



1. Name of the Society

The name of the society shall be the Alberta Society of Health and Safety Professionals (the “Society”).

2. Membership

2.1 The following categories of membership are established:

- a) Professional Member (Occupational Health and Safety)
- b) Professional Member (Occupational Hygiene)
- c) Practitioner Member (Occupational Health and Safety)
- d) Practitioner Member (Occupational Hygiene)
- e) Candidate Member (Occupational Health and Safety)
- f) Candidate Member (Occupational Hygiene)
- g) Associate Member
- h) Honorary Member

2.2 Subject to any mobility policy approved by the Board, all members must be residents of the Province of Alberta.

2.3 The following are the requirements for each category of membership listed in bylaw 2.1

- a) Professional Member (Occupational Health and Safety) – An applicant for membership must meet the following requirements:
 - 1) hold one or more of the following designations:
 - a. Canadian Registered Safety Professional with the Board of Canadian Registered Safety Professionals;
 - b. Certified Health and Safety Consultant with the Canadian Society of Safety Engineering;
 - c. Certified Safety Professional with the Board of Certified Safety Professionals; or
 - d. Chartered Member of the Institution of Occupational Safety and Health; and
 - 2) be of good character and reputation.
- b) Professional Member (Occupational Hygiene) – An applicant for membership must meet the following requirements:
 - 1) hold one or more of the following designations:
 - a. Registered Occupational Hygienist with the Canadian Registration Board of Occupational Hygienists; or
 - b. Certified Industrial Hygienist with the American Board of Industrial Hygiene; and
 - 2) be of good character and reputation.

- c) Practitioner Member (Occupational Health and Safety) – An applicant for membership must meet the following requirements:
 - 1) hold a Canadian Registered Safety Technician designation with the Board of Canadian Registered Safety Professionals; and
 - 2) be of good character and reputation.

- d) Practitioner Member (Occupational Hygiene) – An applicant for membership must meet the following requirements:
 - 1) hold a Registered Occupational Hygiene Technologist designation with the Canadian Registration Board of Occupational Hygienists; and
 - 2) be of good character and reputation.

- e) Candidate Member (Occupational Health and Safety) – An applicant for membership must meet the following requirements:
 - 1) have completed, or currently enrolled in, an educational program that meets the educational requirements for certification as a Canadian Registered Safety Professional, Certified Safety Professional, Certified Health and Safety Consultant, or Chartered Member of the Institution of Occupational Safety and Health;
 - 2) hold one or more of the following designations:
 - a. National Construction Safety Officer with the Alberta Construction Safety Association;
 - b. Health and Safety Administrator with the Alberta Construction Safety Association;
 - c. Manufacturing Safety Officer with the Manufacturers Health and Safety Association;
 - d. Qualified Safety Representative with the Alberta Association for Safety Partnerships;
 - e. A Certificate of Recognition auditor with a Certifying Partner under Partnerships in Injury Reduction Program; or
 - f. any other designation, equivalency, or qualification that the Registration Committee considers satisfactory;
 - 3) indicate an intention to seek certification as a Canadian Registered Safety Professional, Canadian Registered Safety Technician, Certified Health and Safety Consultant, Certified Safety Professional, or Chartered Member of the Institution of Occupational Safety and Health; and
 - 4) be of good character and reputation.

- f) Candidate Member (Occupational Hygiene) – An applicant for membership must meet the following requirements:
 - 1) have completed, or currently enrolled in, an educational program that meets the educational requirements for certification as a Registered Occupational Hygienist or Registered Occupational Hygiene Technician with the Canadian Registration Board of Occupational Hygienists or current certification as a Certified Industrial Hygienist with the American Board of Industrial Hygiene;
 - 2) indicate an intention to seek certification as a Registered Occupational Hygienist, Registered Occupational Hygiene Technician, or a Certified Industrial Hygienist; and
 - 3) be of good character and reputation.

- g) Associate Member – An applicant for membership must meet the following requirements:
 - 1) does not meet the requirements for membership as a professional, practitioner, or candidate member;
 - 2) the applicant has, in the opinion of the Registration Committee, demonstrated a commitment to occupational health and safety; and
 - 3) the applicant’s membership in the Society will provide, in the opinion of the Registration Committee, improved diversity, enhanced dialogue, and strengthened relationships with groups of individuals associated with the occupational health and safety profession.

- h) Honorary Member – A nominee for this category of membership must meet the following requirements:
 - 1) does not meet the requirements for membership as a professional, practitioner or candidate member; and
 - 2) the nominee has, in the opinion of the Board of Directors, made valuable contributions to the Society or otherwise has made notable contributions to the advancement of occupational health and safety.

2.4 An Honorary Member shall be a non-voting member of the Society, and shall not be obligated to pay any membership dues or fees.

2.5 A person may hold membership in multiple membership categories (to which that person is eligible). A person holding membership in multiple membership categories is only obligated to pay a single set of membership fees and due and has only one vote at any general or special meeting of the membership.

2.6 The Registration Committee shall review all applications for membership in the Society and, if in the opinion of the Registration Committee, the applicant meets all the requirements for membership into any category of membership listed in bylaw 2.1, it shall approve the application for membership.

2.7. Upon approval under bylaw 2.6, the Registrar shall register the person as a member of the Society in the appropriate category of membership.

3. Members Rights and Responsibilities

3.1 All members in good standing have the right to attend and participate in all general and special meetings of the membership.

3.2 All members in good standing, with the exception of an honorary member, have the right to vote on any motion put forward at a general or special meeting of the membership. Votes of members of all membership categories carry equal weight.

3.3 A member may resign their membership at any time upon written notice to the Registrar. Upon such notice, the Registrar shall, as soon as possible, remove the person’s membership from the Register.

3.4. All members shall abide by any policies and procedures that may be created under these bylaws.

3.5 All members must provide to the Registrar all information required to maintain the Register under bylaw 5.1.

4. Officers

4.1 The following are the Officers of the Society:

- a) President;
- b) Past-President;
- c) Vice-President;
- d) Secretary;
- e) Treasurer; and
- f) Registrar

4.2 The President shall be an ex-officio member of all Committees. The President shall, when present, preside over all meetings of the Society and of the Board. The President shall see that all books, reports and certificates required by law are properly kept or filed. The President shall be one of the officers who may sign the cheques or drafts of the Society. The President shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

4.3 In the President's absence, the Vice-President shall preside over any such meeting. In the absence of both, a chairperson may be elected at the meeting to preside. Further, in the President's absence or if the office of the President becomes vacant, the Vice-President shall assume and discharge all duties and responsibilities of the President.

4.4 The Past-President's role is to encourage continuity within the Society. In addition to the Past-President's role on the executive committee, the Past-President shall provide assistance and advice to the current President.

4.5 The Treasurer shall receive all monies paid to the Society and be responsible for the deposit of the same in the bank designated by the Board under bylaw 16.1. The Treasurer shall properly account for the funds of the Society and keep such books as may be directed. The Treasurer shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare, for submission to the Annual Meeting, a statement duly audited of the financial position of the Society and submit a copy of the same to the Secretary for the records of the Society. All membership dues and/or fees shall be collected and received by the Treasurer, who shall promptly cause the funds to be deposited in the bank.

4.6 It shall be the duty of the Secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same. In the case of an absence of the Secretary, the Secretary's duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall maintain custody of minutes of proceedings of meetings of the Society and of the directors, and other books and records of the Society.

4.7 The office of Secretary and Treasurer may be held by one person.

4.8 The Registrar is a non-elected officer of the Society, and shall be appointed by the Board for a period of no more than three (3) years.

4.9 In addition to other specific duties and powers of the Registrar set out in these bylaws, the Registrar shall be an ex-officio, non-voting member of the Registration Committee.

4.10 The Board may revoke the Registrar's appointment at any time if it is of the opinion that the Registrar is unable or unwilling to fulfill their obligations to the Society.

4.11 The Executive Committee of the Board shall consist of the President, Vice-President and the Past-President, along with the Registrar as a non-voting, ex-officio member. The Executive Committee shall direct the affairs of the Society subject to the instruction of the Board.

4.12 An officer may resign their position at any time upon written notice to the President or Vice-President.

4.13 The officers shall serve without remuneration.

5. Register

5.1 The Registrar shall maintain a register of all members and past members, which contains the following information:

- a) full name;
- b) date of birth, if necessary to establish identity;
- c) date of registration;
- d) date of termination of registration;
- e) category of membership;
- f) home address & phone number; and
- g) email address.

5.2 All active members must inform the Registrar as soon as possible of any change in their information contained in the Register under bylaw 5.1.

6. Governing Board

6.1 The Governing Board (the "Board") shall have full control and management of the affairs of the Society.

6.2 The Board shall be composed of

- a) the President;
- b) the Vice President;
- c) the Past President, if the Past President chooses to remain on the Board;
- d) the Secretary;
- e) the Treasurer;

- f) no less than one (1) Public Board Member who is not, and never has been, eligible for membership in the professional, practitioner or candidate membership categories.
- g) a Board Member appointed by the Board of Governors of the Board of Canadian Registered Safety Professionals and approved by the membership of the Society at the Annual General Meeting;
- h) a Board Member appointed by the Board of Directors of the Canadian Society of Safety Engineering and approved by the membership of the Society at the Annual General Meeting;
- i) a Board Member appointed by the Board of Directors of the Canadian Registration Board of Occupational Hygienists and approved by the membership of the Society at the Annual General Meeting;
- j) a Board Member who is also a Professional, Practitioner or Candidate Member (Occupational Health and Safety) under bylaw 2.1(a);
- k) A Board Member who is also a Professional, Practitioner or Candidate Member (Occupational Hygiene) under bylaw 2.1(b).

6.3 All Board appointees under bylaw 6.3(g), (h), and (i) shall be members in good standing in the Society.

6.4 The Registrar is a non-voting, ex-officio member of the Board.

6.5 The total number of voting members of the Board shall not exceed eleven (11).

6.6 Subject to bylaw 6.2 and bylaw 6.5, the Board may determine the number of voting members who will comprise the Board.

6.7 If a Board Member is not appointed under bylaw 6.2(g), (h), or (i), the position shall remain vacant until the next Annual General Meeting.

6.8 All Board members must be residents of the Province of Alberta.

6.9 The Board shall serve without remuneration.

6.10 The Board may establish any policy or procedures it determines necessary to fulfill its role under bylaw 6.1.

6.11 A Board Member may resign their position at any time upon written notice to the President or Vice-President.

7. Election of the Board and Officers

7.1 The Board and Officers shall be elected, and the Board Appointees shall be approved, at each Annual General Meeting by members in good standing with the Society.

7.2 Subject to these bylaws, the Board shall prescribe the procedure for the election of the Board, the Officers and approval of Appointees.

7.3 Any member of the professional, practitioner or candidate categories is eligible for election to the Board or any Officer position, with the exception of the public member board position(s), appointee board positions, or any board position reserved exclusively for a member of a specific membership category.

7.4 An Associate Member is only eligible for election to the public member board position.

7.5 The Secretary shall give notice in writing (via the email address listed in the Register) to the general membership inviting potential candidates to put their names forward for all Board and Officer positions no later than forty-five (45) days prior to the Annual General Meeting. In the notice, the Secretary shall provide an email address to which candidates may respond with their intention to seek a position.

7.6 The Secretary shall invite the organizations, which are entitled to appoint board members under bylaw 6.2(g), (h), or (i), to put forward appointees no later than forty-five (45) days prior to the Annual General Meeting. The invitation shall be provided in writing via email to the governing board of each organization. In the invitation, the Secretary shall provide an email address to which the organization may respond with their intention to put forward an appointee.

7.7 A candidate must provide notice in writing to the Secretary, via the email address provided by the Secretary, no later than thirty-days (30) before the Annual General Meeting of their intention to seek a position on the Board or as an Officer, including the specific position sought (President, Vice-President, Secretary, Treasurer, Board Member, Public Board Member, Board Member (Occupational Health and Safety), Board Member (Occupational Hygiene)). A candidate may only put their name forward for one position.

7.8 An organization, which is entitled to appoint board members under bylaw 6.2(g), (h), or (i), must provide notice to the Secretary, via the email address provided by the Secretary, no later than thirty-days (30) before the Annual General Meeting, of the name and qualifications of its appointee.

7.9 If a person, after putting their name forward under bylaw 7.7 or being appointed by an organization under bylaw 7.8, becomes disqualified to seek election, the person's name shall be removed as a candidate.

7.10 Voting at the Annual General Meeting may be done by electronic means as prescribed by the Secretary.

7.11 A successful candidate will be the candidate who receives the most votes of the members in good standing, who are participating in the Annual General Meeting, and shall assume their position at the next Board meeting.

7.12 A successful unopposed candidate will be a person who receives a favourable vote of the members in good standing, who are participating in the Annual General Meeting, and shall assume their position at the next Board meeting.

7.13 A successful appointee will be a person who receives a favourable vote of the members in good standing, who are participating in the Annual General Meeting, and shall assume their position at the next Board meeting.

7.14 In the event of a tie, the successful candidate or approval of the appointee shall be determined by a favourable vote of the Board in place at the time of the Annual General Meeting at a meeting of the Board, which must be held within ten (10) days of the Annual General Meeting.

7.15 Subject to bylaw 6.7, between elections at Annual General Meetings, the Board may fill any vacant positions on the Board or Executive Committee by a resolution of the Board

8. Meetings of the Board

8.1 The Board shall meet at least once every three (3) months, and as often as required.

8.2 A Board Meeting may be held by any means that allows all attending Board Members to communicate with each other.

8.3 The President shall call the meetings and provide notice to all Board Members via email no less than ten (10) days prior to the scheduled meeting date.

8.4 A special meeting may be called by any two Board members upon written notification, delivered via email, to the President. Such notification must include the reason for calling the special meeting.

8.5 The President shall chair all Board meetings. If the President is unable to attend the meeting, the Vice-President shall chair the meeting or any other Board Member so designated by the President to chair the meeting.

8.6 The Board may prescribe its own procedure for conducting the Board meetings.

8.7 Any four (4) Board members shall constitute quorum at a Board meeting.

8.8 At all Board meetings, every question shall be decided by a majority vote of the Board Members present at the meeting. The Chair shall only vote in the event of a tie.

9. Committees

9.1 The Standing Committees of the Society are as follows:

- a) Registration Committee
- b) Practice Review Committee
- c) Disciplinary Committee

9.2 The Board may establish other committees as it considers necessary.

9.3 All committees shall be responsible to the Board.

9.4 For each committee, the Board shall appoint a chairperson(s) to oversee the work of the committee.

9.5 Upon establishing the committee, the chairperson(s) shall create terms of reference for the committee, which shall be submitted to the Board for approval.

9.6 The chairperson(s) of the committee shall appoint members to the committee in accordance with the terms of reference approved by the Board.

9.7 At any time, the Board may terminate the appointments of committee chairperson(s) or committee members.

9.8. The chairperson(s) for each committee shall write an annual report outlining the work of the committee over the Fiscal Year, and submit the annual report to the Board within thirty (30) days of the Annual General Meeting.

10. Annual General Meeting

10.1 The Annual General Meeting of the Society shall be a meeting open to all members of the Society in good standing and shall be held at or within one hundred and twenty (120) days of the Fiscal Year End.

10.2 At least forty-five (45) days before the date of the Annual General Meeting, the Secretary shall cause notice of the date and place of the meeting to be given by mail, telephone call or electronic mail to each Member at their mailing address, telephone number, or email address as it appears on the Register.

10.3 The Annual General Meeting may be conducted by any means that allows all attending members to communicate with each other.

10.4 At the Annual General Meeting, the order of business shall be

- a) Address by the President;
- b) Reports of Committees;
- c) Financial Report and presentation of budget;
- d) Approval of the two auditors from the Membership or retention of a qualified accountant;
- e) Election of the Board and Officers;
- f) Approval of Appointees; and
- g) Any other matter that the Board determines should be presented to the membership at the meeting.

10.5 All voting at the Annual General Meeting shall be carried out by secret ballot using an electronic platform, which shall be managed by the Secretary. The Secretary shall provide user names and passwords to all members who are eligible to vote before the opening of any vote. The Secretary shall tally the votes and communicate the results in writing via email to the general membership within ten (10) days of the Annual General Meeting.

10.6 Only those members in attendance in person, or otherwise participating in the meeting via any means as set out in bylaw 10.3, are entitled to vote at the meeting. There shall be no voting by proxy.

10.7 Twenty (20) percent of the Membership shall constitute quorum.

10.8 Any resolution carried at the Annual General Meeting shall be considered by the Board at the next meeting of the Board.

11. Special Meetings

11.1 The Board may call a Special Meeting of members in good standing of the general membership at any time.

11.2 The Board shall call a Special Meeting if

- a) a request to do so is submitted in writing to the Board by a member in good standing and signed by at least five (5) percent of the members in good standing; and
- b) the reason for the meeting is specified in the request.

11.3 The Board shall hold a Special Meeting within thirty (30) days of receiving a request under bylaw 11.2.

11.4 At least twenty-one (21) days before the date of the Special Meeting, the Secretary shall cause notice of the date and place of the meeting to be given by mail, telephone call or electronic mail to each Member at their mailing address, telephone number, or email address as it appears on the Register.

11.5 The notice period set out in bylaw 11.4 may be waived if all members in good standing so agree.

11.6 A Special Meeting may be conducted by any means that allows all attending members to communicate with each other.

11.7 Twenty (20) percent of the Membership shall constitute quorum.

11.8 All voting at a Special Meeting shall be carried out by secret ballot using an electronic platform, which shall be managed by the Secretary. The Secretary shall provide user names and passwords to all members who are eligible to vote before the opening of any vote. The Secretary shall tally the votes and communicate the results in writing via email to the general membership within ten (10) days of the Special Meeting.

11.9 Only those members in attendance in person, or otherwise participating in the meeting via any means as set out in bylaw 11.6, are entitled to vote at the meeting. There shall be no voting by proxy.

11.10 Any resolution carried at the Special Meeting shall be considered by the Board at the next meeting of the Board.

12. Code of Conduct and Discipline

12.1 The Society shall develop and implement a Code of Conduct.

12.2 The original Code of Conduct must be approved by the Board within ninety (90) days of the effective date of these bylaws.

12.3 The Code of Conduct may be amended from time-to-time at the discretion and approval of the Board.

12.4 The Board may approve different Codes of Conduct for the different membership categories set out in clause 2.1.

12.5 Upon the approval of the Code of Conduct by the Board, the Society shall develop and implement a complaint and disciplinary policies and procedures.

12.6 The original complaint and disciplinary policies and procedures shall be approved by the Board within ninety (90) days of the approval of the Code of Conduct.

12.7 The complaint and disciplinary policies and procedures may be amended from time-to-time at the discretion and approval of the Board.

12.8 Once approved, all members shall adhere to the applicable Code of Conduct and are bound to the complaint and discipline policies and procedures.

13. Removal of Directors and Officers

An elected, appointed, or acclaimed Board Member or Officer shall only be removed from their position by a special resolution (as defined in the *Societies Act*) of the members of the Society in good standing or pursuant to the disciplinary policies and procedures approved by the Board under bylaw 12.

14. Removal of Members

A member may only be removed from the Register of the Society pursuant to the disciplinary policies and procedures approved by the Board under bylaw 12.

15. Required Reports and Legal Filings

15.1 The Society shall each year, on or before the last day of December (commencing in December 2018), make a return to the Registrar of Corporations containing

- a) the address of the registered office of the Society;
- b) the full name, address, and occupation of each Officer and Director of the Society;

- c) any information respecting the members of the Society that may be required by regulations under the *Agricultural and Recreational Land Ownership Act* and section 35 of the *Citizenship Act* (Canada) in the form and manner prescribed by those regulations; and
- d) the audited financial statement presented at the last Annual General Meeting of the Society.

15.2 Notwithstanding anything in this section, where there is a change

- a) in the membership of the officers or directors of a Society, or
- b) in the name, address or occupation of an officer or director of a Society,

the Society shall, within thirty (30) days from the day that the change occurs, give notice to the Registrar of Corporations with Service Alberta in a form acceptable to the Registrar of Corporations setting out the change.

16. Banking and Expenses

16.1 The Bank of the Society shall be any chartered bank in the Province of Alberta as designated by the Board.

16.2 The Board shall designate at least two (2) members of the Board who have signing authority and electronic transfer authority in relation to funds held in the Society's bank account.

16.3 Funds of the Society deposited in the Society's bank account may be withdrawn or paid out

- a) by cheque signed by two persons who have been granted signing authority under bylaw 16.2;
- b) by electronic transfer as authorized by two persons who have been granted electronic transfer authority under bylaw 16.2; or
- c) by any other means as prescribed by resolution of the Board.

16.4 The Treasurer shall maintain a record of all monies received or paid.

16.5 The Board may prescribe a limit to the maximum amount of money that can be paid out without the approval of the Board.

16.6 The Board shall establish a policy for expense reimbursement of members conducting business on behalf of the Society. The Board may amend this policy from time-to-time at the discretion, and with the approval, of the Board.

16.7 For the purpose of carrying out its objects, the Society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Society, and in no case, shall debentures be issued without the sanction of a special resolution of the Society.

17. Contingency Fund

17.1 The Board shall establish a Contingency Fund to be used for unforeseen expenses related to short-term operational cash flow shortfalls, exceptional unbudgeted operational expenses, and unbudgeted costs associated with the resolution of complaints.

17.2 The amount to be held in the Contingency Fund shall be prescribed by resolution of the Board, and may be amended from time-to-time at the discretion of the Board.

17.3 The Contingency Fund shall be invested in a financial vehicle that will provide reasonable growth and protection from inflation, while ensuring security and liquidity.

18. Insurance

The Society shall hold and maintain at all times Organization Director & Officer and Entity Coverage Liability Insurance that provides no less than two million (2,000,000) dollars liability protection.

19. Membership Fees

19.1 The membership fees and dues for members and applicants shall be determined by resolution of the Board, and may be amended at any time by resolution of the Board.

19.2 The Board shall provide no less than six (6) months of notice of any increase in membership fees or dues to all members by mail, telephone call or electronic mail at their mailing address, telephone number, or email address as it appears on the Register.

19.3 Membership dues and fees shall be payable within thirty (30) days of the approval of a member's application.

19.4 Membership dues may be remitted electronically in the form prescribed by the Treasurer or by cheque sent to the mailing address as provided by the Treasurer.

19.5 All membership renewal dues shall be payable on the first day of April each year.

19.6 The Board may choose to waive or prorate membership dues and fees for those members who have joined less than one (1) year prior to the payable date for annual dues.

19.7 A late payment fee may be prescribed by resolution of the Board.

19.8 If any member is in arrears for fees or dues for any year, such member shall be automatically suspended at the expiration of six (6) months from the end of such year and shall thereafter be entitled to no membership privileges or powers until reinstated by the Society.

20. Financial

20.1 The Fiscal year of the Society shall be from April 1 to March 31.

20.2 The books, accounts, and records of the Society shall be audited at least once each year by a duly qualified accountant, or by two Members of the Society appointed by the Board subject to approval at the Annual General Meeting by the general membership. If the Board opts to appoint two Members of the Society as Auditors, the Auditors may complete their Audit prior to the Annual General Meeting, though the approval of the audited financial statements is subject to the approval of the Auditors by the general membership at the Annual General Meeting.

20.3 A complete and proper statement of the standing of the books for the previous year shall be submitted by such Auditor at the Annual General Meeting.

20.4 The Board reserves the right to appoint an acceptable replacement if an approved Auditor is unable to fulfill the prescribed duties.

20.5 The Board may require the Treasurer to produce and submit to the Board an interim financial report at any specific time or on a regular basis at a frequency determined by the Board.

21. Transparency

The following Society records may be inspected by a Member in good standing who has given reasonable notice and has arranged a satisfactory time with the person having charge of them: objects of incorporation, bylaws, minutes of member meetings, register of members at place of business, register of Directors and Officers, policies adopted by the Society, and year-end financial statements.

22. Communications

22.1 All communication with the media on behalf of the Society and all public speaking engagements undertaken on behalf of the Society shall be performed by the President.

22.2. The President may authorize another member of the Board to communicate with the media on behalf of the Society or undertake public speaking engagements on behalf of the Society.

22.3 The Board may develop and implement a communications policy.

23. Dispute Resolution

23.1 Any dispute arising out of the affairs of the Society and between any members of the Society or between

- a) a Member or a person who is aggrieved and who has for not more than six (6) months ceased to be a Member, or

b) a person claiming through the member or aggrieved person or claiming under the Bylaws of the Society, and the Society or a Director or Officer of the Society, shall be decided by arbitration, which shall be under the *Arbitration Act*.

23.2 A decision made pursuant to an arbitration is binding on all parties and may be enforced on application to the Court of Queen's Bench, and there is no appeal from it.

24. Society Seal

The Society shall not have a seal.

25. Amending Bylaws

These bylaws shall not be rescinded, altered, or added to except by special resolution (as defined in the *Societies Act*) of the Society.

These Bylaws were approved by special resolution of the membership of the Alberta Society of Health and Safety Professionals on _____, 2018.