



# By-Laws

Approved by members: April 10, 1997

Revised:

May 6, 1999; October 28, 2000;

May 25, 2002; April 1, 2003; May 1, 2004;

May 12, 2007; May 24, 2008; May 2, 2009;

May 28, 2011; May 24, 2014; May 23, 2015;

May 27, 2016; May 11, 2017; May 11, 2018;

May 24, 2019; May 22, 2020; June 23, 2021;

January 13, 2022; June 6, 2025

## Table of Contents

Definitions.....	3
By-Law I – Members .....	4
By-Law II – Active Members .....	4
By-Law III – Retired or Honorary Members .....	6
By-Law IV – Temporary Members .....	7
By-Law V – Member in Good Standing.....	9
By-Law VI – Active Member Resignation and Reinstatement .....	9
By-Law VII – Admission of Members from other Provincial Dietetic Bodies .....	10
By-Law VIII – Board of Directors.....	10
By-Law IX – Duties of Board of Directors.....	11
By-Law X – Registrar .....	11
By-Law XI – Meetings .....	12
By-Law XII – Quorums .....	13
By-Law XIII – Committees .....	13
By-Law XIV – Finance.....	13
By-Law XV – Revision of By-Laws.....	15
By-Law XVI – Conduct of Meetings.....	15
By-Law XVII – Indemnification and Insurance .....	15
By-Law XVIII – Register of Members .....	16

## Definitions

**Act:** Act respecting the New Brunswick Association of Dietitians, Assented to December 8, 1988, Chapter 75;

**Association:** The New Brunswick Association of Dietitians;

**Board:** The Board of Directors which is the governing body of the Association;

**By-Laws:** The By-Laws made under the Act and the amendments thereto;

**Dietitian:** Means a person registered under this Act to engage in the practice of dietetics and means a professional who specializes in relating the art and science of food and nutrition to health and individual lifestyles for the purpose of enhancing the quality of life;

**Member:** Means a member of the New Brunswick Association of Dietitians;

**DC:** Dietitians of Canada and any successor(s) thereto;

**NBAD:** The New Brunswick Association of Dietitians;

**Canadian Free Trade Agreement:** The Agreement on Internal Trade (AIT) was an intergovernmental trade agreement signed by Canadian First Ministers that came into force on July 1, 1995. The purpose was to reduce and eliminate barriers to the free movement of people, goods, services and investments within Canada. On July 1, 2017, the AIT was replaced by a new trade agreement, the Canadian Free Trade Agreement (CFTA);

**Regulations:** The Regulations made under the Act and the amendments thereto.

## **By-Law I – Members**

There shall be six (6) classes of members:

- Active;
- Temporary;
- Courtesy;
- Retired;
- Honorary;
- Dietetic Intern.

Application for membership in any category of the Association shall be made in writing to the Registrar of NBAD.

## **By-Law II – Active Members**

### **1. Active Member**

- 1.1. An Active Member shall have the requirements for membership as outlined in Regulation I.
- 1.2. An applicant shall apply to the Registrar to become an Active Member of the Association. Upon the completion of all requirements as outlined in the Regulations, the approval of the Board and payment of prescribed fees. The applicant shall become an Active Member of NBAD.
- 1.3. Documentation required from an applicant applying for an Active Member registration includes:
  - a) Completed NBAD application form;
  - b) Proof of identity;
  - c) Official transcripts;
  - d) Criminal record check;
  - e) Applicable fees;
  - f) Other documents as required by NBAD.
- 1.4. Active Members of the Association shall be entitled:
  - 1.4.1. to use the title Registered Dietitian or Registered Dietitian-Nutritionist;
  - 1.4.2. to use the designation R.D. or R.D.N.;
  - 1.4.3. to vote at any meeting of the Association;
  - 1.4.4. to hold office or be a member of a committee.

### **2. Courtesy Member**

- 2.1. A courtesy registration may be granted for a minimum of thirty (30) days to a maximum of one hundred and twenty (120) days per registration year for dietitians who are fully registered and in good standing with other Canadian dietetic regulatory bodies, working within the province for short duration provided applicant maintains professional standards according to the NBAD regulation documents.

2.2. An applicant shall apply to the Registrar to be granted a courtesy registration to practice dietetics with the NBAD.

2.3. Courtesy registration will not be allowed for transfer to the general register until a complete assessment has been undertaken by the Registrar indicating all registration requirements have been met.

### 3. Dietetic Intern

3.1. An applicant is eligible for registration as a Dietetic Intern if she meets both of these requirements:

3.1.1. The applicant is enrolled in a baccalaureate degree program majoring in human nutritional sciences, in a university program otherwise approved by the Association, has received a degree such a program or has successfully completed an exam determined by NBAD to test their foundational knowledge and practice competencies against the national standards; and,

3.1.2. The applicant is registered in a Canadian Accredited Dietetic Internship or is otherwise approved by the NBAD as meeting equivalent standards.

### OR

3.1.3.

- a) An internationally educated applicant seeks licensure in New Brunswick and requires practical upgrading as mandated by the Association;
- b) An applicant who has a suspended license due to complaints / disciplinary proceedings;
- c) An applicant who has a suspended license after experiencing two (2) failures of the Canadian Dietetic Registration Examination (CDRE) and seeks practical experience as mandated by the Association;
- d) An applicant who requires practical experience as mandated by the Association to meet registration requirements.

3.2. Notifying the Association's office of Dietetic Interns:

3.2.1. Dietetic education programs in New Brunswick shall send the list of individuals who have been accepted into their internship program each year to the Association's office. This list will serve as verification that the applicant is enrolled in a dietetic education program;

3.2.2. It is the responsibility of Registered Dietitians registered with the Association to notify the Association's office of requests from applicants seeking practical dietetic experience in New Brunswick.

3.3. Documentation required from an applicant applying for Dietetic Intern registration includes:

- a) Completed NBAD application form;
- b) Proof of identity;
- c) Official transcripts;
- d) Criminal record check;
- e) Applicable fees;
- f) Other documents as required by NBAD.

3.4. In cases where individuals from outside New Brunswick seek to complete a rotation as part of their out of province internship, the Association's office shall receive verification directly from the applicant's Internship Director before the applicant is registered as a Dietetic Intern.

3.5. Dietetic Interns of the Association:

3.5.1. Shall be entitled to use the title Dietetic Intern;

3.5.2. Shall be entitled to use the designation D.I.;

3.5.3. Are exempted from the Association's mandatory Continuing Competence Program;

3.5.4. Are not eligible to vote or hold offices on committees or the Board;

3.5.5. May practice as a Dietetic Intern only under supervision of a Registered Dietitian in a practice setting.

**No person other than a Registered Dietitian holding a valid certificate shall carry on the practice of dietetics under the title dietitian or R.D. as per NBAD By-Laws.**

## **By-Law III – Retired or Honorary Members**

### **1. Retired Members**

1.1. Member who has held membership in NBAD for a minimum of five (5) years and who has retired from active practice of dietetics may apply to the Registrar for Retired Member status and be approved by the Registrar.

1.2. The fee for Retired Member status shall be determined by the Board, and shall be not less than one third (1/3) of the active membership fee.

### **2. Honorary Members**

2.1. Honorary membership may be granted to a person in recognition of distinguished service or valuable contribution to the dietetic profession. Approval of honorary membership is by resolution of the Board and members at an Annual Meeting.

2.2. Fees for Honorary Members shall be waived.

2.3. Members of the Association at the time of Incorporation (1958) are Charter Members. Upon retirement, Charter Members shall become Honorary Members.

3. Retired or Honorary Members may attend meetings of the Association and are entitled to vote; can be committee members but not an officer or director of NBAD; will receive notice of meetings, and copies of publication issued by the Association.

4. Upon being granted honorary or retired membership, a member must apply to the Association to return to Active Member (see Regulation I Admission Standards – Active Members). Active membership is required to work as a dietitian.

## By-Law IV – Temporary Members

### 1. Temporary Members

- 1.1. Temporary membership shall be granted, upon written application, to applicants who are assessed to have potential for becoming Active Members of the NBAD (as outlined in Regulations) and are pursuing examination requirements to fulfill the obligations of active membership.
- 1.2. Documentation required from an applicant applying for a Temporary Member registration includes:
  - a) Completed NBAD application form;
  - b) Proof of identity;
  - c) Official transcripts;
  - d) Criminal record check;
  - e) Applicable fees;
  - f) Other documents as required by NBAD.
- 1.3. A Temporary Member who achieves all membership requirements and whose application is undergoing credentialing and who otherwise maintains professional standards shall remain a Temporary Member until achieving full membership status.
- 1.4. Temporary Membership shall be granted to qualified individuals for a period of thirty (30) days beginning from the date of acceptance as a Temporary Member. Such temporary membership can be renewed for additional thirty-day (30-day) periods up to which time the applicant's results from the first available sitting of the CDRE become known.

***Note that this time period differs from the temporary membership as described in the Act 11(3):***

***“Any person to whom a temporary membership registration has been issued pursuant to this section shall be entitled to practice dietetics in the Province of New Brunswick in accordance with the provisions of this Act for the time period specified in the temporary membership registration, but no such time periods shall exceed thirty consecutive days inclusive of the dates of commencement and termination thereof.”***

- 1.5. In the case of first failure of the exam, temporary membership will be maintained with restrictions as outlined in the Association policies. Direct supervision with an Active Member of NBAD is required to practice dietetics.

- 1.6. A candidate that fails to pass the registration examination will be required to rewrite and re-register for the next available sitting of the CDRE. The candidate can practice dietetics under the direct supervision of a registered dietitian in good standing and a minimum of three (3) year's experience in dietetic practice conditional upon the approval by the Registration Committee. The Registrar will grant an extension for the temporary membership with restrictions until the results of the next exam sitting are known. If the candidate does not register for the next available sitting of the CDRE or does not practice within the regulatory guidelines of the Association, the temporary membership will be revoked.
- 1.7. In the case of a second failure of the exam, temporary membership with restrictions will expire immediately. The candidate must complete upgrading as determined by the Registration Committee prior to attempting the exam for a third and final attempt.
- 1.8. Temporary Members of the Association:
  - 1.8.1. shall be entitled to use the title Professional Dietitian (Candidate), Registered Dietitian-Nutritionist (Candidate) or Registered Dietitian-Nutritionist (Candidate);
  - 1.8.2. shall be entitled to use the designation P.Dt. (Candidate), R.D. (Candidate) or R.D.N. (Candidate);
  - 1.8.3. shall be entitled to serve on committees;
  - 1.8.4. shall not have voting privileges, and are not eligible to be an officer or director of NBAD.

## 2. Temporary Emergency Members

- 2.1. There exists a sub-category of Temporary Member called Temporary Emergency Member, to which the requirements in this section 2 apply to the exclusion of the requirements in section 1 of By-law IV.
- 2.2. For the purposes of section 11(1) of the *Dietitians Act*, the requirements for Temporary Emergency Membership are:
  - 2.2.1. An emergency has been declared by the Registrar, according to the criteria determined by the Board;
  - 2.2.2. The applicant:
    - 2.2.2.1. held an Active registration within the past five (5) years and was a member in good standing at the time of resignation; or
    - 2.2.2.2. is fully registered and in good standing with other Canadian dietetic regulatory bodies.
- 2.3 Documentation required from an applicant applying for registration as a Temporary Emergency Member includes:
  - a) Completed NBAD application form;
  - b) Proof of identity;
  - c) Applicable fees as determined by the Board;
  - d) Other documents as required by NBAD.



2.4 Temporary Emergency Membership shall be granted to qualified individuals for a period of thirty (30) days beginning from the date of acceptance as a Temporary Emergency Member. Such temporary membership may be renewed for additional thirty-day (30-day) periods in accordance to the emergency response needs as determined by the Registrar.

2.5 Applicants who held an Active registration within the past five (5) years and who were not active in clinical practice will be registered with conditions as outlined in the Association policies.

2.6 Temporary Emergency Members:

- 2.6.1 shall be entitled to use the title Registered Dietitian (Emergency) or Registered Dietitian-Nutritionist (Emergency);
- 2.6.2 shall be entitled to use the designation RD (Emergency) or RDN (Emergency);
- 2.6.3 shall be entitled to serve on committees;
- 2.6.4 shall not be entitled to vote and not be eligible to be an officer or director of NBAD;
- 2.6.5 are exempt from the Quality Assurance Program.

2.7 Current or former registrants of this Temporary Emergency Member sub-category who wish to be granted Active Registration status must meet the requirements in the Regulation I Admission Standards – Active Members.

## **By-Law V – Member in Good Standing**

All Members in good standing:

1. Shall abide by the Legislative Act, Regulations and By-Laws of the Association.
2. Shall comply with the NBAD Code of Ethics (refer to Regulation IV – Code of Ethics).
3. When voting, shall have one vote per person, in-person at a meeting of the Association, or by proxy. The instrument appointing a proxy shall be in writing under the hand of the appointer and shall be attested to by one witness. The person appointed to be a proxy shall be a member in good standing and entitled to vote.
4. Shall pay the current annual registration fee or any other fee, subscription or debt due and owing to the Association.
5. Shall maintain Quality Assurance requirements as determined by the Association.

## **By-Law VI – Active Member Resignation and Reinstatement**

1. Active Members of the Association whose fees are paid to the end of the previous fiscal year may resign in good standing by submitting written notice to the Board within sixty (60) days of the current fiscal year.
2. An Active Member who resigned in good standing shall be reinstated by the Board on meeting the appropriate requirements for active membership and on payment of the appropriate fee for current fiscal year.

## **By-Law VII – Admission of Members from other Provincial Dietetic Bodies**

Active Members in good standing of other provincial dietetic regulatory bodies are eligible for membership in NBAD as outlined in the current Canadian Free Trade Agreement and any other affiliated agreements.

## **By-Law VIII – Board of Directors**

### **1. Composition of the Board**

The Board shall consist of:

- President;
- President-Elect;
- Past President;
- Secretary;
- Treasurer;
- One Lay Representative who is appointed by the Lieutenant Governor in Council from a panel of not less than four (4) persons nominated by NBAD;
- Registrar appointed by the Board;
- Two (2) Member at Large;
- NBAD Representative of the Alliance of Canadian Dietetic Regulatory Bodies appointed by the Board.

**It should be noted that the composition of the Board differs from that provided by section 7 of the Act.**

### **2. Officers of the Association**

The officers of the Association shall consist of:

- President;
- President-Elect;
- Treasurer.

### **3. Terms of Office**

- 3.1. The non-appointed members of the Board shall be elected by the general membership at the Annual Meeting for a term of two (2) years.
- 3.2. Automatic succession shall occur from the President-Elect to President to Past President.
- 3.3. No elected member of the Board shall serve more than two (2) consecutive terms in any one office.
- 3.4. Vacancy – Refer to Act, page 10, section 8(2).

#### 4. Election of Board Members

4.1. The Board shall strike an ad hoc Nominations Committee, as required.

#### 5. Honorarium

5.1. An honorarium will be offered on a pro rata basis to the members of the NBAD Board of Directors at a rate of \$75 per Board member per scheduled meeting. This will be conditional upon the following: attendance at the meeting; the meeting meets quorum. There is an imposed limit of \$500 per Board member per fiscal year.

5.2. An honorarium will be offered on a pro rate basis to the NBAD Committee Chairs at a rate of \$50 per scheduled meeting. This will be conditional upon the following: attendance at the meeting; the meeting meets quorum. There is an imposed limit of \$500 per Chair member per fiscal year.

5.3. An honorarium will be offered on a pro rate basis to the NBAD Committee Co-Chair at \$50 per scheduled meeting. This will be conditional upon the following: attendance at the meeting and acting as Chair; the meeting meets quorum. There is an imposed limit of \$500 per Co-Chair member per fiscal year.

### **By-Law IX – Duties of Board of Directors**

1. The duties of the Board include adopting a governance structure to best add value to the Association in fulfilling its mandate, with functions reflecting the following priorities:

1.1. Ensure members of the Association are competent and practice in a safe and ethical manner.

1.2. To provide effective strategic direction and oversight using a hybrid model of governance.

1.3. To ensure that a comprehensive enterprise risk management system is in place.

2. In addition, the Board shall carry out the duties described in the current Policy and Procedure Manual as amended from time to time, and shall respect such duties in adopting the governance structure described in section 1 hereof.

### **By-Law X – Registrar**

1. The Registrar is appointed by the Board and is a non-voting member of the Board.

2. The Registrar shall be responsible for maintaining a register in which shall be entered the names and addresses of all dietitians who qualify to be registered as described in the Act.

3. The Registrar shall maintain an up-to-date list of all members.

4. The Registrar shall issue to every member of the Association in accordance with Act, Regulations and By-Laws of the Association, a certificate of registration for a specified time period together with any

conditions, limitations or restrictions. The certificate of registration may be issued in digital or electronic form with appropriate verification of authenticity by the Registrar.

5. If requested, the Registrar shall open the register to inspection.
6. The Registrar shall:
  - 6.1. Issue a certificate of membership in the appropriate classification upon written application, receipt of the prescribed fee and satisfactory proof of eligibility for membership. The certificate of registration may be issued in digital or electronic form with appropriate verification of authenticity by the Registrar.
  - 6.2. Refer application to Registration Committee if she has doubts, on reasonable grounds, about whether the applicant fulfills the registration requirements and notify the applicant of the referral.
  - 6.3. Refuse membership if applicant is not eligible and provide details of appeal process.
7. Any member whose registration or right to practice dietetics is suspended must deliver, without delay, the certificate to the Registrar.
8. The Registrar shall suspend any member who is not in accordance with the Act, Regulations and By-Laws of the Association. At the direction of the Board, the Registrar shall notify this person in writing of the suspension.
9. Additional duties as per job description.
10. In keeping with the governance model adopted by the Association, the Registrar shall participate in the financial management of the operational aspects of the Association. In so doing, the Registrar shall:
  - 10.1. Operate within the annual budget.
  - 10.2. Assist in preparing the annual operations budget detailing credible projections.
  - 10.3. Inform the Board at regular Board meetings an update on current expenses in context of the budget.
  - 10.4. Spend allocated funds in a fiscally responsible manner in accordance with Board financial policies.
  - 10.5. Be delegated as one (1) of four (4) signing officers for the Association.

## **By-Law XI – Meetings**

1. An Annual Meeting shall be held each year within ninety (90) days after the end of the fiscal year at a time and place to be fixed by the Board. In the event of an emergency, the Board may hold the Annual Meeting no later than September 30.

2. A General Meeting may be held in order to conduct Association business on a date to be determined by the Board.
3. A “Special” Meeting of the Association may be called by ten (10) Active Members who file a signed request with the President. The request must state the objectives of the meeting. The President is required to call such a meeting.
4. Notice in writing of a General Meeting shall be sent to each member, not less than thirty (30) days prior to the date fixed for the meeting. Notice shall include time, place, pre-planned motions and sufficient information for members to form a reasoned judgement. Notice of each meeting of members must remind the members that the member has the right to vote in person or by proxy.

## **By-Law XII – Quorums**

1. General/Special/Annual Meeting
  - 1.1. A quorum for a meeting of members of NBAD shall consist of 10% of the active membership, present at the meeting in person or by proxy.
  - 1.2. A quorum for a decision on a resolution at a meeting of members of NBAD shall consist of a majority of the members registered at the meeting and the declared proxy votes.
2. Board of Directors
  - 2.1. A quorum of the Board shall be three (3) in number.

## **By-Law XIII – Committees**

Committees may be established by the Board as required. The terms of reference of the committees will be documented.

## **By-Law XIV – Finance**

1. Fiscal Year
  - 1.1. The fiscal year of the Association shall end on the thirty-first (31) day of March.
2. Fees
  - 2.1. Each member shall pay an annual fee to be determined from time to time by the Board and approved by the membership.
  - 2.2. The annual fee shall be applicable to the year commencing on April 1 and ending on March 31 and shall be payable on or before the 31<sup>st</sup> day of March, immediately preceding that year.
  - 2.3. The amount of the annual fee shall be as follows:
    - a) For the registration year of 2019-2020: \$375.00

- b) For the registration year of 2020-2021: \$395.00
- c) For the registration year of 2022-2023: \$435.00
- d) Effective for the annual fee payable for the registration year commencing April 1, 2023, the annual fee shall be increased each and every registration year by the greater of
  - i. two percent (2%) of the annual fee payable for the previous registration year, rounded up to the nearest dollar; or
  - ii. a percentage of the annual fee payable for the previous registration year equal to the increase, if any, of the Canadian Consumer Price Index (CPI) for the Province of New Brunswick for the 12 months ending on December 31 of the second calendar year proceeding the beginning of the registration year for which the annual fee is payable, rounded up to the nearest dollar. (CPI: [Statistics Canada Table 18-10-0004-02 Consumer Price Index by geography, all-items, monthly, percentage change, not seasonally adjusted](#)).For example, for the annual fee payable for the registration year commencing April 1, 2023, the applicable New Brunswick CPI increase, if greater than two percent (2%), is the percentage for the 12 months ending on December 31, 2021.

2.4. A member who fails to pay the prescribed annual fee by March 31 will be suspended by the Registrar (Act – section 22(4)). The suspension of the registration of any member remains in effect until the member complies with the Act, section 23 (a) to (d).

2.5. A member who has been suspended due to nonpayment of fees shall pay a reinstatement fee as determined by the Board.

### 3. Expenses

3.4 The cost of clerical work, programs, projects, publicity and other expenses approved by the Board shall be paid from the funds of the Association.

### 4. Cheques

4.4 All cheques shall be signed by any two (2) of the following four (4) officers: President, President-Elect, Treasurer or the Registrar.

### 5. Accounting Firm

5.4 An Accounting firm shall be appointed each year by the Board. The firm shall review the financial statements of the Association prior to the Annual Meeting. The Treasurer presents the firm's report to the membership at the Annual Meeting.

### 6. List of Fees

6.4 NBAD will maintain and update a List of Fees detailing all fees which will be charged by the Association. The List of Fees will be available upon request by any member of the Association or upon enquiry from the public.

## **By-Law XV – Revision of By-Laws**

By-Laws may be repealed, amended or re-enacted by a two-thirds ( $\frac{2}{3}$ ) vote of the members present in person, by proxy or by mail, at the Annual Meeting or General Meeting called for this purpose. Written notice shall be sent to each member at least thirty (30) days prior to the meeting.

## **By-Law XVI – Conduct of Meetings**

### **1. Rules of Order**

- 1.1. Bourinot's Rules of Order shall constitute the parliamentary authority of the Association in all matters not covered by the Act, By-Laws or Regulations.

### **2. Virtual Attendance**

- 2.1. A member or any other person entitled to attend a meeting of the Association or of the Board of Directors or of a committee of the Association or a committee of the Board of Directors may participate in the meeting by means of telephone, videoconference, web conference or other communication facilities that permit all persons participating in the meeting to hear each other and a person participating in such a meeting by those means shall be deemed for the purposes of the Act and these By-Laws to be present in person at the meeting.
- 2.2. For purposes of voting at an Annual General Meeting, a General Meeting, or a Special Meeting by members who participate in the meeting by virtual means in accordance with section 2.1 hereof, a designate of NBAD shall verify the membership status of such members, and that due process is followed (as per NBAD By-Laws, policies and procedures).

## **By-Law XVII – Indemnification and Insurance**

1. Every director and every officer of the Association and their heirs, executors, administrators and other legal personal representatives shall, when required, be indemnified and saved harmless by the Association from and against:
  - 1.1. Any liability and all costs, charges and expenses that one sustains or incurs in respect of any action, suit or proceeding that is proposed or commenced against any such persons for or in respect of anything done or permitted by such a person in respect of the execution of the duties of that person's office; and,
  - 1.2. All other costs, charges and expenses sustained or incurred by such a person in respect of the affairs of the Association; provided that no director or officer of the Association shall be indemnified by the Association in respect of any liability, costs, charges or expenses that such person sustains or incurs in or about any action, suit or other proceeding as a result of having been adjudged to be in breach of any duty or responsibility imposed upon that person under the Act, or under any other statute unless:

- 1.2.1. The person acted honestly and in good faith with a view to the best interests of the Association; and,
  - 1.2.2. In the case of a criminal or administrative action that is enforced by a monetary penalty the person had reasonable grounds for believing that the person's conduct was lawful.
2. The Association must purchase and maintain such insurance as the Board may from time to time determine for the benefit of its directors and officers, except insurance against a liability, costs, charge or expense incurred by a director or officer as a result of a contravention of the Act.

## **By-Law XVIII – Register of Members**

The Registrar shall maintain a register in which shall be entered the name of every person accepted for membership under the Act.

The Board shall keep a register called the Corporation Register.