

*Ontario Association of  
Veterinary Technicians*

**Policies  
of the  
Board of Directors**

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## Ontario Association of Veterinary Technicians

### **Mission and Vision Statement**

**Mission:** Define a legislated scope of practice for RVTs as regulated professionals and respected animal healthcare providers to promote team excellence.

**Vision:** Enhance the Health and Welfare of Animals.

### **1.0 Ends**

#### 1.1 Outcomes

1. Obtain Official Recognition of Registered Veterinary Technicians (RVTs) within Ontario Legislation and Regulations
2. Promote Recognition of RVTs as an Integral Part of the Professional Veterinary Care Team Amongst the Veterinary Communities
3. Enhance the Health and Welfare of Animals by Strengthening the Regulations of Our Profession
4. Support our Members and Represent Our Profession Through a Strong and United Association

#### 1.2 Priorities

- 1. Obtain Official Recognition of Registered Veterinary Technicians (RVTs) within Ontario Legislation and Regulations**
  - a. Lobby interest groups
    - i. Develop working relationships with stakeholders that have interests relating to RVTs
    - ii. Understand and utilize the needs of the stakeholders to refine our own positioning on official recognition
    - iii. Lobby MPPs to support Legislative change
  - b. Utilize grassroots engagement
    - i. Provide messaging and support to members for outreach to public figures
    - ii. Utilize our members as ambassadors for the Association
  - c. Mobilize public support
    - i. Maintain a progressive public awareness campaign
  - d. Collect supportive information regarding the importance/recognition of RVTs in the profession
    - i. Implement a joint survey between the various veterinary associations and the OAVT to understand the prevalence of non-registered veterinary technicians in the profession
    - ii. Collect statistics on the number of new graduates that become RVTs

**2. Promote Recognition of RVTs as an Integral Part of the Professional Veterinary Care Team Amongst the Public and Veterinary Communities.**

- a. Conduct a census of Veterinarians in Ontario regarding their perceptions, support and utilization of the RVT profession
- b. Maintain and develop relations with stakeholder groups
  - i. Network with stakeholder groups
  - ii. Executive Director to provide relationship-building coaching to officers
- c. Enhance effective external communication
- d. Increase visibility of RVTs in various professional settings
- e. Increase student awareness of the OAVT
  - i. Continue with annual college visits to speak with students and teachers
  - ii. Continue to provide conference opportunities to students

**3. Enhance the Health and Welfare of Animals by Strengthening the Regulations of Our Profession**

- a. Update, refine, and clarify by-laws
- b. Position and prepare committees for success
  - i. Provide orientation and materials
- c. Protect and enforce standards of practice and conduct
- d. Position the OAVT and RVTs amongst external stakeholders/government and their committees to ensure RVTs are incorporated into their efforts, recommendations and policy development.

**4. Support our Members and Represent Our Profession Through a Strong and United Association**

- a. Maintain a progressive communication strategy
- b. Explore opportunities for enhanced member services
- c. Provide direction and guidance to members
  - i. Ensure telephone and email support via staff
- d. Provide professional insurance to members
  - i. Negotiate best rates with insurance providers
- e. Provide educational/professional development opportunities
  - i. Offer annual conference opportunity
  - ii. Continue to publish *The RVT Journal*
  - iii. Augment website content with more Continuing Education (CE) listings, volunteer opportunities and professional development content
  - iv. Reach out to credible organizations for CE
- f. Promote life-long career paths
  - i. Publish career and advancement opportunities on the website and at the annual conference

- g. Educate all members on the value and responsibilities of membership
  - i. Utilize electronic resources as the medium to maintain contact
  - ii. Reach out to previous members to rejoin
  - iii. Enhance website materials to educate members of the Association's benefits

## **2.0 Board Process**

On behalf of the members, the Board will govern with one voice through written policies with an emphasis on long-term Ends.

### **Governance Model Description**

OAVT's Board of Directors is vision and results driven. The Board's vision is put into action through a strategic plan it crafts with the support of senior staff. Together they collaborate to anticipate trends, issues, opportunities and generate solutions.

There is a close Board-ED partnership for setting directions and expected results. Ultimately, the Board sets overall goals and monitors performance. Day-to-day operations of the organization are left to staff. Governance policies are developed jointly by staff and Board Directors and approved by the Board.

The ED reports to the Board of Directors and is accountable to the Board. The Board of Directors is accountable to the broad membership. The ED's main focus is on planning and operations, strategy setting and being an advisor to the Board of Directors.

The ED and the President of the Board are the official representatives of the organization.

## **2.1 Board Outcomes**

The Board is accountable to its members for producing the following outcomes:

### **2.11 Core Outcomes**

It is the Board's primary job to produce the following, none of which may be delegated to the Registrar:

#### **2.111 Linkage with the membership**

It is the Board's job to conduct itself always as a faithful steward and trustee of the membership. To this end, the Board will:

- (a) **Listen** – determine, through regular, deliberate and conscientious means, the expectations and values held by the members;
- (b) **Speak** – report on a regular basis, through a variety of means, the success of the organization in achieving the Ends and managing the resources entrusted to it;
- (c) **Relate** – meet with the boards of related organizations to discuss respective Ends and mutual responsibilities.

2.112 Governing policies in the following categories, which exhaust the Board’s role in setting policy:

- (a) Ends – the outcomes the organization exists to achieve;
- (b) Board Process – the definition of the Board’s own responsibilities;
- (c) Board/Executive Relationship – the principles governing interaction between the Board and the REGISTRAR;
- (d) Executive Limitations – the means which staff may not employ in the pursuit of the Ends.

2.113 Assurance of Performance

It is the Board’s responsibility to ensure that the organization remains viable, that it acts in accordance with legislation and regulations and that its policies are carried out. The Board will do this in accordance with its policies on:

- (a) Board Process, especially the policy on self-evaluation under 2.4, Board Discipline;
- (b) Board/Executive Relationship, which describe monitoring of executive performance relative to board policy.

2.12 Secondary Outcomes

It is the Board’s secondary job to produce the following, which the Board has chosen to be directly accountable for:

Legislative relations.

2.2 Director Responsibilities

It is the responsibility of each Director to:

- (a) attend all meetings of the Board;
- (b) participate in the discussions by honestly voicing opinions and carefully listening to the opinions of others;
- (c) come prepared to do the business of the Board;

- (d) call to the Board's attention any instance where it deviates from its own stated policies;
- (e) accept and support decisions of the Board;
- (f) attend and participate in the annual OAVT conference;
- (g) complete yearly evaluations on both themselves and the other board members
- (h) complete the Board of Director Reflection Survey at the conclusion of their time on the Board of Directors to help guide future Boards

#### 2.21 Director Attendance Policy

- (a) Any Director who misses three consecutive Board meetings or 25% of all scheduled meetings within any 12 month period, forfeits his/her seat on the Board and that seat automatically becomes vacant. A Director may apply for reinstatement, which may be granted by the Board. The reinstatement mechanism may be used only once per Director.
- (b) A Director having a planned absence must advise the OAVT President and the OAVT Executive Director & Registrar of such absence at least one week in advance from the meeting of the Directors.

#### 2.22 Monthly Review of By-Laws

The Board will review all By-Laws over the course of two years on an ongoing basis.

Sections for review are predetermined by the following schedule (see appendix A) which specifies the dates and pages for review.

Directors are expected to review the appropriate scheduled policies prior to each upcoming Board meeting for discussion.

The Board will forward and identify issues for further review and recommendation to the By-Law Committee for changes and integration into the appropriate By-Law.

### 2.3 Code of Conduct

Members of the Board of Directors are placed in a trustee role, responsible to guide the corporation in serving the needs of its members. Therefore, the interests of the association shall have priority over the interests of the individual whenever Board members are serving in their role as representatives of the association.

## 2.31 Conflict of Interest

2.311 "Conflict of Interest" is defined as follows:

- (a) Financial Interests: If a Director directly or indirectly has any pecuniary interest in any matter, or directly or indirectly receives financial benefit, is beneficially entitled to or has an interest in any matter which is offered to the association and/or to persons receiving direct service from the association;
- (b) Family Interests: If the spouse or any child of a Director has a pecuniary interest or financial benefit, direct or indirect, in any matter relating to the activities of the association;
  - (i) "Child" means a child born within or outside marriage and includes an adopted child and a person whom a parent has demonstrated a subtle or overt intention to treat as a child of his/her family.
  - (ii) "Spouse" means a person with whom the Director is living in an intimate relationship within or outside marriage.
- (c) Organizations: If any group, organization, association or business of which the Director is a member, or to which the Director belongs, represents, owns or by whom he/she is employed;
  - (i) has a pecuniary interest or financial benefit, direct or indirect, in any matter relating to the activities of the association.
  - (ii) benefits from another association and to the detriment of the O.A.V.T.

2.312 Any Director who has a conflict of interest on any particular matter, or considers that he/she *could be* in a position of conflict of interest, shall declare such conflict to the Board at the first opportunity and shall thereafter abstain from participating in any and all discussions and decisions regarding that matter.

- (a) Such declarations and abstention shall be recorded in the minutes of the meeting;
- (b) The abstaining members shall not be counted in determining the quorum if there is a vote on that particular matter.

2.313 If a member does not declare a conflict of interest, any other member of the Board may raise the question as to whether or not a conflict of interest exists, and the Board

shall determine by majority vote whether such a conflict exists. Such a vote shall be recorded in the minutes of the meeting.

2.314 With regards to Committee meetings:

- (a) If a committee member declares a conflict of interest, the procedure in section 2.312 (above) shall be followed *mutatis mutandis*<sup>1</sup>, and the declaration and abstention shall be recorded in the minutes of the next general meeting of the Board.
- (b) If a disputed issue of conflict of interest arises in a committee meeting, the votes of each committee member may bring the issue before the next general Board meeting and the Board shall determine whether or not a conflict of interest exists, and shall either ratify the decision of the committee or shall refer the matter back to the committee for reconsideration.

2.314 Under either of the following circumstances, a Director shall make a disclosure of his/her participation or interest to the Board of Directors. This disclosure shall be made at the beginning of the Director's term, or as soon thereafter as the participation or interest begins;

- (a) If a Director participates in any transaction, either as an individual or as a member of another organization, which is of the kind of transaction in which the association engages;
- (b) If a Director has any direct or indirect material ownership, interest of profit participation in an outside business enterprise which has or may have dealings with the association;

## 2.32 Privileged Information

Each Director must use utmost care and discretion in the handling of confidential or privileged information and other information not generally available to the public entrusted to them by reason of the Directorship. Such information shall not be used for personal benefit of family, friends or associates.

## 2.33 Gifts and Hospitality

A Director shall not demand, accept or offer – directly or indirectly – discounts, services or benefits from a person or corporation

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<sup>1</sup> Mutatis mutandis – the necessary changes having been made

having dealings with the association. No Director shall accept any gift or hospitality of material value offered or tendered by virtue of the Director's position with the organization. While costly gifts and hospitality are never to be accepted, it should be borne in mind that "materiality" may be determined not only by costliness but by the circumstances surrounding the giving and acceptance.

#### 2.34 Public Appearance Fees

A Director shall not accept any fee for taking part in a public speaking engagement or a public radio/television performance to which he/she was invited as a direct result of his/her being a Director of the Board.

#### 2.35 Influence

A Director shall not use the authority conferred upon such Director by virtue of his/her membership on the Board of Directors, to influence or persuade another person or persons in their decision making outside of Board duties, so as to receive directly or indirectly any financial benefit.

#### 2.36 Solidarity

Directors will respect the process by which Board decisions are made. Accordingly, they will publicly support decisions of the Board which are arrived at by due process. This does not limit the Director's right to participate fully in the discussions leading to a Board decision, or to hold his/her own opinion of the Board's action.

#### 2.37 Interference with Staff

Directors will not interfere in any way with a staff member's discharge of his/her duties. Directors recognize that unsolicited advice and unreasonable requests for information or assistance are forms of interference.

#### 2.38 Expense Reimbursement

Directors will be reimbursed for reasonable expenses incurred on approved Board business, upon presentation of an expense statement to the Registrar. In cases of dispute over reimbursement, a Director may appeal the decision of the Registrar to the Board.

### 2.38.1 Executive Stipend

The current OAVT President and Vice President will be eligible to receive a financial stipend as determined by the current Board of Directors for representing the OAVT at a meeting or function. Meetings or functions must be approved by the current Board of Directors prior to the event. Approval will be based upon OAVT's strategic priorities and the necessity of the executives' attendance at the event. Remuneration will not be provided for the annual OAVT conference, OAVT Committees, monthly Board meetings, and personal continuing education.

Stipend to be implemented under policy 2.38.1 be \$300 per day.

### 2.39 Advisory Committees

A Director may not accept appointment to or participate in the Advisory Committee of any college or program in veterinary technology that has not been approved under the OAVT's College Approval Process.

## 2.4 Board Discipline

It is the collective responsibility of the Board to:

- (a) do the work of the Board, and only that work, as outlined in its own policy statements;
- (b) manage, evaluate and adjust as necessary its own performance through a process of regularly scheduled self-evaluation;
- (c) solicit, consider and evaluate a diversity of points of view on a subject, debating them vigorously and completely while maintaining an atmosphere of respect for persons;
- (d) be wise stewards of its meeting time;
- (e) maintain confidentiality of Board discussions;
- (f) see to its own continuity and renewal, by wisely selecting, orienting and training new candidates for positions on the Board as vacancies occur.

### 2.41 Sanctions

If the Registrar or any Director becomes aware of an alleged violation of the Board's Code of Conduct in Section 2.3, he/she may bring it to the attention of the Board. The Board shall first determine whether an actual violation has occurred, and if it so concludes, shall then determine what sanctions to apply. Sanctions may include a motion of censure, expulsion from the Board, or other such measure as the Board may determine.

## 2.5 Meeting Style

- 2.51 Meetings will be conducted according to a pre-determined agenda.
- 2.52 In cases of procedural dispute, the current edition of Robert's Rules of Order will be the final authority.
- 2.53 Meetings will be held on a written schedule or, with adequate notice, at the call of the chair.
- 2.54 The majority of time at board meetings will be devoted to consideration of board policies, especially Ends.
- 2.55 Decisions of the Board will be made by simple majority vote. In recognition of the fairness of the process, board members collectively and individually agree to be bound by decisions resulting from this process.
  - (a) In Camera Sessions
- 2.56 The Board will monitor and discuss the Board's process and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Board Process and Board/Executive Relationship categories.
- 2.57 Before debating a change or addition to any existing policy, the Board will first:
  - (a) determine that the matter falls within its own jurisdiction, as opposed to the Registrar's; and
  - (b) review what existing policy says, and whether it adequately expresses the opinion of the Board.

## 2.6 Structure

The structure of the Board will embody the principles of:

- (a) minimalism – using the leanest structure necessary to accomplish the task;
- (b) separation – preserving the integrity and distinctness of Board and staff roles;
- (c) unity – preserving the wholeness of the Board and the oneness of its voice.

### 2.61 Officers

The Board shall have the following officers:

- (a) President
  - i) The role of the President shall be to chair all meetings of the Board and to ensure that Board process is followed at all times.
  - ii) Agenda Creation;
    - Create and distribute the Board of Director meeting agenda.

- Unfinished business from each month will be carried forward unto the next month's agenda.
- Two weeks before the monthly meeting send email to all Directors / committee chairs calling for agenda items.
- Agenda will be created and distributed to Board of Directors 48 hours before the monthly meeting.
- Last minute updates to the Agenda can be done at the meeting.

(b) Vice-President

The Vice-President shall assume the chair in the absence, or at the direction, of the President. The Vice-President shall chair a minimum of one Board meeting each year.

(c) Secretary/Treasurer

The position of secretary/treasurer of the Board will ordinarily be filled by the Registrar, although the REGISTRAR is not a member of the Board. As secretary, his/her role will be to take minutes of Board meetings and safeguard the corporate seal and the documents of the Board, especially the minute book and the Board policy manual. As treasurer, he/she will be responsible for the organization's finances and for reporting to the Board on them.

#### 2.611 Special Duties

When the Registrar has found it necessary to violate a Board policy and duly reports it to the President in accordance with 3.14, the President shall bring it to the attention of the Board at its next meeting. It is the responsibility of the President to decide whether the matter warrants calling a special meeting of the Board.

#### 2.62 Committees

Apart from exceptions noted in this section, the Board will have no standing committees. From time to time the Board may, at its discretion, appoint various *ad hoc* committees or task forces. It is the mandate of any such committee to investigate an issue by gathering information and reporting back to the Board on the alternative courses of action available. The committee shall provide a copy of its written report, if any, to the Registrar. Such a committee is ordinarily not empowered to make recommendations to the Board, or to speak or act on the Board's behalf.

## 2.621 Legislative Task Force

The board may, from time to time, appoint a Legislative Task Force when its Ends include items concerned with government relations or legislative change. Such a Committee will include among its members a minimum of three OAVT members with a minimum of two Directors. The board may create a written mandate for the committee which supplements other written policies. It is the responsibility of the committee to:

- (b) Act in direct relations to an End;
- (c) Make options available to the Board of Directors;
- (d) act within the general constraints spelled out in Section 2 of this policy manual and any specific constraints imposed by the Board;
- (e) report on a regular basis to meetings of the board;
- (f) maintain good relations with stakeholder groups affected by the Ends concerned;
- (g) bring to the Board's immediate attention any issues likely to:
  - i. have a serious impact on the organization's reputation; or
  - ii. cause the board to revise any of its policies.

## 2.63 RVTTC Representatives:

The Association will be represented on the Board of Directors of the Registered Veterinary Technologists and Technicians of Canada by two persons.

- (i) One representative must be a current director of the OAVT. The second representative must be either a current or past OAVT Director. An executive of the OAVT shall not be an executive of RVTTC.
- (ii) Both representatives will be appointed by the Board following the OAVT Annual General Meeting and at least thirty (30) days prior to the RVTTC General Meeting;
- (iii) The representatives shall attend and represent the OAVT at meetings of the RVTTC board and follow the RVTTC By-Laws that govern RVTTC Board meetings;
- (iv) The representatives shall report from to the OAVT Board at its meetings, and to the membership at the OAVT General Meeting.

## 2.7 Public Relations

The Registrar and President are authorized to speak publicly on behalf of this organization, provided that they stay within the bounds of written Board policy. At their discretion, they may delegate this authority to another. No

other Board member(s) may speak on behalf of the organization or the Board unless authorized by the President or the Board as a whole.

#### 2.71 Personal Comments

Neither a Director nor the Registrar shall express a personal opinion in public on a subject that relates to affairs of the association.

#### 2.72 Minutes

If a member of the Board or the Registrar represents the association by attending a meeting of another group, he/she shall obtain a copy of that group's meeting minutes and shall table it at the next meeting of the Board.

#### 2.8 Delegation to President

Any power in the area of Board process not reserved for the Board in an explicit policy in this section is delegated to the President to exercise at his/her discretion.

#### 2.9 Board Communications with the Membership

One of the primary functions of the OAVT Board of Directors is to ensure frequent and effective communication with its membership that establishes and maintains linkage. The Board will keep the membership updated on all activities in a consistent and timely manner through formal communications.

### **3.0 Board/Executive Relationship**

Note: The term "Registrar" is used throughout this document to refer to the highest-ranking employee of the organization who reports directly to the Board. Its use does not prejudice or limit any future choices the Board may make on structure or staffing.

#### 3.1 Delegation to the Registrar

While the Board of Directors' job is generally confined to establishing the broadest policies, implementation and subsidiary policy development is delegated to the Registrar. The Registrar is expressly authorized to use any reasonable interpretation of the Board's policies in carrying out his/her duties.

3.11 All executive authority is delegated by the Board to staff through the Registrar, so that all authority and accountability of staff – as far as the Board is concerned – is considered to be the authority and accountability of the Registrar.

- 3.12 **Ends** policies direct the Registrar to achieve certain results; **Executive Limitations** policies constrain the Registrar to act within acceptable boundaries of prudence and ethics. With respect to goals and executive means, the Registrar is authorized to establish all further policies, make all decisions, take all actions and develop all activities as long as they are consistent with any reasonable interpretation of the Board's policies.
- 3.13 The Board may change its policies, thereby shifting the boundary between Board and Registrar domains. Consequently, the Board may change the latitude of choice given to the Registrar, but so long as any particular delegation is in place, the Board and its members will respect and support the Registrar's choices. This does not prevent the Board from obtaining information in the delegated areas.
- 3.14 Should the Registrar violate a Board policy, he/she shall inform the President of the Board. Notice of the violation shall be brought forth to the subsequent Board meeting, and the Board will determine whether the action was appropriate or not. The President's response, either approving or disapproving, does not exempt the Registrar from subsequent Board judgment.
- 3.15 Except when a Board member or committee has been given such authority by the Board, no Board member or committee has authority over the Registrar. Information may be requested by these individuals or groups. The Registrar will endeavour to oblige, but if such request – in the Registrar's judgment – requires a substantial amount of staff time or funds or is disruptive, the request will be reconsidered by the Board.

### 3.2 Job Description of the Registrar

As the Board's single official link to the operating organization, the Registrar is accountable for all organizational performance and exercises all authority transmitted into the organization by the Board. The Registrar's performance will be considered to be synonymous with organizational performance as a whole.

Consequently, fulfillment of the Registrar's responsibilities is measured by considering the following:

- 3.21 Organizational accomplishment of Board goals (as expressed in the Ends policy).
- 3.22 Organization operation within the boundaries of prudence and ethics established in Board policies on Executive Limitations.

### 3.3 Monitoring Registrar's Performance

Monitoring and evaluation of the Registrar shall be principally for the purpose of gaining systematic assurance of policy compliance. The means of monitoring for policy compliance in different areas will vary, but they will be relatively automatic. Monitoring and evaluation of policy compliance is deemed to be monitoring and evaluation of the Registrar's performance.

3.31 The Board will monitor only those areas of organizational functioning which it has addressed previously in explicit statements of policy.

3.32 Monitoring may occur in a combination of three ways:

1. Internal Report: disclosure of compliance information to the Board from the Registrar.
2. External Review: certain policies shall be subject to "third party" review, as determined by the Board.
3. Direct Inspection: specific policies, at the discretion of the Board, shall be subject to direct inspection by one or more Board members, for the purpose of determining whether such policies have been implemented and/or complied with.

3.33 Upon the choice of the Board, any policy can be monitored by any method at any time. For regular monitoring, however, the following chart will be used:

Monitoring Schedule

<b>Policy</b>	<b>Measurable</b>	<b>Method</b>	<b>Frequency</b>	<b>Month</b>
4.1	Financial condition	Registrar Report	Quarterly	Jan, Apr, Aug, Nov
4.2	Budgeting	Registrar Report	Annual	September
4.3	Financial management	Registrar Report	Annual	December
4.4	Treatment of staff	Registrar Report	Annual	October
4.5	Compensation	Registrar Report	Annual	November
4.6	Communications & Counsel	Board inspection	Annual	January
4.7	Emergency succession	Registrar Report	Annual	April
4.8	Confidentiality	Registrar Report	Annual	May
4.9	Membership Communications	Registrar Report	Annual	June

### Additional Commitments

1.0	Ends	Registrar Report	Annual	January
3.34	Registrar Performance Review and Wage Implementation	Registrar Report	Annual	September
	Financial Audit	Registrar Report	Annual	January

**Note:** Registrar Performance Review and Wage Implementation will vary depending on date on date of hire.

### 3.34 Registrar’s Evaluation

Evaluations of the Registrar are based on Ends as described in Section 1.0. The purpose of this evaluation is to allow both the Board of Directors and the Registrar an equal opportunity to address issues and acknowledge accomplishments. A formal evaluation is required at least once per calendar year. The evaluation process is as follows:

- (a) Written evaluations are to be completed by each member of the Board, as well, the Registrar must complete a self-evaluation.
- (b) Evaluation forms are to be distributed one month prior to the evaluation.
- (c) Completed evaluation must be submitted to the President a minimum of one week prior to the evaluation. Only those submitted prior to the meeting date will be included in the summary, which is prepared by a member of the Board.
- (d) A summary of the evaluation is presented as a group to the Registrar The President speaks on behalf of the Board
- (e) A written copy of the summary is given to the Registrar The President maintains the original.
- (f) Personal comments, which may be considered to be defamation of character, will be omitted from the summary.
- (g) Compensation is separate from the review process as described in Section 4.5. The Board will communicate any compensation changes to the Registrar in time for incorporation into the annual budget.

### 4.0 Executive Limitations

The Registrar may neither cause nor allow any practices or circumstances that violate commonly accepted business and professional ethics or common business prudence.

#### 4.1 Financial Condition

The Registrar may not cause or allow the development of fiscal jeopardy or material deviation of spending from the Board's stated priorities in its Ends policies.

Accordingly, he/she may not:

- (a) spend more money than the organization has available or can reasonably be expected to receive;
- (b) incur organizational indebtedness except in the normal course of business and with the certain prospect of funds to cover repayment;
- (c) fail to maintain a general reserve fund amounting to a minimum of six (6) months of operating expenses;
- (d) fail to settle payroll, statutory remittances and other obligations in a timely manner;
- (e) use designated reserve funds except as designated.

#### 4.2 Financial Planning/Budgeting

It is the Registrar's job to allocate financial resources in a way that achieves the mission of the organization. Budgeting and financial planning for any period must not deviate substantially from the Board's priorities in its Ends policies or fail to provide for the sound administration of the organization, its programs and facilities.

Accordingly, the Registrar's financial planning practices may not:

- (a) fail to include an annual written budget, which must be in draft form before the end of the previous fiscal year;
- (b) contain less detail than required by the organization's auditors;
- (c) use other than a reasonable forecast of expenditures;
- (d) use other than a conservative forecast of revenues;
- (e) plan expenditures that exceed revenues, except to draw down reserve funds for their designated purpose.
- (f) fail to provide resources for Board prerogatives such as fiscal audits, Board legal fees, Board meetings and Board development.

#### 4.3 Financial Management

The Registrar may not allow assets to be unprotected, inadequately maintained or unnecessarily risked.

Accordingly, he/she may not:

- (a) allow any individual to have complete control of a financial transaction, as the number of staff permits;

- (b) unduly expose the organization, its Board or staff to claims of liability;
- (c) do business with a supplier without having first ascertained the quality of the product or service, the competitiveness of the price, the ability of the supplier to deliver in a timely fashion, and the absence of any conflict of interest or unfair access;
- (d) make an individual purchase greater than \$5,000 without written record of a minimum of three competitive quotes;
- (e) make an annual commitment greater than \$60,000 to a single supplier for similar purchases without an annual written record of a minimum of three competitive quotes;
- (f) acquire, encumber or dispose of real property;
- (g) invest or hold operating capital in instruments or accounts that are insecure or fail to generate a reasonable rate of return;
- (h) make or allow expenditures without a receipt, invoice, voucher or other customary form of documentation;
- (i) engage in or allow self-dealing or conflict of interest (under the same definition as adopted for Directors in Section 2.3111) in the purchase of goods and services;
- (j) licence or trade rights to the intellectual property of the association without first securing adequate professional counsel and then negotiating an agreement for the highest possible compensation;
- (k) sell or otherwise permanently assign the rights to intellectual property.

#### 4.4 Treatment of Paid and Volunteer Staff

Members of the paid staff and volunteers have invested something of themselves in this organization, and in return have the right to safe working conditions, recognition of their contributions and an opportunity to do their best work.

Accordingly, the Registrar may not:

- (a) cause or allow the existence of conditions that are contrary to legislation which protects the rights of workers;
- (b) allow any staff member or volunteer to be dealt with arbitrarily or without due process;
- (c) allow any paid staff member to be in a direct or indirect reporting relationship with a member of his/her family;
- (d) fail to ensure that candidates for employment are qualified to perform the essential duties of their position;
- (e) fail to ensure that paid staff and volunteers have the information, tools and resources needed to do good work;
- (f) operate without structures, systems and procedures, including but not limited to formal job descriptions and annual performance appraisals, which ensure that each member of staff knows what is expected of him/her and receives timely and accurate feedback on performance;
- (g) treat any staff member or volunteer in a way that constitutes a breach of the organization's values.

#### 4.5 Compensation and Benefits

With respect to employment, compensation and benefits to employees, consultants, and contract workers, the Registrar may not cause or allow jeopardy to fiscal integrity or the organization's good standing in the community.

Accordingly, he/she may not:

- (a) set or change his/her own compensation, benefits or perks;
- (b) establish levels of current compensation and benefits which:
  - (i) deviate substantially and without good reason from market norms for this type of organization in this part of the province;
  - (ii) create obligations over a longer term than revenues can safely be projected;
- (c) establish long-term benefits which cause unfunded liabilities to occur or in any way commit the organization to benefits which incur unpredictable costs;
- (d) administer compensation in such a way that reduces the organization's ability to attract and retain competent people.

#### 4.6 Communication and Counsel to the Board

The Board needs certain information that is timely, accurate and complete in order to do its job effectively.

Accordingly, the Registrar may not:

- (a) neglect to inform the Board of any fact, trend or change in law that might cause the Board to revise one of its policies or establish a new one;
- (b) fail to submit the required monitoring data (see 3.3) in a timely, accurate and understandable fashion;
- (c) allow the Board to remain unaware of any information that has the potential to cause embarrassment to the Board, staff or organization;
- (d) present information in an unnecessarily lengthy or complex form;
- (e) fail to assemble all pertinent points of view, from inside and outside the organization, that relate to any issue before the Board;
- (f) neglect to perform any of his/her duties as Secretary of the Board, particularly as they relate to the timely publication of agendas and minutes of Board meetings and provision of required financial reporting;
- (g) fail to advise the Board when it is not in compliance with its own policies or any relevant legislation, regulation or agreement.
- (h) appoint members to a Board task force without due regard for: the nature of the task; the qualifications and experience of the nominees; and the diversity of the association's membership.

#### 4.6.1 Communication and Counsel to the Board

Accordingly, the Treasurer may not:

- (a) neglect to perform any of his/her duties as Treasurer of the Board, particularly as they relate to the timely publication of required financial reporting;

#### 4.7 Emergency Executive Succession

In order to protect the organization from the sudden loss of Chief Executive Services the Registrar may not operate without at least one staff person and / or Executive Board member who is familiar with Board and Registrar issues, processes and policies and is capable of replacing the Registrar on an interim basis as staffing levels permit. This individual is to be named at the time of the Registrar's evaluation.

#### 4.8 Membership Information Confidentiality

The Registrar may not cause or allow any practices that fail to conform to the Personal Information Protection and Electronic Documents Act (PIPEDA). In particular he/she may not:

- (a) collect or retain member information for which there is no clear purpose or need;
- (b) use methods of collecting, reviewing, transmitting or storing member information that fail to protect against improper access;
- (c) disclose protected information outside the organization without the member's express consent.

However, it is understood that the Registrar, as registrar of the Association, may not withhold the fact of whether a member is a Registered Veterinary Technician or not, when such information is requested by any person with a reasonable need to know.

#### 4.9 Membership Communications

The Registrar may not cause or allow untimely formal communications, as referred to in Board Process 2.9, to be delivered to the membership. In particular, the Registrar may not:

- 4.91 limit member access to a current directory of the Board of Directors;
- 4.92 limit access to review disclosed Board information, at the Head Office of the Association, during regular business hours;
- 4.93 omit to publish a calendar of all board meetings including dates, times and locations;

4.94 omit to publish approved minutes of all the Board meetings to the Members for a minimum of eighteen months;

4.95 omit to publish any additional documents that the Board may periodically identify.

The Board recognizes the need for secure transmittal of Association information and as such, the Registrar shall not compromise the authenticity and credibility of all the documents publicized to the membership by ensuring that necessary security measures are implemented.

The Registrar shall not, through publication to the membership, release information that is deemed to be neither expedient nor advisable, in the interest of the Association or its Members, to be communicated to the membership.

#### 4.10 Sympathy Recognition

The Association may from time to time wish to express support to a current or former association or stakeholder representative, employee or other individual through the provision of a card, unless otherwise directed i.e. gift or memorial donation, by the board. In any case where the Executive Director or Board of Director is made aware of a loss, then the decision can be made to send an offering of condolence at the discretion of the board.

### *Oath of Office and Confidentiality Agreement*

I, \_\_\_\_\_, a Director of the Ontario Association of Veterinary Technicians (OAVT), declare that I have read, understood and agree to comply with the OAVT Policies of the Board of Directors, and that in carrying out my duties as a Director, I will:

1. Exercise the powers of my office and fulfill my responsibilities honestly, in good faith and in the best interests of the OAVT, the public and the membership.
2. Exercise these responsibilities, at all times, with due diligence, care and skill in a reasonable and prudent manner.
3. Respect and support the OAVT's By-laws and Policies of the Board of Directors.
4. Keep confidential all information unless the Board of Directors determines that such information is public. This shall include, but not be limited to, the following:
  - Information about employees;
  - Information about members;
  - Communications with other organizations and associations;
  - Personal information;
  - Information regarding policies, internal operations, systems, business or affairs of the Corporation obtained by reason of my status as a Director and not generally available to the public;
  - And matters dealt with during *in camera* meetings of the Board of Directors.
5. Conduct myself in a spirit of collegiality and respect for the collective decisions of the Board of Directors and subordinate my personal interests to the best interests of the OAVT.
6. Immediately declare any personal conflict of interest that may come to my attention.
7. Immediately resign my position as a Director of the OAVT in the event that I, or my colleagues on the Board of Directors, have concluded that I have breached this *Oath of Office*.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

## Appendix A Draft By-Law Review Schedule

By-law #1:	Year 1 (Even Years)	Review by Directors	Pages
ARTICLE 1 INTERPRETATION	Year 1	March	7 to 8
ARTICLE 2 CORPORATE SEAL	Year 1	March	7 to 8
ARTICLE 3 HEAD OFFICE	Year 1	March	7 to 8
ARTICLE 4 BOARD OF DIRECTORS	Year 1	March	8 to 10
4.2 QUALIFICATIONS OF DIRECTORS	Year 1	March	8 to 10
4.3 NOMINATIONS	Year 1	April	8 to 10
4.4 ELECTION OF DIRECTORS	Year 1	April	8 to 10
4.5 QUORUM	Year 1	April	8 to 10
4.6 REMOVAL OF DIRECTORS	Year 1	April	8 to 10
4.7 VACANCIES	Year 1	April	8 to 10
4.8 MEETINGS	Year 1	May	10 to 11
4.9 ERRORS IN NOTICE	Year 1	May	10 to 11
4.1 VOTING	Year 1	May	10 to 11
4.11 POWERS	Year 1	May	10 to 11
4.12 REMUNERATION	Year 1	May	10 to 11
4.13 BOOKS AND RECORDS	Year 1	May	10 to 11
4.14 NON-DIRECTORS AT BOARD MEETINGS	Year 1	May	10 to 11
ARTICLE 5 OFFICERS OF CORPORATION	Year 1	June	11 to 14
5.2 DUTIES OF THE PRESIDENT	Year 1	June	11 to 14
5.3 DUTIES OF THE VICE-PRESIDENT	Year 1	June	11 to 14
5.4 DUTIES OF THE SECRETARY/TREASURER	Year 1	June	11 to 14
5.5 OFFICERS' TERM OF OFFICE	Year 1	June	11 to 14
5.6 EXECUTION OF DOCUMENTS	Year 1	June	11 to 14
ARTICLE 6 MEMBERSHIP	Year 1	August	14 to 16
6.2 ELIGIBILITY	Year 1	August	14 to 16
6.3 CLASSES OF MEMBERS	Year 1	August	14 to 16
6.4 TERMINATION OF MEMBERS	Year 1	August	14 to 16
6.5 RESIGNATION OF MEMBERS	Year 1	August	14 to 16
6.6 ASSOCIATION DUES AND FEES	Year 1	August	14 to 16
ARTICLE 7 ANNUAL AND GENERAL MEETINGS OF MEMBERS	Year 1	September	16 to 18
7.1 LOCATION	Year 1	September	16 to 18
7.2 PARLIAMENTARY AUTHORITY	Year 1	September	16 to 18
7.3 ANNUAL MEETINGS	Year 1	September	16 to 18
7.4 GENERAL MEETINGS	Year 1	September	16 to 18
7.5 ERROR OR OMISSION IN NOTICE	Year 1	September	16 to 18
7.6 ADJOURNMENTS	Year 1	September	16 to 18
7.7 QUORUM OF MEMBERS	Year 1	September	16 to 18
7.8 VOTING	Year 1	September	16 to 18

		Review by Directors	Pages
ARTICLE 8 FINANCIAL YEAR	Year 1	October	18
ARTICLE 9 CHEQUES, ETC.	Year 1	October	18
ARTICLE 10 DEPOSIT OF SECURITIES FOR SAFEKEEPING	Year 1	October	19
ARTICLE 11 NOTICE	Year 1	October	19
ARTICLE 12 BORROWING	Year 1	October	19
ARTICLE 13 BY-LAWS	Year 1	October	19
ARTICLE 14 PROTECTION OF DIRECTORS, OFFICERS AND OTHERS	Year 1	November	20
By-Law #2:			
ARTICLE 1 REGISTRATION	Year 1	December	21 to 23
1.1 Admission Standards	Year 1	December	21 to 23
1.2 Admission Process	Year 1	December	21 to 23
1.3 Maintaining R.V.T. Status	Year 1	January	21 to 23
1.4 Loss of R.V.T. Status	Year 1	January	21 to 23
1.5 Reinstatement of RVT Status	Year 1	January	21 to 23
1.6 Appeal	Year 1	January	21 to 23
ARTICLE 2 PROFESSIONAL STANDARDS	Year 1	February	23 to 25
2.1 Professional Misconduct	Year 1	February	23 to 25
2.2 Continuing Education	Year 2 (Odd Years)	March	25 to 26
2.3 Schedule of Essential Competencies	Year 2	April	26 to 31
ARTICLE 3 COMPLAINTS	Year 2	May	31 to 32
3.1 Complaints Committee	Year 2	May	31 to 32
3.2 Committee Powers	Year 2	May	31 to 32
3.3 Notice of Decision	Year 2	May	31 to 32
ARTICLE 4 DISCIPLINE	Year 2	June	32 to 34
4.1 Discipline Committee	Year 2	June	32 to 34
4.2 Committee Powers	Year 2	June	32 to 34
4.3 Published Decision	Year 2	June	32 to 34
4.4 Costs	Year 2	June	32 to 34
ARTICLE 5 FITNESS TO PRACTISE	Year 2	August	34 to 35
5.1 Fitness to Practise Committee	Year 2	August	34 to 35
5.2 Committee Powers	Year 2	August	34 to 35
5.3 Published Decision	Year 2	August	34 to 35
5.4 Costs	Year 2	August	34 to 35
ARTICLE 6 PROCEDURE ON HEARINGS	Year 2	September	35 to 36
6.1 Parties	Year 2	September	35 to 36
6.2 Committee Members	Year 2	September	35 to 36
6.3 Advisers	Year 2	September	35 to 36
6.4 Public Hearings	Year 2	September	35 to 36
6.5 Closed Hearings	Year 2	September	35 to 36
6.6 Evidence Recorded	Year 2	September	35 to 36
6.7 Right to Participate in Decision	Year 2	September	35 to 36
6.8 Documentary Evidence	Year 2	September	35 to 36
6.9 Committee Decision	Year 2	September	35 to 36

		Review by Directors	Pages
ARTICLE 7 REFERENCE BY DIRECTORS	Year 2	October	37
7.1 Directed Hearings	Year 2	October	37
7.2 Interim Order	Year 2	October	37
7.3 Expeditious Process	Year 2	October	37
7.4 Duration of Order	Year 2	October	37
ARTICLE 8 REINSTATEMENT AND VARIATION	Year 2	November	37 to 39
8.1 Application	Year 2	November	37 to 39
8.2 Referral	Year 2	November	37 to 39
8.3 Order	Year 2	November	37 to 39
8.4 Parties	Year 2	November	37 to 39
8.5 Closed Hearings	Year 2	November	37 to 39
8.6 Evidence Recorded	Year 2	November	37 to 39
8.7 Right to Participate in Decision	Year 2	November	37 to 39
8.8 Documentary Evidence	Year 2	November	37 to 39
8.9 Committee Decision	Year 2	November	37 to 39
8.10 Fitness to Practise	Year 2	November	37 to 39
8.11 Directors' Powers	Year 2	November	37 to 39
ARTICLE 9 APPEAL TO COURT	Year 2	December	39
9.1 Right to Appeal	Year 2	December	39
9.2 Manner of Appeal	Year 2	December	39
9.3 Appeal Does not Stay Order or Decision	Year 2	December	39
By-Law #3:			
ARTICLE 1 ACCREDITATION OF EDUCATIONAL PROGRAMS	Year 2	January	40 to 42
1.1 Accreditation Standard	Year 2	January	40 to 42
1.2 College Accreditation Committee	Year 2	January	40 to 42
1.3 Committee Powers	Year 2	January	40 to 42
1.4 Committee Decision	Year 2	January	40 to 42
1.5 Costs	Year 2	January	40 to 42
1.6 Appeal	Year 2	January	40 to 42
1.7 Re-Application	Year 2	January	40 to 42
1.8 Subsequent Changes	Year 2	January	40 to 42
1.9 Status of Graduates from Non-Approved Programs	Year 2	January	40 to 42
1.1 Other Details of Procedure	Year 2	January	40 to 42
Code of Ethics		February	43