

Proposed By-Law Amendments

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Put forward by:



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Definitions and Interpretation

1. In these by-laws
 - a. "AACI" means Accredited Appraiser Canadian Institute designation.
 - b. "Act" means *Real Estate Appraisers Act*, SNS 1998, c. 25
 - c. "AIC" means the Appraisal Institute of Canada.
 - d. "Association" means the Nova Scotia Real Estate Appraisers Association (NSREAA) incorporated by the Act.
 - e. "Board" means the Board of Directors of the Association established by Section 9 of the Act.
 - f. "By-Laws" means the By-Laws of the Association.
 - g. "Candidate" means an individual who is required to register under the Act to engage in the practice of real estate appraisal, and who is enrolled with an approved Candidacy program.
 - h. "Continuing Professional Development" means learning activities offering significant intellectual or practical content that provides a Member the opportunity to develop new or existing competencies in areas that are relevant to a Member's professional responsibilities and growth.
 - i. "CRA" means Canadian Residential Appraiser designation.
 - j. "CREA" means Canadian Real Estate Association.
 - k. "Director at Large" means an individual who is elected or appointed to the Board but is not an Officer.
 - l. "Executive Committee" means the President, Vice-President, Secretary and Treasurer.
 - m. "Executive Director" means the individual employed by the Association to carry out such functions as directed by the Board.
 - n. "In Good Standing" means, in reference to registration, being registered with dues fully paid up and not being subject to a suspension of registration.
 - o. "Member" means an individual who is registered under one of the registration categories for membership and whose name is entered in the Register.

- p. "Officer" means one of the President, Vice-President, Secretary, or Treasurer.
 - q. "Ordinary Resident" means an individual who resides in Nova Scotia for six (6) months or more of any calendar year.
 - r. "Policy" means a procedure or protocol adopted and implemented by the Board.
 - s. "Practice of Real Estate Appraisal" includes the analysis and evaluation of real estate, or any interest therein, for the purpose of giving an opinion, estimate or recommendation on the value of such interest, and providing advice and counselling with respect to value;
 - t. "Professional Services" means real property appraisal, review, consulting, reserve planning, and mass appraisal services which are rendered, or which should be rendered, by a qualified, competent Member authorized under the Act and By-Laws.
 - u. "Register" means a register of individuals maintained by the Registrar.
 - v. "Registered" means registered pursuant to the Act and the By-Laws.
 - w. "Resigned Member" means an individual whose application to resign has been accepted.
 - x. "Rules" means rules made either by resolution of the Board pursuant to section 11 of the Act or by the Committee of Examiners that are then approved by the Board in accordance with section 15(5) of the Act.
 - y. "Suspended Member" means an individual who is registered under one of the registration categories for membership and whose name is entered in the register but whose membership is not in good standing resulting from the individual's failure to comply with the Act, By-Laws, Rules, Codes of Ethics, or Standards of Practice.
2. Terms defined in the Act have the same meaning in these By-Laws, except for "Candidate".
 3. The term "in writing" applies to both paper and electronic form.
 4. Words importing the singular shall be construed as including the plural and vice versa, and words importing male persons shall be construed to include female persons and vice versa.
 5. Headings used in these By-Laws are for convenience of reference only and shall not affect the interpretation of these By-Laws.

6. The Board may make Rules and Policies with regard to any matter related to the governance of the profession provided, however, that such Rules and Policies shall not be contrary to the provisions of the Act or By-Laws.
7. In the event of any dispute as to the intent or meaning of any Rule or Policy of the Association adopted or established by the Board, the interpretation by a majority of the Board shall be final and conclusive.

Head Office

8. The head office of the Association shall be located in Nova Scotia in a place determined from time to time by the Board.

Corporate Seal

9. The Corporate seal of the Association shall be in the form embossed as approved from time to time by the Board of Directors and displayed on the Association's website.
10. The Corporate Seal shall be kept at all times in the custody of the Secretary at the head office of the Association.

Authority to Bind Association

11. Contracts or documents in writing exceeding \$5,000 requiring the signature of the Association shall be signed by any two of the President, Vice-President, Secretary, Treasurer or Executive Director, and all contracts or documents signed under seal shall be binding on the Association without further authorization or formality. Contracts or documents in writing that are less than \$5,000 requiring the signature of the Association shall be signed by any one of the President, Vice-President, Secretary, Treasurer or Executive Director.

Finance

12. All expenditures in excess of \$5,000 shall be approved in writing by the Treasurer before any cheque or other document authorizing payment is issued.
13. The Board may appoint such agents and engage such employees as it shall deem expedient, including an Executive Director, and such individuals shall have the authority and perform such duties as shall be decided by the Board.
14. The Board shall have the power to fix the remuneration of employees and agents and make such other expenditures as it may deem expedient to further the purposes of the Association.

Auditors

15. Auditors shall be appointed for the ensuing year at the annual meeting of the Association. The auditors shall examine the books and accounts of the Association and submit their report in writing to be presented at the annual meeting of the Association.

Fiscal Year

16. The fiscal year of the Association shall be the calendar year.

Banking

17. All funds and securities received shall be deposited in such bank or trust company or safety deposit vaults as the Board directs.
18. All cheques for payment by the Association shall be signed by any two of the President, Vice-President, Secretary, Treasurer, and the Executive Director.
19. All online banking transactions for payment by the Association shall be approved by any two of the President, Vice-President, Secretary, Treasurer, and the Executive Director.
20. The Board may adopt a policy not inconsistent with these By-Laws including the Association's banking and the use of any Association credit card issued in the name of the Association.

Borrowing

21. The Board may from time to time:
 - a. Borrow money to a maximum of \$50,000 on the credit of the Association, on such terms as it deems necessary. All borrowing in excess of \$50,000 shall be approved by the membership of the Association.
 - b. Issue bonds, mortgages, debentures or other securities of the Association for the lawful purpose of the Association for such amounts and upon such terms as may be deemed necessary, but no such bond, mortgage, debenture or other security shall be for a sum less than one hundred dollars each, and may pledge the same for such sums and at such prices as may be deemed expedient or be necessary. Provision 21 (a) above applies.
 - c. Charge, hypothecate, mortgage or pledge all or any of the real or personal property, rights, and assets of the Association to secure any such bonds, mortgages,

debentures or other securities and any indebtedness of the Association or sum or sums borrowed for the purposes of the Association, and any instrument of hypothecation, mortgage or pledge may contain such covenants, provisions, and agreement as the Board may deem expedient.

22. Nothing in these By-Laws shall limit or restrict borrowing of money by the Association on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Association.

Membership

23. Individuals must meet the requirements of the Act and these By-Laws to be registered as a Member in the Association.
24. Members shall be those individuals whose names are entered in the Register as Members.
25. All Members in good standing shall be entitled to receive copies of any regular bulletins issued by the Association.
26. In approving the registration or renewing the registration of any individual, the Registrar, the Committee of Examiners, or the Board (as applicable) must determine the registration category in which the individual qualifies for registration.
27. In a case where the individual applying does not hold a designation that is currently recognized by the Committee of Examiners, the individual may apply for membership through the Committee of Examiners. The Committee of Examiners shall consider whether the applicant has obtained the training and experience substantially equivalent to the admissions requirements for Candidates, CRAs or AACIs, as applicable, through the AIC.
28. The Association shall have the following registration categories for membership:
 - a. Regular (fee);
 - b. Regular (non-fee);
 - c. Candidate (fee);
 - d. Candidate (non-fee);
 - e. Temporary;
 - f. Out-of-Province;

- g. Retired;
 - h. Student;
 - i. Honourary; and
 - j. Such other categories as the Board may from time to time approve.
29. Regular (fee), Regular (non-fee), Candidate (fee), Candidate (non-fee), and Out of Province Members in good standing shall be entitled to full membership rights, including:
- a. Notice of meetings of the Association;
 - b. The right to vote on resolutions put to a vote;
 - c. The right to be nominated to hold office as a Director or Officer;
 - d. Upon election or appointment, to hold office as a Director or Officer;
 - e. To nominate individuals to hold office as a Director or Officer;
 - f. To be nominated to serve on committees of the Association; and
 - g. The right to vote in the election of directors.

Regular Members

30. A Regular Member (fee and non-fee) is an individual who is required to register under the Act to engage in the practice of real estate appraisal. Such individual shall have the right to exercise full privileges in the Association.

Application for Registration as a Regular Member (fee) under section 15(2) of the Act

31. A Regular Member (fee) is a Member who renders Professional Services on a fee-for-service basis, and where the product of the service may be provided to any party other than the Member's employer, firm, partnership or personal corporation.
32. An individual applying for registration as a Regular Member (fee) under section 15(2) of the Act shall provide to the Committee of Examiners:
- a. A completed Application for Registration to Practice Form as prescribed by the Rules;

- b. As applicable, confirmation that the individual holds either of the designations AACI or CRA, or the designation Market Value Appraiser – Residential from the CREA or such other designation as may be approved by the Committee of Examiners from time to time;
 - c. As applicable, confirmation that the individual is a Member in Good Standing with the AIC;
 - d. Confirmation of necessary experience as set out in the Rules;
 - e. As applicable, confirmation that the applicant has passed any examination(s) prescribed by the Committee of Examiners;
 - f. Confirmation that the individual carries the required professional liability insurance;
 - g. Evidence of good character by such means as the Committee of Examiners may reasonably require;
 - h. As applicable, confirmation of good standing as a registered real estate appraiser in another province;
 - i. As applicable, confirmation that there are no restrictions on an individual's practice in a jurisdiction where the individual is licensed or certified to practice that would restrict or prohibit the applicant's ability to engage in the practice of real estate appraisal;
 - j. Confirmation that the applicant is not the subject of a registration sanction in any other jurisdiction;
 - k. Confirmation that the applicant is not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board, and the Board, in its absolute discretion shall determine whether to grant or refuse membership;
 - l. Evidence that the applicant does not have the status of undischarged bankrupt under the Bankruptcy and Insolvency Act; and
 - m. Satisfaction of other applicable requirements specified in the By-Laws or by the Committee of Examiners.
33. Upon the individual applying for registration as a Regular Member (fee) under section 15(2) of the Act and meeting requirements set forth herein and, paying any fees, dues or assessments fixed by the Association, the applicant may be registered as a Regular Member of the Association.

Application for Registration as a Regular Member (non-fee) under section 15(2) of the Act

34. A Regular Member (non-fee) is a Member who renders Professional Services exclusively for the internal use of their employer and whose Professional Services Reports are kept in-house and are not provided to an outside party, although a fee may be paid by that outside party to cover the cost of the preparation of the Report.
35. A individual applying for registration as a Regular Member (non-fee) under section 15(2) of the Act shall provide to the Committee of Examiners:
 - a. A completed Application for Registration to Practice Form as prescribed by the Rules;
 - b. As applicable, confirmation that the individual holds either of the designations AACI or CRA, or Market Value Appraiser – Residential from the CREA or such other designation as may be approved by the Committee of Examiners from time to time;
 - c. As applicable, confirmation that the individual is a Member in Good Standing with the AIC;
 - d. Confirmation of experience necessary as set out in the Rules;
 - e. As applicable, confirmation that the applicant has passed any examination(s) prescribed by the Committee of Examiners;
 - f. Confirmation that the individual carries the required professional liability insurance;
 - g. Evidence of good character by such means as the Committee of Examiners may reasonably require;
 - h. As applicable, confirmation of good standing as a registered real estate appraiser in another province;
 - i. As applicable, confirmation that there are no restrictions on an individual's practice in a jurisdiction where the individual is licensed or certified to practice that would restrict or prohibit the applicant's ability to engage in the practice of real estate appraisal;
 - j. Confirmation that the applicant is not the subject of a registration sanction in any other jurisdiction;
 - k. Confirmation that the applicant is not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this

information shall be provided to the Board who will make a determination on whether to grant membership;

- l. Evidence that the applicant does not have the status of undischarged bankrupt under the Bankruptcy and Insolvency Act; and
 - m. Satisfaction of other applicable requirements specified in the By-Laws or by the Committee of Examiners.
36. Upon the individual applying for registration as a Regular Member (non-fee) under section 15(2) of the Act and meeting requirements set forth herein and paying any fees, dues or assessments fixed by the Association, the applicant may be registered as a Regular Member of the Association.

Candidate Members

37. A Candidate Member (fee and non-fee) is an individual who is required to register under the Act to engage in the practice of real estate appraisal, and who is enrolled with an approved Candidacy program.

Application for Registration as a Candidate Member (fee) under s. 15(2) of the Act

38. A Candidate Member (fee) is a Member who renders Professional Services on a fee-for-service basis, and where the product of the service may be provided to any party other than the Member's employer, firm, partnership or personal corporation.
39. An individual applying for registration as a Candidate Member (fee) under section 15(2) of the Act shall provide to the Committee of Examiners:
- a. A completed Application for Registration to Practice Form as prescribed by the Rules;
 - b. As applicable, confirmation that the individual is a Member in Good Standing with the AIC;
 - c. A completed Candidate Registration Form as prescribed by the Rules;
 - d. Confirmation that the individual is enrolled as a Candidate Member of the AIC, or such other program as may be approved by the Committee of Examiners from time to time;
 - e. A written undertaking to maintain enrolment or report to the Committee of Examiners if the Candidate ceases to be enrolled as a Candidate Member of the AIC, or other such program as may be approved by the Committee of Examiners from time to time, and to cause all appraisal reports prepared by the Candidate to be co-signed

- by a Regular fee, Regular non-fee, or Out-of-Province Member of the Association once membership as a Candidate is granted;
- f. Confirmation of necessary experience as set out in the Rules;
 - g. As applicable, confirmation that the applicant has passed any examination(s) prescribed by the Committee of Examiners;
 - h. Confirmation that the individual carries the required professional liability insurance;
 - i. Evidence of good character by such means as the Committee of Examiners may reasonably require;
 - j. As applicable, confirmation of good standing as a registered real estate appraiser in another province;
 - k. As applicable, confirmation that there are no restrictions on an individual's practice in a jurisdiction where the individual is licensed or certified to practice that would restrict or prohibit the applicant's ability to engage in the practice of real estate appraisal;
 - l. Confirmation that the applicant is not the subject of a registration sanction in any other jurisdiction;
 - m. Confirmation that the applicant is not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board, and the Board, in its absolute discretion shall determine whether to grant or refuse membership;
 - n. Evidence that the applicant does not have the status of undischarged bankrupt under the *Bankruptcy and Insolvency Act*; and
 - o. Satisfaction of other applicable requirements specified in the By-Laws or by the Committee of Examiners.
40. Upon the individual applying for registration as a Candidate Member (fee) under section 15(2) of the Act and meeting requirements set forth herein and, paying any fees, dues or assessments fixed by the Association, the applicant may be registered as a Candidate Member of the Association. However, if that individual ceases to be enrolled as hereinbefore required, the individual's name shall be removed immediately from the Register by the Registrar and the individual shall thereafter cease to be a Candidate Member of the Association.

Application for Registration as a Candidate Member (non-fee) under s. 15(2) of the Act

41. A Candidate Member (non-fee) is a Member who renders Professional Services exclusively for the internal use of their employer and whose Professional Services Reports are kept in-house and are not provided to an outside party, although a fee may be paid by that outside party to cover the cost of the preparation of the Report.
42. An individual applying for registration as a Candidate Member (non-fee) under section 15(2) of the Act shall provide to the Committee of Examiners:
 - a. A completed Application for Registration to Practice Form as prescribed by the Rules;
 - b. As applicable, confirmation that the individual is a Member in Good Standing with the AIC;
 - c. A completed Candidate Registration Form as prescribed by the Rules;
 - d. Confirmation that the individual is enrolled as a Candidate Member of the AIC, or such other program as may be approved by the Committee of Examiners from time to time;
 - e. A written undertaking to maintain enrolment or report to the Committee of Examiners if the Candidate ceases to be enrolled as a Candidate Member of the AIC, or other such program as may be approved by the Committee of Examiners from time to time, and to cause all appraisal reports prepared by the Candidate to be co-signed by a Regular fee, Regular non-fee, or Out-of-Province Member of the Association once membership as a Candidate is granted;
 - f. Confirmation of necessary experience as set out in the Rules;
 - g. As applicable, confirmation that the applicant has passed any examination(s) prescribed by the Committee of Examiners;
 - h. Confirmation that the individual carries the required professional liability insurance;
 - i. Evidence of good character by such means as the Committee of Examiners may reasonably require;
 - j. As applicable, confirmation of good standing as a registered real estate appraiser in another province;
 - k. As applicable, confirmation that there are no restrictions on an individual's practice in a jurisdiction where the individual is licensed or certified to practice that would restrict or prohibit the applicant's ability to engage in the practice of real estate appraisal;

- l. Confirmation that the applicant is not the subject of a registration sanction in any other jurisdiction;
 - m. Confirmation that the applicant is not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board, and the Board, in its absolute discretion shall determine whether to grant or refuse membership;
 - n. Evidence that the applicant does not have the status of undischarged bankrupt under the *Bankruptcy and Insolvency Act*, and
 - o. Satisfaction of other applicable requirements specified in the By-Laws or by the Committee of Examiners.
43. Upon the individual applying for registration as a Candidate Member (non-fee) under section 15(2) of the Act and meeting requirements set forth herein and, paying any fees, dues or assessments fixed by the Association, the applicant may be registered as a Candidate Member of the Association. However, if that individual ceases to be enrolled as hereinbefore required, the individual's name shall be removed immediately from the Register by the Registrar and the individual shall thereafter cease to be a Candidate Member of the Association.

Temporary Member

44. A Temporary Member is an individual who is not an Ordinary Resident of Nova Scotia and who is required to register under the Act to engage in the practice of real estate appraisal. Such individual shall be permitted to practice real estate appraisal for a three month term. A temporary Member has no voting rights and cannot hold office at any level.

Application for Registration as a Temporary Member under s. 15(3) of the Act

45. An individual applying for registration as a temporary member under section 15(3) of the Act shall provide to the Committee of Examiners:
- a. A completed Application for Registration to Practice Form as prescribed by the Rules;
 - b. As applicable, confirmation that the individual holds either of the designations AACI or CRA, or the designation Market Value Appraiser – Residential from the CREA or such other designation as may be approved by the Committee of Examiners from time to time;

- c. As applicable, confirmation that the individual is a Member in Good Standing with the AIC;
 - d. Confirmation of necessary experience as set out in the Rules;
 - e. As applicable, confirmation that the applicant has passed any examination(s) prescribed by the Committee of Examiners;
 - f. Confirmation that the individual carries the required professional liability insurance;
 - g. Evidence of good character by such means as the Committee of Examiners may reasonably require;
 - h. As applicable, confirmation of good standing as a registered real estate appraiser in another province;
 - i. As applicable, confirmation that there are no restrictions on an individual's practice in a jurisdiction where the individual is licensed or certified to practice that would restrict or prohibit the applicant's ability to engage in the practice of real estate appraisal;
 - j. Confirmation that the applicant is not the subject of a registration sanction in any other jurisdiction;
 - k. Confirmation that the applicant is not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board, and the Board, in its absolute discretion shall determine whether to grant or refuse membership;
 - l. Evidence that the applicant does not have the status of undischarged bankrupt under the Bankruptcy and Insolvency Act; and
 - m. Satisfaction of other applicable requirements specified in the By-Laws or by the Committee of Examiners.
46. Upon the individual applying for registration as a Temporary Member under section 15(3) of the Act and meeting requirements set forth herein and paying any fees, dues or assessments fixed by the Association, the applicant may be registered as a regular member of the Association.
47. Registration of an individual as a Temporary Member shall be for a period of three months which period may be renewed or extended or additional periods of up to three months upon the individual completing to the satisfaction of the Committee of Examiners a Temporary Registration Form (Renewal) as prescribed by the Rules.

Out of Province Member

48. An Out of Province Member is a Member who is not an Ordinary Resident of Nova Scotia and who is required to register under the Act to engage in the practice of real estate appraisal within Nova Scotia.
49. An individual applying for registration as an Out-of-Province Member under section 15(2) of the Act shall provide to the Committee of Examiners:
 - a. A completed Application for Registration to Practice Form as prescribed by the Rules;
 - b. As applicable, confirmation that the individual holds either of the designations AACI or CRA, or Market Value Appraiser – Residential from the CREA or such other designation as may be approved by the Committee of Examiners from time to time;
 - c. As applicable, confirmation that the individual is a Member in Good Standing with the AIC;
 - d. Confirmation of necessary experience as set out in the Rules;
 - e. As applicable, confirmation that the applicant has passed any examination(s) prescribed by the Committee of Examiners;
 - f. Confirmation that the individual carries the required professional liability insurance;
 - g. Evidence of good character by such means as the Committee of Examiners may reasonably require;
 - h. As applicable, confirmation of good standing as a registered real estate appraiser in another province;
 - i. As applicable, confirmation that there are no restrictions on an individual's practice in a jurisdiction where the individual is licensed or certified to practice that would restrict or prohibit the applicant's ability to engage in the practice of real estate appraisal;
 - j. Confirmation that the applicant is not the subject of a registration sanction in any other jurisdiction;
 - k. Confirmation that the applicant is not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this

information shall be provided to the Board, and the Board, in its absolute discretion shall determine whether to grant or refuse membership;

- l. Evidence that the applicant does not have the status of undischarged bankrupt under the Bankruptcy and Insolvency Act; and
 - m. Satisfaction of other applicable requirements specified in the By-Laws or by the Committee of Examiners.
50. Upon the individual applying for registration as an Out-of-Province Member under section 15(2) of the Act and meeting requirements set forth herein and paying any fees, dues or assessments fixed by the Association, the applicant may be registered as an Out Of Province Member of the Association.

Student Member

51. A Student Member is an individual who, at the time of application, is enrolled as a full time or part time student in a recognized university course of study, has not completed the requirements of any designation, has not entered into the AIC Candidacy program, and is not eligible to become a Member under any other membership category in the Association. A Student Member may provide technical assistance or other support functions, is not permitted to sign reports, and is not eligible for liability insurance. A student Member has no voting rights and cannot hold office at any level. This category does not replace the Candidate Member.

Application for Student Membership

52. An individual who meets the requirements in section 51 must properly complete the Application for Student Membership as prescribed by the Rules. A student member must provide a written undertaking not to engage in the practice of real estate appraisal.

Retired Member

53. An individual who is or was qualified to engage in the practice of real estate appraisal, and is or was a Candidate, or Regular member of the NSREAA, but who has retired from the practice of real estate appraisal, is eligible to move to the retired category. Such individual shall have the right to sit on committees, chair committees, and to participate in the election of the Board of Directors. A Retired Member cannot hold office on the Board of Directors except as Past President. Retired Members shall not engage in the practice of real estate appraisal or Professional Services under the Act.

Application for Registration as a Retired Member

54. A Candidate, Regular or former Member seeking to move to the retired category must properly complete the Application for Registration as a Retired member as prescribed by the Rules, provide an undertaking not to practice real estate appraisal or provide Professional Services, and remit to the Association any fees, dues or assessments fixed by the Association. The Board may make policies regarding the requirement of insurance for Retired Members.

Honourary Membership

55. The Board may by resolution confer honorary membership in the Association on any individual who has demonstrated exceptional interest and dedication to the Association and has assisted the Association with the conduct of its affairs as a non-member.
56. Honourary Members of the Association have none of the rights associated with registration as a Member, except that Honourary Members shall be entitled to receive regular bulletins issued by the Association.
57. The Board may cancel the registration of any Honourary Member by special resolution.

Member Duties

58. It shall be the duty of every Member of the Association to abide by the Act, By-laws, Rules, Code of Ethics, Standards of Practice, and to cooperate with the Association, its Officers and committees in all matters relating to the affairs of the Association and a Member's failure to abide may, *inter alia*, subject the Member to the complaints and discipline process contained in the Act.

Failure to Maintain Membership in Good Standing

59. At all times an individual must maintain membership in good standing to engage in the Practice of Real Estate Appraisal or Professional Services and to enjoy the rights bestowed by the individual's membership category.
60. An individual who fails to maintain membership in good standing shall be noted in the Register as being a Suspended Member until the Suspended Member complies with these By-Laws.

Resignation

61. An individual may apply to the Board to resign as an active Member of the Association by completing and filing with the Registrar a Request to Resign Declaration as prescribed by the Rules.
62. The Registrar shall consider a Request to Resign Declaration but shall not recommend to the Board that the request to resign be granted where:
 - a. A complaint is pending against the Member and the Request is not supported by the Committee tasked with either the investigation or hearing of the complaint; or
 - b. There are amounts owing by the Member to the Association.
63. The Board shall consider a Request to Resign and may grant to request with or without adding conditions and should the Board make the request subject to conditions, the Registrar shall accept the resignation once all conditions have been met.
64. A Member whose resignation has been accepted shall be categorized as a Resigned Member
65. A Resigned Member remains subject to the complaints and discipline process contained in the Act.

Fees and Other Assessments

66. Annually, the Board shall fix fees payable by any individual as per sections 6(g), 6(h) and 6(i) of the Act.
67. After the Board has fixed fees, the Registrar shall cause all fees to be posted to the Association's website or otherwise publish fees via an electronic means accessible to the public.
68. The Board may make policies concerning the reduction or waiving of fees including the circumstances in which fees may be reduced or waived.

Renewal of Membership

69. The registration of each Member shall be valid from the date of registration until the September 30 next following. All Member registrations must be renewed annually.
70. Annual dues and fees shall be payable on October 1 of each year.

71. With the exception of temporary, student and honorary Members, to renew registration as a Member by October 1 of each year, the Member shall submit to the Association, AIC, or other entity as the Board directs:
 - a. The prescribed annual dues and fees ;
 - b. As applicable, the AIC dues and fees;
 - c. As applicable, a report of any criminal conviction, or undischarged bankruptcy on the part of the Member. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board which will make a determination on whether to grant membership renewal; and
 - d. As applicable, proof of insurance.
72. A Member who does not comply with sections 69-71 shall no longer be a Member in Good Standing.

Continuing Professional Development

73. The Board may be responsible for ensuring that the members engage in Continuing Professional Development as required by the By-Laws and as per section 6(j) of the Act.
74. The Board shall have the authority to determine:
 - a. Activities that qualify as Continuing Professional Development;
 - b. The manner in which Members shall report their Continuing Professional Development;
 - c. Members or classes or Members who may be exempted or have reduced professional development hours and the terms upon which the exemption or reduction in hours is granted;
 - d. Members or classes of Members where professional development hour requirements may be enhanced;
 - e. Categories or types of Continuing Professional Development that are required; and
 - f. Member compliance with the requirements of these By-Laws.

75. Every Member shall complete and submit a continuing professional development report respecting the Member's continuing professional development hours in the manner prescribed by the Board.
76. Where an individual who is a Member fails to complete the minimum required hours of Continuing Professional Development prescribed by the Board, the failure shall be drawn to the attention of the Committee of Examiners, which may take one or more of the following actions:
 - a. Waive a portion or all of the continuing professional development requirement;
 - b. Stipulate a time frame and manner in which the Member must complete any deficiency;
 - c. Make a report to the Board that the Board refer the fact of the Member's failure to complete the minimum required hours of continuing professional development to the Chair of the Complaints Committee which referral shall be considered a complaint for the purposes of the Act and these By-Laws; or
 - d. Declare the individual to be a Suspended Member until certain action(s) identified by the Committee of Examiners is met by the Member.
77. Where a Member fails to comply with the required course of action stipulated pursuant to section 75 the Committee of Examiners also may exercise any of its powers under sections 6(a),(j), (s) and (w) of the Act.
78. Every Member shall retain for three (3) years or such longer period as the Board may determine, documentation to support the completion of the continuing professional development activities that have been reported by the Member.

Professional Liability Insurance

79. All Members who are engaged in the practice of real estate appraisal shall carry and maintain in good standing professional liability insurance in the amount, nature and scope to be determined from time to time by the Board.
80. Upon payment of annual fees for membership in the Association, a Member who intends to engage in the Practice of Real Estate Appraisal shall provide proof of insurance satisfactory to the Registrar before being registered.

Ethics and Standards of Practice

81. The Association adopts and undertakes to enforce the Codes of Ethics and Standards of Practice as approved by the Board from time to time.

Signing Appraisal Reports

82. Every Member shall sign and date all final appraisal reports or other documents containing opinions with respect to the value of real estate prepared by the Member or for the Member and for which the Member accepts responsibility.
83. The signature of a Member required under section 81 shall be the same name as on the Member's Certificate of Registration or Temporary Certificate of Registration and shall include and be followed by:
 - a. The Association abbreviation: "NSREAA" and the Member's registration number in the Association; and
 - b. The designation or status of the Member as shown on the Member's Certificate of Registration or Temporary Certificate of Registration.
 - c. (a) and (b) shall be in the form provided in Appendix "A".

Meetings of the Association

84. Meetings of the Association may take place in person or by electronic means as the Board may determine.

Annual Meeting

85. The annual meeting of the Association shall be held at such place and date, not later than April 30 of each year, as the Board may by resolution determine.

Special Meetings

86. Special meetings of the Association may be convened by order of the President or Vice-President, by petition signed by one-third of the members of the Board, or by petition of not less than twenty-five (25) Members.

Notice

87. A notice stating the day, time and place of an annual or special meeting shall be sent to each Member by any of mail, e-mail, fax, or other electronic means to each Member to the Member's last address known to the Registrar not less than thirty (30) days before the date of the meeting.
88. In addition, notice may be included in the official magazine or newsletter published by the Association, or in any publication the Executive Committee may direct.

89. Notice of an annual meeting shall include an agenda of the items to be considered at the meeting.
90. Notice of a special meeting shall contain a specific statement of the business to be decided at the meeting including the proposed wording any motion to be voted on at the meeting.

Irregularities

91. The accidental omission to give notice to a Member or failure to receive notice by a Member shall not invalidate any resolution passed or any proceedings taken at an annual or special meeting.

Chairperson

92. The President shall preside as chairperson at all meetings of the Association, and in the absence of the President the Vice-President shall take the place of the President and act as the chairperson. In the absence of the President and Vice-President, those Members of the Association present and entitled to vote shall choose another member of the Board as chairperson, but if no Member of the Board is present, or if all members of the Board decline to act as chairperson, then the members of the Association present shall choose another member to act as chairperson.
93. If at a meeting a vote by ballot is demanded on the election of a chairperson, or on the question of adjournment, such vote shall be taken forthwith, without adjournment.

Adjournment

94. The chairperson may, with the consent of the Members voting at any meeting of the Association, adjourn the meeting from time to time, and no notice of such adjournment need be given to the Members of the Association. Any business may be dealt with at an adjournment meeting which could have been brought before the original meeting in accordance with the notice calling the meeting.

Quorum

95. Fifteen Members shall constitute a quorum for the transaction of business at all meetings of the Association.

Voting

96. Every question submitted to an annual or special meeting of the Association shall be voted on in the first instance by a show of hands or other virtual means, or by a standing vote, or by a secret ballot where requested.

97. At any meeting, unless a ballot is demanded, a declaration by the chairperson that a resolution has been carried or defeated unanimously or by a majority shall be conclusive evidence of the fact.
98. All matters to be voted on by the membership, other than the adoption of or amendment to By-Laws shall require a majority vote to pass.
99. The Chairman shall only vote in the case of a tie.
100. All meetings of the Members of the Association shall be conducted in accordance with Robert's Rules of Order, as from time to time revised.
101. Only Members of the Institute in good standing have the right to vote on AIC issues in accordance with its by-laws.

Governance

Election of Members to the Board

102. Subject to the requirements of the Act and the By-Laws, any Member in good standing of the Association is eligible to be nominated, elected or appointed as a Director. A Director must be a Member, unless appointed as a lay member in accordance with the *Act* and the By-Laws.
103. The Secretary shall, not less than sixty (60) days before the date fixed for the Annual General Meeting, solicit the entire eligible membership for names of Members to run for the offices for which terms are to expire and shall prepare a ballot containing the names of the Members who have been nominated and who are eligible to stand for office under these bylaws.
104. Any Member in good standing may nominate a Member to be a Director, provided that such nomination must be submitted in writing in the manner directed by the Board at least forty-five (45) days prior to the Annual General Meeting.
105. Upon nomination, the nominee must meet the following eligibility requirements to be eligible to be elected a Director:
 - a. Be a Member in good standing of the Association, and an Ordinary Resident of Nova Scotia;
 - a. Not the subject of a criminal conviction or has pleaded guilty to a criminal charge in any jurisdiction. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board, and the Board, in its absolute discretion shall determine whether to grant or refuse membership;

- b. Never been suspended by the Discipline Committee resulting from a finding of professional misconduct or incompetence; and
 - c. Undertake to comply with the Act, the By-laws, the policies of the Association, and to fulfill the duties and responsibilities required of a Director including attendance at meetings.
106. The Secretary shall review all nominations to ensure nominees meet the eligibility requirements for Directors set out in the Act and the By-Laws and shall prepare a list of eligible nominees. A nominated Member who is not in good standing at the time the nomination is received is not an eligible nominee.
107. In the event there is only one eligible nominee for a position, then the nominee shall be elected by acclamation.
108. Where an election to a position is required, a ballot containing the names of all eligible nominees shall be sent, in either paper or electronic format or a combination of both, to all Members in good standing, at the Member's mailing or email address found in the register, at least thirty (30) days before an Annual General Meeting. The ballot shall indicate:
- a. The position(s) to be filled on the Board;
 - b. The name of each individual who has been nominated for each position;
 - c. The time frame and manner in which the ballot must be returned; and
 - d. If a nominee has been found or admitted to incompetence or misconduct such information will be placed by the nominee's name.
109. Only Members in good standing are eligible to vote and each Member shall have one (1) vote for each position for which an election is being held.
110. A ballot must be properly completed and received at the Association office no later 4:00 p.m. seven (7) clear days preceding the date of the Annual General Meeting.
111. A scrutineer shall be appointed by the Secretary who shall be responsible, in accordance with a process established by the Board, to determine the number of votes cast for each nominated candidate and the scrutineer shall draw up a report in writing showing them in alphabetical order, the name(s) of the candidate(s) who have received the largest number of votes and shall turn the results over to the Secretary for safekeeping. The Secretary shall provide the report to the President immediately prior to the Annual General Meeting.

112. In the event of a tie vote, the President shall conduct a coin toss at the Annual General Meeting to break the tie. The Secretary shall verify the results of the coin toss and the President shall announce the results at the Annual General Meeting.
113. The report prepared and signed by the scrutineer will be final and conclusive as to the election of those successful candidates to the Board, notwithstanding any irregularity or informality or any accidental omission to supply a ballot to, or the non-receipt of a ballot by, any Member, whether within the prescribed time or otherwise.
114. The President shall declare at the Annual General Meeting the names of those elected or acclaimed and the lay Members appointed by the Governor in Council to the Board. If the names of the lay Members have not been confirmed at the time of the Annual General Meeting, those names shall be provided to the membership as soon as possible thereafter.
115. Candidates elected or acclaimed assume office immediately following the conclusion of the Annual General Meeting.

Terms

116. All Directors shall be elected or acclaimed to the Board for terms of two (2) years.
117. The office of President shall not be held by any one individual for more than one term consecutively. When the President's term is complete, s/he will then assume the office of Past President.
118. When the office of President becomes vacant the Vice President shall assume the office.
119. In the event that the office of the Past President becomes vacant for any reason the Board may appoint a Member, in good standing, who once held the position of President, to assume the office of Past President for the unexpired portion of the term.
120. The office of the provincial representative to the National Governing Council of the Institute (AIC Director) shall be elected in accordance with section 9(b) of the Act. For non-binding clarification, the current practice is to follow the election procedure as set forth in these By-Laws with the exception that only Members of the Association who are otherwise eligible to vote and who also are Members in good standing of the Institute are permitted to vote.
121. No Director shall serve in a position for more than three (3) consecutive terms.

122. Directors who have served for three (3) consecutive terms in one position are not eligible for reelection, acclamation, or re-appointment until four (4) years have passed since the end of their last consecutive term.

Lay Members

123. The Board shall appoint a committee to provide recommendations to the Board regarding the appointment of public representatives to the Board.
124. The Board shall approve a Lay Member application form to be completed by each individual who seeks appointment as a lay member of the Board.
125. The committee appointed may:
- a. Publically advertise to invite expressions of interest in service as a Lay Member on the Board;
 - b. Make available the Lay Member application form to individuals interested in appointment as a Lay Member;
 - c. Consider all submitted applications and conduct an interview process to nominate potential lay members. The interview may take place in person or by electronic means; and
 - d. Ensure that nominated Lay Members meet all criteria required by the Board, including complying with the following:
 - i. They are not, and have never been a Member of the Association or AIC;
 - ii. They are able and willing to serve fairly, impartially, and in the public interest;
 - iii. They commit to devote appropriate time and attention to the role of public representative;
 - iv. They are willing to contribute to the attainment of the purposes of the Association; and
 - v. They are not an undischarged bankrupt under the *Bankruptcy and Insolvency Act*.
126. The Board must consider all nominated individuals recommended by the committee and shall provide to the Minister of list of four (4) nominations.
127. A Lay Member shall be appointed by the Minister for a term of two (2) years or until a successor is appointed.

128. A Lay Member on the Board whose term has expired, or is about to expire, shall be eligible for reappointment provided that no public representative will be eligible to serve on the Board for more than three (3) terms.
129. The Board may consider payment of an honorarium to Lay Members and set requirements, if any, that the Lay Members must meet to receive all or a portion of the honorarium.

Vacancy on the Board

130. A Board vacancy will be filled in accordance with section 10(2) of the Act and these By-Laws.
131. A Director shall be considered to have vacated a position if:
 - a. The Director resigns from office, dies, or ceases to be an Ordinary Resident of Nova Scotia;
 - b. The Director's registration as a Member is revoked or suspended, or if the Director resigns from membership in the Association;
 - c. The Director has been convicted of a criminal offence or pleaded guilty to a criminal charge for which the Director has not been pardoned. If the applicant has been the subject of a criminal conviction or has pleaded guilty to a criminal charge, then this information shall be provided to the Board who will make a determination on whether consider the situation grounds for declaring a vacancy;
 - d. The Director has been suspended by the Discipline Committee resulting from a finding of professional misconduct or incompetence;
 - e. A court or physician determines the Director lacks mental incapacity or is incompetent, or the Director is an undischarged bankrupt under the *Bankruptcy and Insolvency Act*;
 - f. The Board passes a resolution to the effect that the Director has failed to comply with the Act, By-Laws, Rules or Policies of the Association, including any Policy governing attendance at meetings, or the Director's conduct, in the opinion of the Board, may detrimentally affect the reputation of the Association; or
 - g. The Director misses three consecutive Board meetings, unless the Board determines that the Director has provided a satisfactory explanation for any absence.
132. If the position held by a Director becomes vacant, the Board may appoint another Member, whose membership is in good standing, to hold office for the unexpired

portion of the term. Offices may be held open or filled by appointment of the Board, at the discretion of the Board.

133. Where an office becomes vacant with more than one year remaining in the term, the Board may appoint another individual to fill the office until the next Annual General Meeting at which point an election to that office will be held as otherwise provided by these By-Laws.
134. Where an office becomes vacant with less than one year remaining in a term, the Board may appoint another individual to hold office for the unexpired portion of the term.
135. A vacancy on the Board does not impair the power of the Board to act.

Board Duties

President

136. The President shall:
 - a. Preside at all meetings of the Board and the Association and at such meetings shall be entitled to participate in all discussions and to vote;
 - b. Report to each meeting of the Board and the Association concerning the operation of the Association;
 - c. Call an Annual General Meeting or special meeting of the Association when required;
 - d. Officially represent the Association along with the Executive Director;
 - e. Have all powers necessary or desirable to effectively carry out of the duties of the office; and
 - f. Perform such other duties and exercise such other powers as set out in the Act or the By-Laws or as the Board may from time to time direct.

Vice-President

137. The Vice-President shall:
 - a. Assist the President;
 - b. Be vested with all the powers and shall perform all the duties of the President in the absence, disability, or refusal to act of the President;

- c. Serve as chair of the Audit and Finance Committee; and
- d. Perform such other duties and exercise such other powers as set out in the Act or the By-Laws or as the Board may from time to time direct.

Secretary

138. The Secretary shall:

- a. Ensure that notice of all meetings as required by these By-Laws is prepared and distributed;
- b. Be responsible for all correspondence to and from the Board;
- c. Be responsible for coordinating all elections of the Association;
- d. Keep or cause to be kept minutes of all meetings of the Board and Association;
- e. Keep or cause to be kept a copy of the Act and the By-Laws and any and all amendments thereto;
- f. Keep or cause to be kept a copy of all minutes, records, Board-approved policies and documents of the Association;
- g. Keep or cause to be kept the Association seal at the Head Office;
- h. Ensure that a record of those in attendance at all Board meetings is kept;
- i. Have charge of all books and documents of the Association, except those which are the responsibility of the Treasurer; and
- j. Perform such other duties and exercise such other powers as set out in the Act or the By-Laws, or as the Board may from time to time direct.

Treasurer

139. The Treasurer shall:

- a. Have the care and custody of all funds and securities of the Association which shall be deposited in the name of the Association in such bank or financial institutions or with such depository as the Board may direct;
- b. Provide a report on the financial affairs of the Association at each meeting of the Board and Association;

- c. Obtain and present to the Board a report on the results of the yearly operations of the Association, and such other financial reports as the Board may from time to time require;
- d. Work with the Executive Director to prepare and present for the Board's review and approval the budget and annual operating expenses of the Association;
- e. Keep or cause to be kept full and accurate books of account in which shall be recorded all receipts and disbursements of the Association and, under the direction of the Board, control the deposit of money, the safekeeping of securities and the disbursements of the funds of the Association;
- f. Work with the Executive Director regarding the investment of surplus cash, as authorized by the Board in keeping with the Board's investment policy;
- g. At all reasonable times, exhibit the books and accounts of the Association to any Member of the Board upon application at the Association office during business hours;
- h. Ensure that the records of the Association are audited on an annual basis and present the results of the annual audit to the Board;
- i. Serve on the Audit Committee; and
- j. Perform such other duties and exercise such other powers as set out in the Act or the By-Laws, or as the Board may from time to time direct.

Directors at Large

- 140. The Directors at Large consist of the Past President, AIC Director (Provincial Representative to the National Governing Council of the Institute), and the two Lay Members.
- 141. The Directors at Large shall:
 - a. Prepare for Board meetings by reading all briefing materials prior to the meetings;
 - b. Participate in Board meetings by way of discussion and meaningful input;
 - c. Attend meetings of the Board as well as meetings of Committee(s) to which they are appointed;
 - d. Participate on Committee(s) to which they are appointed by the Board; and

- e. Perform such other duties and exercise such other powers as set out in the Act or the By-Laws or as the Board may from time to time direct.

Registrar

- 142. The Board shall appoint a Registrar.
- 143. The Registrar shall perform the duties enumerated in section 15 of the Act.
- 144. The Registrar shall maintain and keep up to date a record of:
 - a. The names, listed alphabetically, of all individuals who are or have been Members of the Association;
 - b. The addresses and calling of such Members, as far as can be reasonably ascertained; and
 - c. The names, addresses and calling of all individuals who are or have been Members of the Board or Officers of the Association, with the dates at which each became or ceased to hold office.

Executive Director

- 145. The Board may appoint an Executive Director and may, from time to time, require that the Executive Director assist the Treasurer, Secretary and Registrar with the duties of their respective offices.
- 146. The Board may prepare a job description for the Executive Director.
- 147. The Board may undertake an annual performance review of the Executive Director.
- 148. Subject to policies established by the Board, the By-Laws, and the provisions of the Act, the Executive Director shall:
 - a. Be responsible to the Board for the day-to-day business of the Association including for the planning, organization and control of all aspects of the operation of the Association;
 - b. Be responsible for carrying out such policies that the Board may establish from time to time;
 - c. Arrange for training and education of the Directors as may be directed by the Executive Committee;

- d. Along with the President, be the official representative of the Association;
- e. Have the powers and duties which generally pertain to Executive Director as conferred by the Board; and
- f. Perform such other duties as required under the Act, the By-Laws or as determined by the Board.

Board Meetings

- 149. A meeting of the Board shall be called at the direction of the President or three (3) Directors.
- 150. Meetings of the Board shall be held at least once in each quarter at such times and places as the President shall determine.
- 151. Meetings of the Board may be held in person, or by means such as telephone, electronic or other communication facilities that will permit all individuals participating in the meeting to communicate with each other.
- 152. Notice of any meeting of the Board shall be given to all directors at least seven (7) days prior to the meeting. Notice may be given in person, by regular mail, electronically, or by other such manner agreed to by a majority of Board members.
- 153. A meeting of the Board on shorter notice may be convened with the consent of six (6) of the Directors, or, if six (6) of the Directors are present at a meeting, the requirement for notice is automatically waived.
- 154. The accidental omission to give notice to any Director, or the failure of any Director to receive such notice, shall not invalidate any decision made or resolution passed at any such meeting.
- 155. Pursuant to section 9(4) of the Act, five (5) members of the Board constitute a quorum. No business shall be conducted at any meeting of the Board unless a quorum is present. When a quorum is not present, the meeting of the Board shall be adjourned to a time and place as may be decided by the President.
- 156. A meeting of the Board at which a quorum is present shall be competent to exercise all or any of the authority, powers, and discretions vested in or exercisable by the Board.
- 157. The Executive Director and such other individual as the Board invites shall attend each Board meeting in a non-voting capacity.

158. The President may require a meeting or a portion of a meeting to be held *in camera* and require that the Executive Director and any invitee attending the meeting withdraw from any *in camera* portion of the meeting.
159. The first meeting of the Board shall be held as soon as possible after the Annual General Meeting.
160. Minutes of all meetings of the Board shall be provided to all members of the Board. Upon request, Members of the Association shall have access to the Board minutes for the portion of meetings that are not held *in camera*.

Voting at Board Meetings

161. Each Director, including the President, shall have one (1) vote and Directors must be in attendance to cast a vote. Directors may not vote by proxy. In the event of a tie vote, a motion shall be deemed defeated. The Board shall adopt and abide by a Conflict of Interest Policy prescribed by the Board.
162. Unless otherwise provided in the Act or the By-Laws, every question arising at any meeting of the Board shall be decided by a majority of votes cast.
163. A declaration by the President that a motion has been carried or lost is sufficient unless a poll is demanded by at least one-half of the Directors present at or participating in the meeting. If a poll is demanded, the President will decide how the poll will be conducted.

Minutes

164. Minutes shall be kept of all meetings of the Board. The minutes shall indicate, without limitation, the names of the individuals present at the meeting, a list of all proposed resolutions and the result of the proposed resolutions.

Remuneration and Expenses

165. The Board may provide for the remuneration of Directors and Officers and may make policies governing such remuneration.
166. Directors and members of committees of the Board may, at the discretion of the Board, be paid their reasonable out of pocket expenses of attending meetings of the Board and its committees and of conducting the affairs of the Association. The Board may establish policies concerning the payment of such expenses.

Director and Officers Insurance

167. The Association shall carry a policy of insurance for the protection of its Members, officers, directors, committees and employees while carrying out their responsibilities on behalf of the Association.

Committees

168. The following committees are established as standing committees of the Association:

a. Those Committees prescribed by the Act:

- vi. Executive Committee;
- vii. Complaints Committee;
- viii. Discipline Committee;
- ix. Committee of Examiners; and
- x. Appeal Board; and

b. Those Committees established by these By-Laws:

- xi. Education Committee;
- xii. Audit and Finance Committee;
- xiii. Governance Committee; and
- xiv. Other Committees, which may include but are not limited to Membership and Public Relations Committee and Advocacy Committee.

169. The Board may establish Terms of Reference for out any of the committees established by this section.

170. The Board may establish *ad hoc* committees from time to time to fulfill such duties and responsibilities as the Board may determine.

171. Committee members are appointed by the Board of Directors. Members of a committee shall hold office for a period of two years.

172. Any member of a committee shall be eligible for reappointment. No one may serve on the same committee more than three consecutive two-year terms (6 years in total)

except in those cases where, in the judgment of the Board of Directors, a further extension is warranted.

173. When a vacancy occurs in the membership of a committee, otherwise than by expiration of the term of the office of the member, the Board may appoint another individual to hold office during the unexpired term.
174. Each committee shall hold meetings on an as-needed basis. Meetings of a committee shall be held at the discretion of the Chair, or at the request of at least one-half of the members of the Committee. At least seven days' notice shall be given of the date, time, place, and agenda for the meeting, unless in the case of an emergency. In order for an emergency meeting to be called, agreement of a majority of a committee's members must be stated for the record.
175. Each committee shall maintain notes of each meeting, and copy of each set of minutes shall be provided to the Secretary for safe-keeping at the Association office.
176. A committee member is deemed to have resigned if the committee member misses three or more consecutive committee meetings, unless the Committee Chair decides that the committee member has provided a satisfactory explanation for any absence.
177. All committee members must maintain membership in good standing.
178. The Board can remove a Committee Chair for cause.

Complaints Committee

179. The Board shall appoint six Members to the Complaints Committee in accordance with Section 20 of the Act. The Complaints Committee shall elect one of their Members as Chair. The majority of the members of the Complaints Committee shall be Registered Members. Three members of the Complaints Committee shall constitute quorum.

Mediation Process

180. Provided a complainant and member agree, the Complaints Committee may proceed to refer a complaint to mediation subject to the application of the following agreed pre-conditions:
 - a. The Member agrees to be responsible for all mediation costs, including the mediator's fees;

- b. A Complaints Committee member is to be in attendance at and throughout the mediation as an observer;
- c. Notes taken during a mediation will remain confidential saving and excepting the sharing of any notes by the Complaints Committee member in attendance at the mediation with other members of the Complaints Committee; and
- d. Any settlement agreement resulting from a mediation is subject to the review by and approval of the Complaints Committee.

Discipline Committee

181. The Board shall appoint six Members of the Discipline Committee in accordance with Section 22 of the Act, one member of which shall not be a Member of the Association. The Discipline Committee shall elect one of their members as Chair. The majority of members of the Discipline Committee shall be Registered Members. Three members of the Discipline Committee shall constitute quorum.

Disciplinary Procedure

182. A summons issued under subsection 24(5) of the Act shall be in the form provided in Appendix "B" or to like effect.

Appeal Board

183. The Board shall appoint five Members to the Appeal Board in accordance with Section 25 of the Act who will elect one of their members as Chair. The majority of members of the Appeal Board shall be Registered Members. Any appeal may be heard and determined by three (3) or more members of the Appeal Board. Any panel set for any hearing of the Appeal Board will comprise a majority of Registered Members.

Committee of Examiners

184. The Board shall appoint five Members to the Committee of Examiners in accordance with Section 14(1) of the Act. Three members of the Committee of Examiners shall constitute quorum. The Committee of Examiners shall appoint one of their members as Chair.

Executive Committee

185. There shall be an Executive Committee of the Association as required by section 9(2) of the Act.
186. The Executive Committee shall:

- a. On behalf of the Board, manage the affairs of the Association between the meetings of the Board;
- b. Ensure every new Director receives orientation to the Association and the Board with emphasis on a Director's role and responsibilities;
- c. Provide a quarterly report to the Board on the Executive Committee's activities;
- d. Report on any other matters assigned by the Board; and
- e. Exercise such other powers and duties as are determined by the Board from time to time.

Education Committee

187. The Board shall appoint a Chairperson and not less than three other Members to form the Education Committee.
188. Expenditures shall be limited to the amount provided in the approved budget expenditure of the Association.
189. The Committee shall administer and supervise education programs offered by the Association.

Audit and Finance Committee

190. The Audit and Finance Committee shall be comprised of the President, Vice-President, Treasurer, and Secretary and shall:
 - a. In accordance with section 11(d) of the Act, cause an audit of the accounts of the Association to be prepared for presentation at the Annual General Meeting in accordance with the provisions in these By-Laws;
 - b. Consider all matters affecting the finances of the Association and make recommendations to the Board regarding same; and
 - c. Exercise such powers and duties as are determined by the Board from time to time.

Governance Committee

191. The Board shall name the Chairperson.

192. The Governance Committee shall review the By-Laws, committee terms of reference, polices, and rules of the Association and make recommendations regarding same to the Board.
193. Expenditures shall be limited to the amount provided in the approved budget expenditure of the Association.

Appeals of decisions of the Committee of Examiners to the Board

194. In accordance with section 16 of the Act, the Board of Directors shall hear appeals of decisions of the Committee of Examiners.
195. The President shall serve as Chair when the Board hears appeals from the Committee of Examiners.
196. If the President is unavailable or unable to act as Chair, the Vice-President shall serve as Chair. If the President and Vice-President are unable or unavailable to act as Chair, then the remaining members of the Board of Directors shall appoint another member of the Board to serve as Chair.
197. The Board shall prescribe the form of Notice of Appeal to be used and set any applicable filing fee to be paid by any Member who wishes to appeal a decision of the Committee of Examiners.
198. A Notice of Appeal and a copy of the decision or notice being appealed must be filed in writing with the President within thirty (30) days of the decision being appealed having been provided by the decision maker to the appellant.
199. The President shall cause the Notice of Appeal and a copy of the decision or notice being appealed to be circulated to the Board.
200. The Chair of the Board shall:
 - a. Set a date for a hearing of the appeal;
 - b. Serve written notice of the date, time and place for the hearing of the appeal upon the appellant, the Registrar, and the Chair of the Committee of Examiners; and
 - c. Upon receipt of the Notice of Appeal from the President, the Chair of the Committee of Examiners shall deliver to the President all material on which the Committee of Examiners relied in making the decision that is the subject of the appeal. The President shall determine when and by what means the documents from the decision maker will be distributed to the registrant or registered firm filing the appeal and to the Association.

201. The parties to an appeal before the Board are the Committee of Examiners and the appellant.
202. The Board may adopt procedures for appeals to be heard by the Board. The Board shall have authority to determine its own process for conducting each appeal, including a determination as to whether an appeal should proceed by way of oral hearing or written submissions.
203. An appeal to the Board is limited to the matters set out in the Notice of Appeal.
204. In a proceeding before the Board, the parties have the right to:
 - a. Be represented by legal counsel at the expense of the party;
 - b. Disclosure of any information to be provided to the Board; and
 - c. A reasonable opportunity to make submissions.
205. The testimony of witnesses, if any, at a hearing before the Board shall be taken under oath or affirmation.
206. The Board shall make a decision as required by section 16(2) of the *Act*.
207. The Board shall render its decision with reasons in writing and provide a copy to the appellant, the Chair of the Committee of Examiners, and the Registrar.

Bankruptcy

208. A Member who becomes a bankrupt within the meaning of the *Bankruptcy and Insolvency Act*, shall notify the Registrar of the fact and circumstances of the bankruptcy in writing not later than fifteen (15) days after the event.
209. The Registrar shall report to the Committee of Examiners all bankruptcies of Members that come to the Registrar's attention.
210. Following the bankruptcy of a Member being reported to the Committee of Examiners, the Committee of Examiners shall review the circumstances of the bankruptcy and may:
 - a. Permit the continuing membership of the Member, subject to any conditions or restrictions which the Committee of Examiners considers to be in the public interest;
or
 - b. Suspend the Member pursuant to section 15(5)(a) of the Act.

211. If an application for membership or reinstatement of membership discloses that the applicant is an undischarged bankrupt under the *Bankruptcy and Insolvency Act*, the Committee of Examiners shall review the circumstances of the bankruptcy and may:
- a. Approve the application for membership, or reinstatement of membership, subject to any conditions or restrictions which the Committee of Examiners considers to be in the public interest, if the application otherwise meets the requirements of the Act, the By-laws, and the Rules; or
 - b. Deny the application for membership or reinstatement of membership.
212. In making its determination under Section 209 or 210, the Committee of Examiners may make such inquiries and seek production of such documents as it considers necessary and shall have regard to such considerations as it may deem appropriate and without limitation:
- a. The circumstances that caused or contributed to the bankruptcy, and the conduct of the Member in respect of such circumstances;
 - b. The extent to which the bankruptcy may put at risk the interests of:
 - i. The public;
 - ii. Any client, employer or employee of the Member;
 - iii. Any other party or parties adversely affected by the bankruptcy;
 - c. The number, nature and amounts claimed by the creditors affected;
 - d. The Member's financial circumstances;
 - e. The status of the bankruptcy proceeding and the date the member expects to be discharged from the bankruptcy.

APPENDIX "A"

John Doe, AACI NSREAA - Reg. # 000000

APPENDIX "B"

(Description of Proceeding)

SUMMONS TO WITNESS To: (Name and address of witness) You are required to attend at the hearing of this matter at (specific location) , on _ day, the day of , 19 __ , at a.m. (or p.m.) and to attend from day to day thereafter until this matter is tried, to give evidence relating to this matter and also to bring with you and produce at the hearing the following documents:

If you fail to attend or remain in attendance as required by this Summons, you may, by an application made to a judge of the Supreme Court of Nova Scotia, be caused to be cited for contempt under the provisions of the Civil Procedure Rules in the same manner and to the same extent as if the alleged contempt to place in proceedings before the Supreme Court.

DATED at , this __ day of , 19 ____ .

NOTE: The person causing this Summons to Witness to be served on you, and to whom any inquiries are to be directed, is: (name) (address) (telephone number)