS TO A SUBSEQUENT BOARD

18.1 In order for a registrant to be considered eligible to serve as a registrant Board member, the registrant must:

18.1.1 be found by the Appointments Committee to be in good standing;

18.1.2 be in compliance with the term limits for the position open for appointment in accordance with these bylaws; and

- 18.1.3 submit a form approved by the Registrar signifying a willingness to serve as a registrant Board member and to abide by the Act, Regulations, bylaws and policies of the Regulator.
- 18.2 The form must be submitted within such timelines as approved by the Appointments Committee.
- 18.3 When the term of one or more registrant Board members is due to expire, the Appointments Committee shall perform the following functions, under such timelines as approved by the Board:
 - 18.3.1 advertise for and seek candidates to fill upcoming registrant Board member positions;
 - 18.3.2 ensure that there is at least one eligible candidate for each available position;
 - 18.3.3 vet the eligible candidates using such tools as the Committee considers appropriate, including the Board Composition Matrix, and rank all such candidates in accordance with the Committee's assessment;
 - 18.3.4 advance the ranked names of all eligible candidates found to be in good standing for each pending position, for consideration by the Board; and
 - 18.3.5 perform such other functions related to the appointment of registrant Board members as identified by the Board.
- 18.4 Any incumbent who wishes to be nominated for a subsequent term must submit their name and the approved form to the Appointments Committee, and if found eligible, the incumbent's name will be put forth with other nominees for the Board vacancies.
- 18.5 Upon receipt from the Appointments Committee of the names of eligible candidates, the Board must consider the candidates and determine which candidates shall be appointed to fill the number of upcoming openings on the Board for registrant director positions, and then appoint such persons to the Board as registrant Directors with effective dates as determined by the Board.
- 18.6 Decisions of the Appointments Committee and the Board under this Article are final.
- 19. **APPOINTMENT OF OFFICERS FOR SUBSEQUENT BOARDS**
- 19.1 An Officer must first be appointed as a Director under Article 18 or through GIC appointment prior to consideration for appointment as an Officer under these bylaws, and may be either a registrant or a public representative.
- 19.2 Upon completion of the appointment of registrant Board members under Article 18, the Appointments Committee must request and encourage expressions of interest from all Board members seeking to serve in any Officer position that has a pending opening due to the expiration of the term of the incumbent.
- 19.3 The Appointments Committee shall

- 19.3.1 vet the candidates using such tools as the Committee considers appropriate, including the Board Composition Matrix; and
- 19.3.2 prepare a recommendation to the Board for any open positions.
- 19.4 If the Board approves the recommended candidate for any open position, the candidate is deemed appointed, effective such date as determined by the Board.
- 19.5 If the Board does not approve the recommended candidate for any position, the Board will request the Appointments Committee to prepare a new recommendation for the Board's consideration, and such process shall continue until all open positions are filled.
- 19.6 If there are no members of the Board willing to serve in any available Officer position, the Board must appoint individuals to fill these positions in such manner as the Board determines, as long as the appointment is not inconsistent with requirements in the Act and regulations.
- 19.7 Notwithstanding any other provision of these bylaws, the Board may extend the term of an incumbent Officer if no other Board member is willing to serve, for such time and on such conditions as the Board may determine, which cannot extend beyond the incumbent officer's term as a Board member.
- 19.8 For further clarity, notwithstanding any other provision of these bylaws, if the position of Chair is open for appointment, the Board may appoint any person to chair the meeting at which the Board decides who will fill the role of incoming Chair.
- 19.9 The Board may make appointment rules and set such deadlines as it deems appropriate for the appointment process, as long as such rules are not inconsistent with these bylaws.
- 19.10 Decisions of the Appointments Committee and the Board under this Article are final.

20. **BOARD MEETINGS**

- 20.1 The Chair of the Board shall call general meetings of the Board, with no less than 4 general meetings in a fiscal year.
- 20.2 The Registrar shall ensure notice of the general Board meetings is given to Board members at least 14 days in advance of the meeting, stating the time and whether the meeting is in- person, virtual, or hybrid.
- 20.3 The Chair of the Board may call a special Board meeting at any time required by the Chair or upon the written request of one-third of Board members indicating the subject(s) to be considered.
- 20.4 At least 3 days prior to a special Board meeting, notice shall be issued to each Board member. The notice shall state the purpose of the meeting. No matter shall be discussed at any special Board meeting apart from that specified in the Notice.
- 20.5 Notice of and voting at Board meetings may take place by such electronic means as determined by the Board.

- 20.6 Accidental omission to deliver notice of meetings does not invalidate proceedings at the meeting.
- 20.7 Notice requirements for meetings may be waived by unanimous vote of those participating in the meeting.
- 20.8 Board meetings will be conducted in accordance with these By-laws and any Meeting Rules approved by the Board.
- 20.9 Where not inconsistent with the By-laws or Meeting Rules, the Chair may make procedural rulings or determinations on relevant matters.

21. REMOVAL OF MEMBERS OF BOARD AND OFFICERS

- 21.1 Notwithstanding any other provisions of the By-laws, the Board may, by a two-thirds majority vote of the Board members participating at a special meeting called for the purpose, remove any registrant director or registrant officer before the expiration of their term of office, where the Board believes it is consistent with the objects of the Regulator to do so.
- 21.2 Notwithstanding any other provisions of the By-laws, the Board may, by a two-thirds majority vote of the Board participating at a special meeting called for the purpose, remove any public representative as an officer before the expiration of their term of office, where the Board believes it is consistent with the objects of the Regulator to do so.
- 21.3 Circumstances where the Board may believe it consistent with the objects of the Regulator to remove a registrant Board member or public representative as an officer, include, but are not limited to:
 - 21.3.1 failing to attend 3 consecutive Board meetings, without sufficient cause accepted by the Board; and
 - 21.3.2 acting contrary to the Board's Code of Conduct.
- 21.4 A decision of the Board under this Article is final.

22. CURRENCY OF PRACTICE REQUIREMENTS

- 22.1 An applicant for a licence or renewal of a licence must provide satisfactory proof to the registration and licensing decision maker that the applicant meets at least one of the following currency of practice requirements, unless exempted from these requirements in accordance with a policy approved by the Board:
 - 22.1.1 current licensure in an equivalent category of licence in another Canadian jurisdiction;
 - 22.1.2 engaged in practice for a minimum of 600 hours in the 3 year period prior to application for a licence or renewal of a licence;
 - 22.1.3 Graduated from an approved education program within the previous 18 months prior to applying to the Regulator for a licence or renewal of a licence;

- 22.1.4 successfully completed a competence assessment and/or bridging education within the previous 18 months prior to applying to the Regulator for a licence or renewal of a licence.
- 22.2 In addition to the criteria in Sub-Article 22.1 before changing to a clinical area of practice after an absence of 3 years or longer from clinical practice, a person must notify the Registrar in writing of their intention to change from a non-clinical area of practice to a clinical area of practice, and satisfy the Registrar they have the competence to practise in the clinical area of practice.
- 22.3 A person who disagrees with the Registrar's decision under Sub-Article 22.2 may, no later than 15 business days after the date of the Registrar's decision, request the decision be reviewed by the Registration and Licensing Review Committee, and the procedure set out in sections 51-58 of the Act shall be followed as nearly as possible with necessary adaptation.
23. **LICENSING AND RENEWAL CRITERIA**
- 23.1 If proof of registration or licensing criteria was not submitted at the time of application for registration, licensing or renewal, a registration and licensing decision maker may request the registrant submit proof that they meet the criteria for registration, licensing or renewal, upon applying for a licence or renewal.
24. **TRANSCRIPTS**
- 24.1 A registrant who requests that a transcript be made of a regulatory process is responsible for paying the full cost of the transcript.
25. **FINES AND PENALTIES**
- 25.1 The fine that may be imposed for the reinstatement of a suspended licence in accordance with section 154 of the Act shall be an amount not exceeding the equivalent of double the annual licensing fee.
- 25.2 The fine that may be imposed by the Registrar under section 155 of the Act for a registrant who has practised without a licence shall be the equivalent of an amount not exceeding double the annual licensing fee for each month, or a portion thereof, the registrant practiced without a licence.
- 25.3 Where a registrant fails to maintain required professional liability insurance while holding a license, the Registrar may impose a fine as set by the Board and outlined in the Fee Schedule.
26. **CODE OF ETHICS**
- 26.1 The Code of Ethics approved under the Act is the Code approved by the existing regulator prior to the establishment of the Nova Scotia Occupational Therapy Regulator under the Act.

27. STANDARDS OF PRACTICE

- 27.1 The Standards of Practice approved under the Act are those approved by the existing regulator prior to the establishment of the Nova Scotia Occupational Therapy Regulator under the Act.

28. COMPETENCIES

- 28.1 The Competencies approved under the Act are those approved by the existing regulator prior to the establishment of the Nova Scotia Occupational Therapy Regulator under the Act.

29. SALE OF APPLIANCES

- 29.1 A registrant may only sell or promote the sale of equipment or any appliance, including any splint or other assistive or supportive device, to a client for profit, if done in accordance with the standards of practice.

30. CORPORATIONS

- 30.1 In Articles 31 to 51:

“permit” means a permit issued and in force pursuant to these bylaws that authorizes one or more registrants to engage in the practice of occupational therapy as a professional corporation;

“professional corporation” means the corporate structure through or on behalf of which one or more registrants engage in practice;

31. REQUIREMENT FOR PERMIT

- 31.1 Subject to Sub-Article 31.2, no registrant may engage in practice as, through, or on behalf of a professional corporation unless that professional corporation has been issued a permit in accordance with these By-Laws.
- 31.2 The Registrar may waive the requirement for a permit when the Registrar determines it is consistent with the objects of the Act to do so.

32. APPLICATION FOR PERMIT

- 32.1 An application for a permit or to renew a permit shall be made to the Registrar.

33. ISSUANCE OF PERMIT

- 33.1 The Registrar may issue a permit to a professional corporation that

33.1.1 files a completed application in accordance with a form approved by the Registrar under seal of the professional corporation;

33.1.2 pays the permit fee or permit renewal fee approved by the Board;

- 33.1.3 provides the Registrar with a certificate of incorporation of the company pursuant to the *Companies Act*, and satisfies the Registrar that the professional corporation is a company limited by shares in good standing under the *Companies Act* and the *Corporations Registration Act*, and that it is a private company as defined by the *Securities Act*;
 - 33.1.4 satisfies the Registrar that the name of the professional corporation is a fit and proper name for a professional corporation engaged in the practice of occupational therapy;
 - 33.1.5 satisfies the Registrar that the majority of issued shares of the professional corporation are beneficially owned by one or more occupational therapists;
 - 33.1.6 satisfies the Registrar that the majority of the issued voting shares of the professional corporation are legally and beneficially owned by one or more occupational therapists;
 - 33.1.7 satisfies the Registrar that the majority of the directors of the professional corporation are registered occupational therapists;
 - 33.1.8 provides the Registrar with written confirmation stating that the persons who will carry on the practice of occupational therapy for or on behalf of the professional corporation are occupational therapists.
- 33.2 The Registrar may waive or vary any of the criteria under sub-sub-articles 33.1.1. to 33.1.8 when the Registrar determines it is consistent with the objects of the Act to do so.

34. **TERM OF PERMIT**

- 34.1 A permit issued pursuant to Sub-Article 33.1 is valid for the calendar year in which it is issued.

35. **RENEWAL OF PERMIT**

- 35.1 A permit may be renewed upon application to the Registrar in accordance with a form approved by the Registrar under seal of the professional corporation and upon satisfying the Registrar that the professional corporation continues to meet the conditions specified in Sub-Article 33.1.
- 35.2 An application to renew a permit shall be made not earlier than 90 days and not later than 30 days prior to the expiry date of the permit.
- 35.3 If an application to renew a permit is not made within the times set out in Sub-Article 35.2, the applicant for the permit shall pay such additional fee as approved by the Board.

36. **PUBLICATION OF LIST OF PERMITS**

- 36.1 The Registrar shall publish on the Regulator's website or in such other public manner as the Registrar determines, a list of all current permits issued under these by-laws and shall include the name of the corporation and such other information as the Registrar may determine.

37. CONTRAVENTION OF SUB-ARTICLE 33.1

- 37.1 Despite Sub-Article 46.1, where it appears to the Registrar that the professional corporation fails to meet any of the requirements specified in Sub-Article 33.1, the Registrar may, after giving written notice, suspend, revoke, or refuse to renew a permit issued under Sub-Article 33.1.
- 37.2 Reference to the specific requirements of Sub-Article 33.1 that appear to the Registrar to have been contravened by the professional corporation shall be included in the notice.

38. REVIEW OF DECISION TO SUSPEND

- 38.1 Where the permit of a professional corporation is suspended, revoked, or not renewed, the Registrar shall provide reasons in writing to the professional corporation and the professional corporation may, within 15 calendar days, request that the Registration and Licensing Review Committee review the Registrar's decision.
- 38.2 Where a professional corporation requests a review by the Registration and Licensing Review Committee pursuant to Sub-Article 38.1 the procedure set out in sections 51-58 of the Act shall be followed as nearly as possible with necessary adaptation.
- 38.3 Where the Registration and Licensing Review Committee re-instates or re-issues a permit suspended, revoked or not renewed pursuant to Sub-Article 37.1, the Board may prescribe terms and conditions upon which re-instatement or re-issuance of a permit may be granted.

39. FEES PAYABLE TO TRUSTEE

- 39.1 No fees or other remuneration shall be paid to any individual or company holding a non-voting share in a professional corporation or holding company as trustee except for fees payable to the trustee solely for services rendered as trustee in an amount not exceeding the fees which might be fixed by the Supreme Court of Nova Scotia pursuant to the Trustee Act, and in any such trust arrangement it shall be stipulated that such fees shall be subject to review by the court for the purpose of determining whether the fees are reasonable in the circumstances.

40. DISPLAY OF PERMIT

- 40.1 The professional corporation shall at all times display the current permit issued to it in a conspicuous place at its premises.

41. PROPOSED CHANGE OF NAME

- 41.1 Where a professional corporation holding a permit proposes to change its name or operate under a business name other than its own name, it shall first satisfy the Registrar that the proposed name or business name is a fit and proper name for use by a professional corporation engaged in the practice of occupational therapy.

42. CHANGES TO MEMORANDUM OF ASSOCIATION

- 42.1 The Memorandum of Association of the professional corporation shall not be changed without the written consent of the Registrar.

43. DEEMED REVOCATION OF PERMIT

- 43.1 Where a professional corporation practices occupational therapy only through the services of one occupational therapist and that occupational therapist dies, retires, becomes incompetent or is no longer licensed pursuant to this Act, or is suspended under this Act, the permit of such professional corporation is deemed to be revoked and such professional corporation shall cease to practise occupational therapy.

- 43.2 Where a professional corporation practises occupational therapy through the services of more than one occupational therapist and such professional corporation ceases to fulfil any requirement prescribed in Sub-Article 33.1 by reason of

43.2.1 the death of an occupational therapist;

43.2.2 the incompetency of an occupational therapist;

43.2.3 the revocation of the licence of an occupational therapist pursuant to this Act;

43.2.4 the suspension of the licence of an occupational therapist pursuant to this Act; or

43.2.5 the retirement from practice by an occupational therapist,

such professional corporation shall forthwith notify the Registrar and shall fulfil the requirements in question within one hundred and twenty days from the date of death, incompetency, revocation, retirement or other removal or the suspension, as the case may be, of the occupational therapist, failing which the permit is deemed to be revoked and such professional corporation shall cease to practise occupational therapy effective upon the expiration of the one hundred and twenty day period.

- 43.3 Where the permit of a professional corporation is deemed to be revoked under Sub-Article 43.2 and thereafter the professional corporation is able to demonstrate that it is in compliance with Sub-Article 33.1, the professional corporation may apply to the Registrar to have its permit re-instated and the Registrar may, in the Registrar's discretion, re-instate the permit subject to such conditions as the Registrar may direct.

44. NOTIFICATION OF CHANGE IN PROFESSIONAL CORPORATION

- 44.1 Where the shares of a professional corporation engaged in the practice of occupational therapy are transferred or where there is a change in the shareholders, directors or officers of the professional corporation, or any change in the location where the professional corporation carries on business, the professional corporation shall, within 15 calendar days, notify the Registrar of such change and satisfy the Registrar that it will continue to fulfill the requirements for the issuance of a permit.

45. **CONFLICT OF INTEREST**

- 45.1 No occupational therapist shall cause or commit a professional corporation or a holding company to engage in or invest in any business that is contrary to the proper and ethical practice of occupational therapy or that creates a conflict of interest for the professional corporation or its employees.

46. **SUSPENSION OF PERMIT**

- 46.1 The Registrar may suspend the permit of a professional corporation without notice or investigation where the Registrar believes that it has contravened any regulation that requires it to pay a fee or assessment, file a document, or do any other act by a specified or ascertainable date.

47. **RE-INSTatement OF PERMIT**

- 47.1 A permit suspended by the Registrar may be re-instated by the Registrar upon payment of the fee or assessment, or upon receipt of a document required to be filed, or upon any other required act being performed by the professional corporation.

48. **REGISTER OF PROFESSIONAL CORPORATIONS**

- 48.1 The Registrar shall maintain a Register of Professional Corporations and enter the name and address of the professional corporation upon issuance or re-issuance of a permit.

49. **RECORDS**

- 49.1 Every professional corporation shall

49.1.1 maintain current financial records in accordance with generally accepted accounting principles;

49.1.2 cause financial statements to be prepared at the end of each fiscal year;

49.1.3 maintain current patient records; and

- 49.2 maintain, in accordance with generally accepted business standards, records with respect to its employees.

50. **NAMES**

- 50.1 The names and business names by which a professional corporation, a partnership of 2 or more professional corporations or a partnership of 1 or more professional corporations and 1 or more individual occupational therapists may be known shall

50.1.1 Satisfy the Registrar that the name of the corporation is a fit and proper name for a professional corporation engaged in the practice of occupational therapy, including compliance with any naming policy or standard that may be approved by the Board from time to time;

- 50.1.2 not imply superiority of qualifications, experience or education over that of other occupational therapists.

51. ACCESS TO MINUTE BOOK RECORDS

- 51.1 Upon 7 days' written notice, a professional corporation shall provide the Registrar with access to the minute book records and such other business and financial records as may be reasonably required.

52. RESERVED PRACTICE

- 52.1 The Board shall:

- 52.1.1 identify which professional activities, procedures or services within the scope of practice of occupational therapy are a reserved practice, and

- 52.1.2 determine the additional education, training or other requirements beyond entry to practice level that must be completed before a registrant may engage in the reserved practice as part of their individual scope of practice.

- 52.2 A registrant must :

- 52.2.1 meet all requirements of any practice standard developed to address the reserved practice;

- 52.2.2 seek the approval of the Registrar prior to engaging in a reserved practice.

- 52.3 The Registrar shall establish the procedure for applying for approval to engage in a reserved practice.

- 52.4 The Registrar may

- 52.4.1 approve the application;

- 52.4.2 deny the application;

- 52.4.3 approve the application with conditions or restrictions specific to the registrant.

- 52.5 If the Registrar denies an application from a registrant to engage in a reserved practice, or imposes conditions or restrictions, the Registrar shall advise the applicant of a right to seek review of the Registrar's decision by the Registration and Licensing Review Committee, if the registrant provides a notice in writing to the Registrar to this effect within 30 days of the Registrar's decision.

- 52.6 The procedure for a review shall be conducted as set out in sections 51-58 of the Act.

- 52.7 The decision of the Registration and Licensing Review Committee is final.

- 52.8 When the registrar approves a registrant to engage in a reserved practice, the registrar shall publish notice of such approval as required by clause 7(1) (d) of the General Regulations.

53. CONTINUING COMPETENCE COMMITTEE

53.1 The Board shall establish a Continuing Competence Committee comprised of at least:

53.1.1 Five (5) registrants in good standing;

53.2 The Board shall appoint members of the Continuing Competence committee for a two-year term.

53.2.1 The Board shall appoint one of the members as chair of the Continuing Competence Committee.

53.2.2 The Continuing Competence Committee shall act in accordance with its Terms of Reference approved by the Board.

54. PROFESSIONAL PRACTICE COMMITTEE

54.1 The Board shall establish a Professional Practice Committee comprised of at least:

54.1.1 Five (5) registrants in good standing;

54.2 The Board shall appoint members of the Professional Practice committee for a two-year term.

54.2.1 The Board shall appoint one of the members as chair of the Professional Practice Committee.

54.2.2 The Professional Practice Committee shall act in accordance with its Terms of Reference approved by the Board.

55. APPOINTMENTS COMMITTEE

55.1 The Board shall establish and appoint an Appointments Committee comprised of three members, including

55.1.1 no more than one serving Board member.

55.2 The members of the Appointments Committee shall hold office for such term as set by the Board who appoints them, which shall not be longer than 2 years.

55.3 A member of the Appointments Committee may be appointed for one additional term by the Board if still serving on the Board at the commencement of the second term.

55.4 The Board shall appoint one of the members as Chair of the Appointments Committee.

55.5 The Board shall approve Terms of Reference for the Appointments Committee and the Committee shall act in accordance with such Terms of Reference as long as they do not conflict with the Act, Regulations or bylaws.

55.6 Notwithstanding the provisions of Articles 55.1 to 55.5, for purposes of appointing the first Subsequent Board after the expiration of the term of the Initial Board, the Appointments Committee shall be the Appointments Committee established by the Initial Board.