

DRAFT FOR CONSULTATION

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NOVA SCOTIA
CHIROPRACTIC AND
NATUROPATHIC
REGULATOR

Draft Bylaws

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1. DEFINITIONS

1.1 All words used in these bylaws that are not otherwise defined in the bylaws have the same meaning as set out in the Act or Regulations, as applicable.

1.2 In these bylaws,

- (a) **“Act”** means the *Regulated Health Professions Act, 2023*, c. 15, s. 1;
- (b) **“Board”** when used in these bylaws includes the Initial Board and Subsequent Boards, unless the Initial Board or Subsequent Board is specifically identified;
- (c) **“Board Code of Conduct”** means the code approved by the Board governing the conduct of Board members;
- (d) **“Board Composition Matrix”** means the list of competencies, qualities and other criteria approved by the Initial Board to describe the collective desired composition of the Subsequent Boards;
- (e) **“Board Member”** means an individual appointed to the Board;
- (f) **“Chair”** means the Chair of the Initial Board or the Chair of a Subsequent Board, as the context requires;
- (g) **“Corporation Permit”** means a permit issued and in force pursuant to Article 44 of these bylaws, permitting a corporation to engage in the practice of chiropractic or naturopathy;
- (h) **“direct patient care”** means the practice of chiropractic or naturopathy that involves the provision of care of individual patients;
- (i) **“drug”** has the same meaning as in the *Food and Drugs Act* (Canada) and includes any substance or combination of substances included in a prescription as may be set out in a schedule to these bylaws as approved by the Board from time to time;
- (j) **“employee”** means an individual employed on a full or part-time basis by the Regulator, but does not include an independent contractor, consultant or facilitator who otherwise provides services to the Regulator;
- (k) **“Executive Committee”** has the meaning given to it in Article 24.1;
- (l) **“Former Chiropractic Act”** means the *Chiropractic Act, 1999* (2nd Sess.), c. 4, s. 1;
- (m) **“Former Naturopathic Act”** means the *Naturopathic Doctors Act, 2008*, c. 5, s. 1.
- (n) **“good standing”** for purposes of appointment as a Registrant Board 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;
 - ii. is current in their continuing competence requirements;
 - iii. is current in their practice hour requirements;
 - iv. does not owe any outstanding fees or costs to the Regulator; and
 - v. is not subject to any licensing sanction, legal proceeding, or ongoing regulatory process that in the opinion of the Board, impacts their ability to ethically and competently serve as a member of the Board, or would otherwise be contrary to the objects of the Regulator;
- (o) **“indirect patient care”** means the practice of chiropractic or naturopathy that does not involve the provision of care to individual patients;
- (p) **“Initial Board”** means the first board of the Regulator upon coming into existence as a regulatory body under the Act, consisting of:
- i. the Legacy Board; and
 - ii. the Regulatory Transition Team;
- and includes at least two public representatives.
- (q) **“Legacy Board”** means the Board of the College of Chiropractors of Nova Scotia in existence immediately prior to the repeal of the Former Chiropractic Act, with the exception of the sitting registrar of such Board;
- (r) **“Meeting Rules”** means such rules approved by the Board that govern the conduct of Board meetings that are not inconsistent with these bylaws;
- (s) **“Minister”** means the Minister of Health and Wellness, or another member of the Executive Council as designated under clause 14(z) of the Act;
- (t) **“naturopathy”** means the practice of naturopathic medicine and includes the assessment of diseases, disorders and dysfunctions and the naturopathic diagnosis and treatment of diseases, disorders and dysfunctions using naturopathic techniques to promote, maintain or restore health;
- (u) **"officer" or "officers"** means any one or more persons, respectively, who have been appointed as officers of the Regulator, and includes the Chair, Vice-Chair, and Secretary/Treasurer;
- (v) **“Registrant”** means an individual entered into the official Register of the Nova Scotia Chiropractic and Naturopathic Regulator;

- (w) **“Registrant Board Member”** means an individual appointed or elected to the Initial Board or Subsequent Board from any Registrant designation of the Regulator;
- (x) **“Registrar”** means the individual appointed to the office of Registrar by the Board pursuant to the Act and the Regulations;
- (y) **“Registration and Licensing Committee”** means the registration and licensing committee appointed by the Board pursuant to the Act;
- (z) **“Regulations”** means the RHPA Regulations and the Regulator-Specific Regulations;
- (aa) **“Regulator”** means the Nova Scotia Chiropractic and Naturopathic Regulator;
- (bb) **“Regulator-Specific Regulations”** means the *Regulations Respecting Chiropractic and Naturopathy* made pursuant to the Act;
- (cc) **“Regulatory Transition Team”** means the advisory team consisting of three (3) regulatory representatives of naturopathy, formed for the purpose of assisting with the transition of the profession of naturopathy becoming a regulated profession under the Act;
- (dd) **“reserved practice”** means a professional activity, procedure, or service within the scope of practice of chiropractic or naturopathy and identified by the Board as requiring additional education, additional training or other requirements beyond an entry to practice level to engage in;
- (ee) **“Reserved Practice Permit”** means a permit issued by the Registrar authorizing a Registrant to perform specified restricted activities or reserved practices upon successful completion of Board approved training and competency requirements.
- (ff) **“RHPA Regulations”** means the Regulated Health Professions General Regulations made under the Act;
- (gg) **“Special Meeting”** means a special meeting of Registrants, to be called and held as determined by the Board;
- (hh) **“Subsequent Board”** includes each Board appointed after the expiry of the term of the Initial Board;
- (ii) **“Vice-Chair”** means the Vice-Chair of the Initial Board or the Vice-Chair of a Subsequent Board, as the context requires.

2. INTERPRETATION

2.1 Except where the context otherwise requires, words importing the singular number only shall include the plural and vice-versa and words in one gender include all genders.

2.2 Headings used in the bylaws are for convenience of reference only and shall not affect the interpretation of the bylaws.

2.3 In the event of any dispute as to the intent or meaning of any bylaw or policy adopted or established by the Board, the interpretation by a majority of the Board shall be final and conclusive.

2.4 Notwithstanding Article 2.3, all provisions of these bylaws shall be interpreted in a manner consistent with the Act and the Regulations, and where any inconsistency is found to exist, the inconsistent provision shall, where practical, be severed from the bylaw.

3. CORPORATE SEAL

3.1 The seal of the Regulator shall have the words “Nova Scotia Chiropractic and Naturopathic Regulator” endorsed thereon.

4. HEAD OFFICE

4.1 The head office of the Regulator shall be within the Province of Nova Scotia and located as to reasonably carry on the business of the Regulator.

5. NOTICES

5.1 All notices or materials that are required to be issued pursuant to the Act, Regulations or bylaws that are not otherwise required by the Act, Regulations or bylaws to be served in a specified manner, shall be deemed to be issued on the date such notices or materials are sent by the most appropriate method, as determined by the Registrar; to include mail, courier, electronic communication or any other form of issuance.

6. FORMS

6.1 Any forms not already specified in the Act or Regulations and necessary for the administration of the affairs of the Regulator shall be as approved by the Registrar.

7. MANAGEMENT

7.1 The fiscal year end of the Regulator shall be December 31 of each year.

7.2 The finances of the Regulator are managed by the Board. The Board shall maintain financial records and reports in accordance with generally accepted accounting principles, the Act and the Regulations.

7.3 An auditor shall be appointed annually by the Board. The auditor shall prepare a written report regarding the financial statements of the Regulator for the previous fiscal year. In each such report, the auditor shall state whether, in their opinion, the financial statements present fairly the financial position of the Regulator and the results of its operations for the previous fiscal year. The Board shall review and confirm acceptance of the auditor's report within sixty days of receiving the report.

7.4 The Board shall provide an annual report to the Minister in accordance with the requirements of the Act and the Regulations.

7.5 The signing officers of the Board shall be the Executive Director, Secretary, Treasurer (or Secretary/Treasurer) Chair, and Registrar. The proper institutions shall be notified of the names and given samples of the signatures of the signing officers when a change in name occurs. All banking documents or transactions, including electronic transfer of funds, shall require the signature and/or authorization of a minimum of two signing officers of the Board.

7.6 In addition to the Executive Committee members, the Board may appoint or hire such other officers, agents or employees at such salary or other remuneration, and for such term of office, as the Board considers necessary to assist it in carrying out its duties pursuant to the Act, the Regulations and these Bylaws.

8. INITIAL BOARD

8.1 The Initial Board shall consist of:

- i. the Legacy Board;
- ii. the Regulatory Transition Team;

and shall include at least two public representatives.

8.2 The term of the Initial Board shall be twelve (12) months, or such earlier time as may be determined by the Initial Board.

8.3 The members of the Initial Board shall be exempt from the requirements of Section 8(2) of the Act, pursuant to the Regulator-Specific Regulations.

8.4 A Registrant's term on the Initial Board does not count towards any term limit for Board members appointed to Subsequent Boards after the expiry of the term of the Initial Board.

8.5 Each member of the Initial Board shall assume the same position that they held on the Legacy Board.

8.6 The quorum for the Initial Board is a majority of its members, which must include at least one public representative.

8.7 Where a vacancy occurs due to the resignation, removal or otherwise of a Registrant member of the Initial Board, prior to the expiration of the term of the Initial Board, that vacancy may, but is not required to, be filled with a Registrant in good standing appointed by the Initial Board.

8.8 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. The time served prior to the expiration of the Initial Board is not considered part of the Chair's term.

8.9 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, in such manner as determined by the Initial Board. The time served prior to the expiration of the Initial Board is not considered part of the Vice-Chair's term.

8.10 Where a vacancy occurs due to the resignation, removal or otherwise of the Treasurer of the Initial Board, that vacancy may be filled by the Initial Board with a member from amongst their number, in such manner as determined by the Initial Board. The time served prior to the expiration of the Initial Board is not considered part of the Treasurer's term.

8.11 A Registrant appointed by the Initial Board to fill a vacant position of a Registrant member on the Initial Board pursuant to Article 8.7 shall serve for the duration of the Initial Board's term. A Registrant's replacement term on the Initial Board does not count towards any term limit for Board members appointed after the expiry of the term of the Initial Board.

8.12 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.

9. SUBSEQUENT BOARDS

9.1 The composition of the Subsequent Board shall be appointed in accordance with the process set out in Article 18.

9.2 There shall be a minimum of one Registrant Board Member of each of the regulated professions appointed to the Subsequent Board.

9.3 The officers of a Subsequent Board shall be appointed in accordance with the process set out in Article 24.

9.4 A Subsequent Board may approve revisions to the Board Composition Matrix from time to time on an as needed basis.

10. TERMS OF OFFICE FOR REGISTRANT BOARD MEMBERS ON A SUBSEQUENT BOARD

10.1 The term of office of a Registrant Board Member on a Subsequent Board is three (3) years.

10.2 Subject to Article 15.3, a Registrant Board Member is eligible to be appointed to a Subsequent Board as a Registrant Board Member for two consecutive terms.

10.3 Subject to Article 10.7, a Registrant Board Member who has served two consecutive terms on a Subsequent Board is not eligible for appointment for an additional term as a Registrant Board Member unless one year has passed since last serving on the Board.

10.4 Incumbent Registrant Board Members who are eligible and seek appointment for an additional term will be subject to the same requirements and process as new candidates as set out in Article 19.

10.5 Notwithstanding Article 10.1, for the purpose of establishing a stagger in the terms of office for the Registrant Board Members appointed after the expiry of the term of the Initial Board, the Initial Board may establish a process to designate that, for one or more specified Registrant Board Member on the first Subsequent Board, their term of office is one (1) year, two (2) years, or three (3) years.

10.6 The designation by the Initial Board of a term of office for a Registrant Board Member under Article 10.5 is only effective if made:

- i. by a resolution of the Initial Board; and
- ii. before the Initial Board appoints the Registrant Board Member.

11. TERMS OF OFFICE FOR OFFICERS ON A SUBSEQUENT BOARD

11.1 Subject to Articles 12.3 and 13.3, the term of office for the positions of Chair, Vice-Chair, and Secretary/Treasurer on a Subsequent Board is one year.

11.2 A person is eligible to serve a maximum of two consecutive terms as Chair and shall thereafter assume the role of Immediate Past Chair.

11.3 A person is eligible to serve a maximum of two consecutive terms as Vice-Chair.

11.4 A person is eligible to serve a maximum of two consecutive terms as Secretary/Treasurer.

11.5 The Vice-Chair is eligible for appointment to the position of Chair, subject to the decision of the Board.

11.6 The Immediate Past Chair is eligible to serve on the Board for one year following the expiration of their position as Chair. The Immediate Past Chair shall not be entitled to vote on any matter.

11.7 Terms of office for Vice-Chair and Chair are not independent of the terms of a Registrant Board Member.

12. VACANCY OF CHAIR ON A SUBSEQUENT BOARD

12.1 If the term of the Chair on a Subsequent Board is not completed, the Board shall appoint a replacement Chair, who may be the Vice-Chair.

12.2 The replacement Chair will serve for the balance of the term of the outgoing Chair.

12.3 Notwithstanding Article 11.1, the Board may determine that the replacement Chair may serve an additional year as Chair in addition to the unexpired term of the outgoing Chair.

12.4 Where a person is appointed to fill a vacancy under Article 12.1, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Article 11.2.

12.5 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 replacement Chair.

13. VACANCY OF VICE-CHAIR ON A SUBSEQUENT BOARD

13.1 If the term of the Vice-Chair on a Subsequent Board is not completed, the Board shall appoint a replacement Vice-Chair from among the serving Board members.

13.2 Subject to Article 12.5, the replacement Vice-Chair shall serve for the balance of the unexpired term of the outgoing Vice-Chair.

13.3 Notwithstanding Article 11.1, the Board may determine that the replacement Vice-Chair may serve an additional year as Vice-Chair in addition to the unexpired term of the outgoing Vice-Chair.

13.4 Where a person is appointed to fill a vacancy under Article 13.1, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Article 11.3.

14. VACANCY OF SECRETARY/TREASURER ON A SUBSEQUENT BOARD

14.1 If the term of the Secretary/Treasurer on a Subsequent Board is not completed, the Board shall appoint a replacement Secretary/Treasurer from among the serving Board members.

14.2 The replacement Secretary/Treasurer shall serve for the balance of the unexpired term of the outgoing Secretary/Treasurer.

14.3 Notwithstanding Article 11.1, the Board may determine that the replacement Secretary/Treasurer may serve an additional year as Secretary/Treasurer in addition to the unexpired term of the outgoing Secretary/Treasurer.

14.4 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 Article 11.4.

15. VACANCY OF REGISTRANT BOARD MEMBER ON A SUBSEQUENT BOARD

15.1 A Registrant Board Member on a Subsequent Board shall be considered to have vacated that position in any of the following circumstances:

- i. the member resigns from office and provides notice of such resignation in writing to the Board;
- ii. the Board removes the member in accordance with Article 17;
- iii. the member ceases to be in good standing;
- iv. the member dies;
- v. the member becomes an employee of the Regulator; or
- vi. subject to the Act and the Regulations, the member becomes an employee, board officer, board member or committee chair at, or holds any position of responsibility with, a professional association.

15.2 If a Registrant Board Member position on a Subsequent Board has been vacated, 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, to hold office for the unexpired portion of the term.

15.3 Where a Registrant is appointed to fill a vacancy under Article 15.2, the unexpired term served to fill the vacancy does not count towards the term limit pursuant to Article 10.2.

15.4 When filling a vacancy under Article 15.2, the Board may seek the assistance of the Nomination and Appointment Committee.

16. BOARD MEETINGS

16.1 The Chair of the Board shall call general meetings of the Board, with no less than four (4) general meetings in a fiscal year.

16.2 The Registrar shall ensure notice of the 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.

16.3 A quorum of all meetings of the Board, including special meetings, is a majority of the voting Board Members, one of whom is a public representative.

16.4 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.

16.5 At least three (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.

16.6 Board meetings may be conducted by such electronic means as determined by the Board.

16.7 Notice of and voting at Board meetings may take place by such electronic means as determined by the Board.

16.8 Accidental omission to deliver notice of a Board meeting does not invalidate proceedings at the meeting.

16.9 Notice requirements for Board meetings may be waived by unanimous vote of those participating in the meeting.

16.10 Board meetings will be conducted in accordance with these bylaws and any Meeting Rules approved by the Board.

16.11 Where not inconsistent with the bylaws or Meeting Rules, the Chair may make procedural rulings or determinations on any matter relevant to the meeting.

17. REMOVAL OF MEMBERS OF BOARD AND OFFICERS

17.1 Notwithstanding any other provisions of the bylaws, but subject to the Act and the Regulations, 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 Board Member 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.

17.2 Where permitted pursuant to the Act and Regulations, 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.

17.3 Examples where the Board may believe it consistent with the objects of the Regulator to remove an officer or Board Member (in the case of both Registrant Board Members and, where permitted, a public representative) include, but are not limited to:

- i. failing to attend fifty percent of scheduled Board meetings in a year or failing to attend three (3) consecutive Board meetings, without sufficient cause accepted by the Board; or
- ii. acting contrary to the Board Code of Conduct policy.

17.4 A decision of the Board under this Article is final.

18. COMPOSITION OF SUBSEQUENT BOARDS

18.1 Each Subsequent Board following the expiry of the term of the Initial Board shall consist of nine (9) persons, including:

- i. five (5) Registrant members consisting of at least one (1) Registrant of each regulated profession; and
- ii. four (4) public representatives.

18.2 The officers of each Subsequent Board are the Chair, the Vice-Chair and the Secretary/Treasurer.

19. NOMINATION AND APPOINTMENT COMMITTEE

19.1 The Board shall establish a Nomination and Appointment Committee comprised of the following:

- i. one (1) member of the then current Executive Committee who is not seeking re-election or re-appointment;
- ii. one (1) Registrant in good standing from each regulated profession serving on the then current Board or who has served on a previous Board who is not seeking re-election or re-appointment;
- iii. at least one (1) public representative serving on the then current Board, provided that if there are insufficient public members serving on the then current Board, individuals who are not affiliated with the Regulator and who have sufficient knowledge and experience in the regulation of professions may be appointed; and

- iv. in the event that one or more of the roles described in Article 19.1 (i) – (iii) cannot be filled by an individual as described therein, the Board shall appoint individuals deemed appropriate by the Board to fill the vacant role(s).

19.2 The members of the Nomination and Appointment Committee shall hold office for such term as set by the Board who appoints them, which shall not be longer than three (3) years. A member of the Nomination and Appointment Committee may be reappointed by the Board, provided that their cumulative consecutive service does not exceed six years.

19.3 The Board shall appoint one (1) of the members of the Nomination and Appointment Committee as chair of the Nomination and Appointment Committee.

19.4 The Board shall approve the terms of reference of the Nomination and Appointment Committee (“**Terms of Reference**”).

19.5 The Nomination and Appointment Committee shall act in accordance with these bylaws and its Terms of Reference.

19.6 With respect to the appointment of Registrant Board Members to a Subsequent Board, the Nomination and Appointment Committee shall perform the following functions, in accordance with the process and timelines approved by the Board that are not in conflict with these bylaws:

- i. compare the composition of the Board with the Board Composition Matrix and identify the competencies, qualities, diversity, and other criteria needed to fill identified vacancies;
- ii. seek candidates to fill current and/or anticipated Registrant vacancies on the Board;
- iii. assess the degree to which candidates fill the desired competencies, qualities, and other criteria identified by the Nomination and Appointment Committee to align with the Board Composition Matrix;
- iv. advance all candidates to the Board where the Nomination and Appointment Committee is satisfied that a Registrant is in good standing;
- v. make recommendations to the Board regarding candidates who in its opinion best meet the desired competencies, qualities and criteria identified by the Nomination and Appointment Committee to align with the Board Composition Matrix; and

- vi. perform such other functions related to the appointment of Registrant Board Members as identified by the Board and the Terms of Reference.

19.7 In order for a candidate to be considered by the Nomination and Appointment Committee, the candidate must submit an application form approved by the Nomination and Appointment Committee signifying how the Registrant meets the requirements for serving on the Board and a willingness to serve as a Registrant Board Member and to abide by the Act, Regulations, by-laws and policies of the Regulator.

19.8 A Registrant is eligible to be appointed to the Board if the Registrant:

- i. is in Good Standing;
- ii. has not had any conditions or suspensions imposed upon them for at least 2 years;
- iii. not a member of the board of the Nova Scotia Association of Naturopathic Doctors or another naturopathic advocacy body;
- iv. not a member of the board of the Nova Scotia Association of Chiropractors/Chiropractors Nova Scotia or another chiropractic advocacy body; and
- v. if a previous member of the Board who reached a Board term limit, at least twelve (12) months has passed since serving on the Board.

19.9 The application form must be submitted within such timelines as approved by the Nomination and Appointment Committee.

19.10 If the Nomination and Appointment Committee determines a candidate is not eligible for nomination as a Registrant Board Member, the Nomination and Appointment Committee shall not advance the candidate's name to the Board.

19.11 A decision of the Nomination and Appointment Committee is final.

19.12 Upon receipt from the Nomination and Appointment Committee of the names of candidates pursuant to Article 19.6, the Board must consider the names of the candidates in relation to the Board Competency Matrix and determine which candidates shall be appointed as Registrant Board Members to fill the number of anticipated vacancies on the Board.

19.13 The Registrant Board Members appointed under Article 19.12 shall be selected by a minimum two-thirds majority vote of the quorum participating at the Board meeting called for such purposes.

19.14 Public representatives on each Subsequent Board shall be appointed in accordance with the Act and, if applicable, the Regulations.

20. APPOINTMENT OF PUBLIC REPRESENTATIVE COMMITTEE MEMBERS

20.1 Where appointment of public representatives to a Committee of the Regulator, the Nomination and Appointment Committee shall:

- i. seek members of the public to fill current and/or anticipated public representative vacancies on a Committee of the Regulator or the Board;
- ii. publicly advertise to invite expressions of interest in serving as a public representative on a Committee of the Regulator or the Board for at least 30 days, except when the Board seeks to appoint a public representative from a pool established under Section 25 of the Act;
- iii. advance all expressions of interest to the Board; and
- iv. perform such other functions related to the appointment of public representative Committee members as identified by the Board.

20.2 Except when the Board seeks to appoint a public representative from a pool established under Section 25 of the Act, in order for a member of the public to be considered by the Nomination and Appointments Committee, the member of the public must submit a form approved by the Nomination and Appointments Committee signifying a willingness to serve as a Nomination and Committee member and to abide by the Act, regulations, by-laws and policies of the Regulator.

20.3 The form must be submitted within such timelines as prescribed by the Nomination and Appointments Committee.

20.4 Upon receipt from the Nomination and Appointments Committee of the expressions of interest pursuant to Article 20.1, the Board must consider the names and determine which members of the public shall be appointed to fill the number of anticipated public representative vacancies on a Committee of the Regulator.

20.5 A decision of the Board is final.

21. CHAIR

21.1 The Chair shall:

- i. unless otherwise delegated, preside at all meetings of the Board;
- ii. act as the official spokesperson for the Board, unless this function is otherwise delegated;

- iii. perform all acts related to the office; and
- iv. perform such other functions as directed by the Board.

22. VICE-CHAIR

22.1 The Vice-Chair shall:

- i. perform all duties of the Chair in the absence of the Chair;
- ii. perform all acts related to the office; and
- iii. perform other duties as delegated by the Chair.

23. SECRETARY/TREASURER

23.1 The Secretary/Treasurer shall:

- i. perform all acts related to the office; and
- ii. perform other functions as may be directed by the Board.

24. APPOINTMENT OF OFFICERS

24.1 The Chair, Vice-Chair, and Secretary/Treasurer shall be appointed by the Board members serving on the Board.

24.2 The Executive Committee comprises the Chair, Vice-Chair, and the Secretary/Treasurer.

24.3 The Chair, Vice-Chair and Secretary/Treasurer shall be appointed in the following manner:

- i. prior to the completion of the term of the incumbent Chair, Vice-Chair and Secretary/Treasurer, at such time as directed by the Board, the Nomination and Appointment Committee appointed in accordance with Articles 19.1 and 19.2 must request and encourage expressions of interest from Board members and potential Board appointees seeking to serve as the next Chair, Vice-Chair or Secretary/Treasurer ;
- ii. the Nomination and Appointment Committee shall
 - a. vet the candidates using such processes as the Nomination and Appointment Committee considers appropriate;
 - b. prepare a recommended slate for Chair, Vice-Chair and Secretary/Treasurer to the Board for approval;

- iii. if the Board approves the recommended slate, Chair, Vice-Chair and Secretary/Treasurer are deemed elected, effective immediately following the Board meeting at which the appointments are approved.
- iv. if the Board does not approve the recommended slate, the Nomination and Appointment Committee must consult with all Board members individually prior to advancing the next slate for the Board's vote, and such process shall continue until a new Chair, Vice-Chair and Secretary/Treasurer are elected;
- v. if there are no members of the Board willing to serve as Chair, Vice-Chair or Secretary/Treasurer, the Board must appoint individuals to fill these positions in such manner as the Board determines.

24.4 For clarity, notwithstanding any other provision of these bylaws, the Board may extend the term of a serving Chair, Vice-Chair or Secretary/Treasurer if no other Board member is willing to serve in these roles, for such time and on such conditions as the Board may determine.

24.5 The Board may make appointment rules and set such deadlines as it deems appropriate, as long as such rules are not inconsistent with these bylaws.

24.6 Notwithstanding any other provisions to these bylaws, an appointed Board member continues to hold office until such time as they are reappointed, or until their successors are appointed, even if such appointment or re-appointment does not occur until after their specified term of office has expired.

24.7 A decision of the Board is final.

25. EXECUTIVE COMMITTEE

25.1 The Executive Committee may exercise all of the powers, and shall perform all the duties, of the Board with respect to any matters that the Board may delegate to it or that, in the opinion of the Executive Committee, require immediate attention.

26. APPOINTMENT OF REGISTRANT COMMITTEE MEMBERS

26.1 With respect to the appointment of Registrants to committees of the Regulator, the Nomination and Appointment Committee shall:

- i. seek candidates to fill current and/or anticipated Registrant vacancies on a committee of the Regulator;
- ii. advance all candidates to the Board where the Nomination and Appointment Committee is satisfied that a Registrant is eligible in accordance with Article 19.8; and

- iii. perform such other functions related to the appointment of Registrants to Committees of the Regulator as identified by the Board.

26.2 In order for a Registrant to be considered by the Nomination and Appointment Committee, the Registrant must submit a form approved by the Nomination and Appointment Committee signifying how the Registrant meets the requirements for serving on the committee and a willingness to serve as a committee member and to abide by the Act, Regulations, bylaws and policies of the Regulator.

26.3 The form must be submitted within such timelines as approved by the Nomination and Appointment Committee.

26.4 If the Nomination and Appointment Committee determines a Registrant is not eligible for nomination as a committee member, the Nomination and Appointment Candidate shall not advance the Registrant's name to the Board.

26.5 A decision of the Nomination and Appointment Committee is final.

26.6 Upon receipt from the Nomination and Appointment Committee of the names of Registrants pursuant to Article 26.1, the Board must consider the names of the Registrants and determine which Registrants shall be appointed to fill the number of anticipated Registrant vacancies on a Committee of the Regulator.

26.7 A decision of the Board is final.

27. FEES

27.1 The Board shall annually set the fees payable by Registrants and applicants and the due dates by which such fees must be paid.

28. COMMITTEES OF THE BOARD

28.1 The Board may appoint any committees as the Board may consider necessary or advisable and may, by resolution and without the requirement of further bylaws, designate such further Committees and the powers and duties of any Committee.

28.2 Any committee formed by the Board shall, in the exercise of the powers so delegated, conform with any requirements that may be imposed by the Board.

29. CODE OF ETHICS

29.1 The Code of the Ethics approved by the Board of the Nova Scotia College of Chiropractors prior to the establishment of the Regulator under the Act shall remain in full force and effect and apply to all Registrants until such time as it is amended or restated.

29.2 The Board may amend or restate the Code of Ethics at any time when it determines that such changes are necessary, provided that the amendment or restatement is approved by a majority vote of the Board.

30. DESIGNATIONS AND LICENSING CATEGORIES

30.1 The licence categories for Registrants in the practice of chiropractic and naturopathy are set out in the Regulator-Specific Regulations;

30.2 Pursuant to Section 11(c) of the Regulator-Specific Regulations, the following additional categories of practising licences for chiropractic are established:

- i. Chiropractor Direct Patient Care Practising Licence
- ii. Chiropractor Indirect Patient Care Practising Licence

30.3 Pursuant to Section 11(c) of the Regulator-Specific Regulations, the following additional categories of conditional licences for chiropractic are established:

- i. Provisional Chiropractic Licence

30.4 Pursuant to Section 11(c) of the Regulator-Specific Regulations, the following additional categories of practising licences for naturopathy are established:

- i. Naturopath Direct Patient Care Practising Licence
- ii. Naturopath Indirect Patient Care Practising Licence

30.5 Pursuant to Section 11(c) of the Regulator-Specific Regulations, the following additional categories of conditional licences for naturopathy are established:

- i. Provisional Naturopathic Licence

30.6 The Board may, in its discretion, approve competency frameworks, standards of practice, and practice guidelines necessary to establish:

- i. requirements of a continuing competence program for a specific licensing category;
- ii. currency of practice requirements for a specific licensing category;
- iii. any assessments or education required by the Board for a specific licensing category;
- iv. the title protection authorized for each licensing category established in these bylaws;
- v. any other requirements necessary for approval under a specific licensing category in addition to those provided by the Act and the Regulations.

30.7 The Registrar shall keep separate registers and records for each licence category and designation defined in the Regulator-Specific Regulations and these bylaws.

31. TRANSITION OF FORMER LICENSING CATEGORIES

31.1 Every person who holds a non-practising licence issued under the Former Chiropractic Act on the date the Regulator is established is deemed to hold a non-practising licence under the Act with the same privileges, and subject to the same conditions or restrictions, under the licence issued under the Former Chiropractic Act.

31.2 Each non-practising licence under the Act expires at the conclusion of the Regulator's first renewal period.

32. SCOPE OF PRACTICE

32.1 The competency frameworks, standards of practice, and practice guidelines approved by the Legacy Board for the practice of chiropractic immediately prior to the establishment of the Regulator are deemed to remain in force as Board approved documents. Each of these instruments remain in effect until withdrawn by the Board and replaced with a newly approved scope of practice document.

32.2 The competency frameworks, standards of practice, and practice guidelines approved by the Regulatory Transition Team for the practice of naturopathy immediately prior to the establishment of the Regulator are deemed to remain in force as Board approved documents. These instruments remain in effect until withdrawn by the Board and replaced with a newly approved scope of practice document.

32.3 The Board may amend or restate any competency frameworks, standards of practice, or practice guidelines document for either of the professions at any time when it determines that such changes are necessary, provided that the amendment or restatement is approved by a majority vote of the Board.

33. BOARD DETERMINATION AND APPROVAL OF RESERVED PRACTICE AREAS

33.1 The Board may identify any professional activity, procedure or service within the scope of the practice of chiropractic or naturopathy as reserved practice area which is a restricted practice and requires additional education, training and competency determination to be carried out by a Registrant.

33.2 Where the Board identifies a need to designate an activity or service as a reserved practice area, the Board shall determine if additional practice standards are required to establish expectations for Registrants in the performance of such restricted practice.

33.3 Where the Board determines that additional practice standards are required under Article 33.2, the Board shall develop and approve such practice standards.

33.4 Where the reserved practice area has been identified by the Board under Article 33.1, the Board shall develop and approve the additional requirements beyond entry to practice competencies that must be completed by a Registrant before such Registrant is allowed to engage in the reserved practice.

34. APPLICATION FOR RESERVED PRACTICE PERMIT

34.1 A Registrant must obtain the approval of the Registrar prior to engaging in a Reserved Practice.

34.2 Reserved Practice Permits must be applied for and renewed annually in accordance with any requirements set out by the Board.

34.3 The Registrar shall establish the procedures for applying for a Reserved Practice Permit or renewal of a permit to engage in an additional practice.

34.4 On review of an application for a Reserved Practice Permit, the Registrar may:

- i. approve the application;
- ii. deny the application; or
- iii. approve the application with conditions or restrictions specific to the Registrant.

34.5 If the Registrar denies an application from a Registrant to engage in a reserved practice area, 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.

34.6 The procedure for a review of a decision with respect to a permit under this Section shall follow the procedure set out in Sections 50-58 of the Act as nearly as possible with necessary adaptations.

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

35. NATUROPATHY RESERVED PRACTICE AREAS

35.1 A naturopathic Registrant may only engage in the following activity, procedure or service with the approval of the Registrar:

- i. prescribing a scheduled drug listed in a schedule to these bylaws as may be approved by the Board;
- ii. compounding and administering any of the following as part of as in-office naturopathy procedures;
 - (i) drugs,

- (ii) autologous blood products,
- iii. administering vaccinations
- iv. performing spinal manipulations;
- v. administering advanced injections or IV therapies;
- vi. conducting minor procedures;
- vii. administering ozone and oxidative therapies.
- viii. any additional reserved practice areas as determined by the Board.

36. LICENSING EXAMINATIONS

36.1 The examinations required for licensing as a registered chiropractor are:

- i. the entry to practice examination(s) for chiropractors approved by the Board; and
- ii. the jurisprudence and ethics examination approved by the Board, and
- iii. any other competency examination(s) as required by the Board.

36.2 The examinations required for licensing as a registered naturopathic doctor are:

- i. the entry to practice examination(s) for naturopathic doctors approved by the Board; and
- ii. the jurisprudence and ethics examination approved by the Board, and
- iii. any other competency examination(s) as required by the Board.

37. TRANSCRIPTS

37.1 A Registrant who requests that a transcript be made of a regulatory process is responsible for paying the full cost of the transcript.

38. FINES AND PENALTIES

38.1 The amount of the fine that may be imposed by the Registrar for the reinstatement of a suspended licence in accordance with Section of 154 of the Act shall be up to double the annual licensing fee.

38.2 The amount of the fine that may be imposed by the Registrar under section 155 of the Act for a Registrant who has practiced without a licence shall be up to double the annual licensing fee for each month, or a portion thereof, the Registrant practiced without a licence; provided that such fines may not exceed the maximum amount limitation imposed by the Act and Regulations.

39. CONTINUING COMPETENCE PROGRAM

39.1 The Board shall develop and approve a continuing competence program for Registrants.

39.2 The Board shall develop and approve reporting requirements for Registrants respecting the continuing competence program.

39.3 A Registrant must retain documentation and records related to continuing competence program activities for a minimum of five (5) years following the submission deadline, where applicable.

39.4 For the purpose of verifying a Registrant's compliance with the continuing competence program, the Regulator may at any time conduct an audit of the documentation and records kept under Article 39.3.

40. PRACTICE HOURS

40.1 A Registrant must keep a record of the hours that the Registrant worked.

40.2 The Regulator may at any time conduct an audit of records kept under Article 40.1.

41. CURRENCY OF PRACTICE REQUIREMENTS

41.1 An applicant for a licence or a renewal of a licence must provide satisfactory proof to the registration and licensing decision maker that the applicant meets one or more of the following currency of practice requirements:

- i. current licensure in an equivalent category of licence in another Canadian jurisdiction; OR
- ii. graduated from an approved education program or accepted equivalent program for registered chiropractors or naturopathic doctors in the past three (3) years prior to applying to the Regulator; and successfully passed an accepted entry to practice examination for registered chiropractors or naturopathic doctors approved by the Board in the past three (3) years prior to applying to the Regulator; OR
- iii. an approved education program or accepted equivalent program for registered chiropractors or naturopathic doctors; and successfully passed an accepted entry to practice examination for registered chiropractors or naturopathic doctors approved by the Board and engaged in practice for a minimum of 1000 hours in a regulated jurisdiction in the past two (2) years prior to applying to the Regulator; OR
- iv. an approved education program or accepted equivalent program for registered chiropractors or naturopathic doctors and successfully completed a Board

approved re-entry program or competence assessment and/or bridging education in the past [18 months] prior to applying to the Regulator.

42. LICENSING AND RENEWAL CRITERIA

42.1 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.

43. POWERS OF INSPECTION

43.1 The Registrar may appoint an inspector or act as an inspector to carry out an inspection related to the practice of naturopathy in reserved practice areas as authorized by the Regulator-Specific Regulations.

44. PROFESSIONAL CORPORATIONS

44.1 A Professional Corporation may engage in the practice of chiropractic upon being issued a Corporation Permit pursuant to these bylaws and chiropractors may be employed by a Professional Corporation for the purpose of engaging in the practice of chiropractic.

44.2 A Professional Corporation may engage in the practice of naturopathy upon being issued a Corporation Permit pursuant to these bylaws and Registrant naturopaths may be employed by a Professional Corporation for the purpose of engaging in the practice of naturopathy.

44.3 An application for a Corporation Permit shall be made to the Registrar.

44.4 The Registrar may issue a Corporation Permit to a Professional Corporation that:

- i. files an application on the form prescribed by the Regulator;
- ii. pays the fee prescribed by the Regulator;
- iii. provides the Registrar with a certificate of incorporation of the company pursuant to the *Companies Act*, R.S.N.S. 1989, c. 81 and satisfies the Registrar that the company is in good standing pursuant to both the *Companies Act* and the *Corporations Registration Act*, R.S.N.S. 1989, c. 101;
- iv. satisfies the Registrar that the name of the corporation is not objectionable and is a fit and proper name for a Professional Corporation engaged in the practice of chiropractic or naturopathy and does not violate any practice standards or the *Code of Ethics* as approved by the Board, or policies established by the Regulator;

- v. satisfies the Registrar that:
 - (i) A majority of the issued shares of the corporation shall be legally and beneficially owned by one or more Registrants;
 - (ii) A majority of the issued voting shares of the corporation are legally and beneficially owned by one or more Registrants licensed in Nova Scotia;
- vi. satisfies the Registrar that the majority of the directors and officers of the corporation are Registrants licensed in Nova Scotia;
- vii. satisfies the Registrar that the president of the corporation is a Registrant licensed in Nova Scotia;
- viii. satisfies the Registrar that the Professional Corporation holds such liability insurance as may be prescribed by the Regulator;
- ix. satisfies the Registrar that the persons who will carry on the practice of chiropractic or naturopathy for or on behalf of the Professional Corporation are currently licensed Registrants; and
- x. satisfies the Registrar that the Professional Corporation is in compliance with the Act and the Regulations.

44.5 Subject to subsection 44.4(v)(i) and 44.4(v)(ii), the spouse or child of a Registrant or any other person may own, beneficially or legally, shares of a Professional Corporation;

44.6 Notwithstanding subsection 44.4(v)(ii), a person resident in Canada may hold legal title to issued shares of a Professional Corporation solely as trustee for the exclusive benefit of a Registrant, or the spouse or child of a Registrant, or a group of such individuals so long as no one other than a Registrant, or the spouse or child of a Registrant, acts as such a trustee without the written consent of the Registrar.

45. TERM OF CORPORATION PERMIT

45.1 A Corporation Permit issued pursuant to subsection 44.3 or any renewal of a Corporation Permit expires on December 31st of the year for which it was issued or renewed.

46. RENEWAL OF CORPORATION PERMIT

46.1 The Registrar may renew a permit upon such application and payment of such fee as may be required by the Regulations where the Registrar determines that the requirements applicable to a Professional Corporation hereunder are satisfied by the Professional Corporation.

46.2 A Corporation Permit issued or renewed hereunder, may be suspended or revoked at any time by the Registrar without notice where the Registrar believes it has failed to satisfy any of the prescribed requirements, including but not limited to failure to pay a fee or assessment, file a document, or do any other act by a specified or ascertainable date.

46.3 The Board may, in its discretion, review a decision of the Registrar to suspend or revoke a permit.

47. DISPLAY OF PERMIT

47.1 A Professional Corporation shall at all times display the current permit issued to it in a conspicuous place at its premises.

48. PROPOSED CHANGE OF NAME

48.1 Where a Professional Corporation holding a corporation 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 chiropractic or naturopathy.

49. CHANGES TO MEMORANDUM OF ASSOCIATION

49.1 The Memorandum of Association of the Professional Corporation shall not be changed without the written consent of the Registrar.

50. RESTRICTIONS & REVOCATION OF CORPORATION PERMIT

50.1 For the purpose of the Act, the practice of chiropractic or naturopathy shall not be carried on by or be deemed to be carried on by clerks, secretaries and other persons employed by the Professional Corporation to perform services that are not usually and ordinarily considered by law, custom and practice to be services that may be performed only by a chiropractor or naturopathic doctor.

50.2 Where a Professional Corporation practices chiropractic or naturopathy only through the services of one Registrant and that Registrant dies, retires, becomes incompetent or is no longer licensed pursuant to the Act, or is suspended under the Act, the permit of such Professional Corporation is deemed to be revoked, and such Professional Corporation shall cease to practise chiropractic or naturopathy.

50.3 Where a Professional Corporation practises through the services of more than one Registrant and such Professional Corporation ceases to fulfil any requirement prescribed in Article 44.4 of these bylaws by reason of:

- i. the death of a Registrant;

- ii. the incompetency of a Registrant;
- iii. the revocation of the licence of a Registrant pursuant to the Act;
- iv. the suspension of the licence of a Registrant pursuant to the Act; or
- v. the retirement from practice by a Registrant,

such Professional Corporation shall forthwith notify the Registrar and shall fulfil the requirements in question within 120 days from the date of death, incompetency, revocation, retirement or other removal or the suspension of the Registrant, as the case may be, failing which the permit is deemed to be revoked and such Professional Corporation shall cease to practise chiropractic or naturopathy effective upon the expiration of the 120 day period.

50.4 Where the permit of a Professional Corporation is deemed to be revoked under these bylaws and thereafter the Professional Corporation is able to demonstrate that it is in compliance with Article 44.4, 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.

51. CHANGE IN PROFESSIONAL CORPORATION

51.1 Where the shares of a Professional Corporation 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 fifteen calendar days, notify the Registrar of such change.

52. CONFLICT OF INTEREST

52.1 No Registrant 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 chiropractic or naturopathy or that creates a conflict of interest for the Professional Corporation or its employees.

53. RIGHTS AND OBLIGATIONS UNDER PROFESSIONAL CORPORATION

53.1 The relationship of a Registrant to a Professional Corporation whether as a shareholder, director, officer or employee, does not affect, modify or diminish the application of the Act and the Regulations to the Registrant.

53.2 All persons who carry on the practice of chiropractic or naturopathy by, through or on behalf of a Professional Corporation are liable in respect of acts or omissions done or omitted to be done by them in the course of the practice to the same extent and in the same manner as if such practice were carried on by them as an individual or a

partnership, as the case may be, carrying on the practice of chiropractic or naturopathy/naturopathic medicine.

53.3 No owner of voting shares of a Professional Corporation shall pledge, hypothecate, enter into a voting trust, proxy or any other type of agreement vesting in any other person who is not a Registrant the authority to exercise the voting rights attached to any or all of the owner's shares.

53.4 The relationship between a Professional Corporation and a patient of the Professional Corporation is subject to all applicable laws relating to the confidential and ethical relationships between a Registrant and a patient.

53.5 All rights and obligations pertaining to communications made to or information received by a Registrant apply to the shareholders, directors, officers and employees of a Professional Corporation.

54. CORPORATE RECORDS

54.1 Every Professional Corporation shall:

- i. maintain current financial records in accordance with generally accepted accounting principles;
- ii. cause financial statements to be prepared at the end of each fiscal year; and maintain current patient records; and
- iii. maintain, in accordance with generally accepted business standards, records with respect to its employees.

54.2 Upon seven 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.

55. COMPOUNDING, DISPENSING, AND SALE OF DRUGS

55.1 All naturopathic Registrants shall comply with any competency frameworks, standards of practice, and practice guidelines regarding the compounding, dispensing, and sale of drugs as approved by the Board.

56. SALE OF APPLIANCES

56.1 All chiropractic Registrants shall comply with any competency frameworks, standards of practice, and practice guidelines regarding the sale of appliances as approved by the Board.

57. AMENDMENTS TO BY-LAWS

57.1 The Board may propose amendments to these bylaws in accordance with the Act as the Board considers necessary or advisable.