



## **CIA BYLAWS**

**EFFECTIVE AS OF NOVEMBER 20, 1996**  
**© 1996 Canadian Institute of Actuaries**

**REVISED NOVEMBER 1997**

## TABLE OF CONTENTS

|  |    |
|--|----|
| <b>SECTION 1 - INTERPRETATION</b> .....  | 1  |
| <b>SECTION 2 - CORPORATE ADMINISTRATION</b> .....  | 3  |
| <b>SECTION 3 - REQUIREMENTS OF MEMBERSHIP</b> .....  | 6  |
| <b>SECTION 4 - MEMBERS</b> .....   | 7  |
| <b>SECTION 5 - STUDENTS</b> .....  | 8  |
| <b>SECTION 6 - CORRESPONDENTS</b> .....  | 9  |
| <b>SECTION 7 - ANNUAL FEES</b> .....   | 10 |
| <b>SECTION 8 - RESIGNATION, TERMINATION AND REINSTATEMENT OF MEMBERS,<br/>STUDENTS AND CORRESPONDENTS</b> .....              | 11 |
| <b>SECTION 9 - APPOINTED COMMITTEES</b> .....  | 13 |
| <b>SECTION 10 - MEETINGS OF MEMBERS</b> .....  | 14 |
| <b>SECTION 11 - COUNCIL</b> .....  | 16 |
| <b>SECTION 12 - MEETINGS OF COUNCIL</b> .....  | 20 |
| <b>SECTION 13 - DUTIES OF OFFICERS</b> .....   | 21 |
| <b>SECTION 14 - EXECUTIVE COMMITTEE</b> .....  | 23 |
| <b>SECTION 15 - ORGANIZATIONS AFFILIATED WITH OR SPONSORED BY OR OPERATING<br/>UNDER THE AUSPICES OF THE INSTITUTE</b> ..... | 24 |
| <b>SECTION 16 - RESPONSIBILITY AND INDEMNITY OF MEMBERS OF COUNCIL AND OTHERS</b> .....                                      | 25 |
| <b>SECTION 17 - INFORMATION AVAILABLE TO MEMBERS</b> .....   | 26 |
| <b>SECTION 18 - ADDITION TO OR AMENDMENT OR ALTERATION OF BYLAWS, RULES OR<br/>REGULATIONS</b> .....                         | 27 |
| <b>SECTION 19 - PUBLIC PRONOUNCEMENTS OF OPINION</b> .....   | 29 |
| <b>SECTION 20 - DISCIPLINE OF MEMBERS AND STUDENTS</b> .....   | 30 |
| <b>SECTION 21 - COMPLIANCE</b> .....   | 44 |
| <b>SECTION 22 - COMMITTEE ON REVIEW</b> .....  | 45 |
| <b>SECTION 23 - PROTECTIVE PROVISIONS</b> .....  | 47 |

**SECTION 1  
INTERPRETATION**

**1.01** In these Bylaws, unless the context otherwise requires,

Actuarial Board for  
Counseling and  
Discipline

(1) "Actuarial Board for Counseling and Discipline" means the Actuarial Board for Counseling and Discipline established as an independent entity managed through the American Academy of Actuaries on January 1, 1992;

Actuarial Standards  
Board

(2) "Actuarial Standards Board" means the Actuarial Standards Board established as an independent entity managed through the American Academy of Actuaries on July 1, 1988;

American Academy  
of Actuaries

(3) "American Academy of Actuaries" means the American Academy of Actuaries organized under the Illinois General Not for Profit Corporation Act on April 29, 1966;

Bylaws  
«Statuts administratifs»

(4) "Bylaws" means the bylaws of the Institute as in effect from time to time;

Casualty Actuarial  
Society

(5) "Casualty Actuarial Society" means the Casualty Actuarial Society founded in 1914, with registered office in Arlington, Virginia;

Colegio Nacional de  
Actuarios, A.C.

(6) "Colegio Nacional de Actuarios, A.C." means the professional membership, nonacademic independent organization for all actuaries licensed to practice in Mexico, with office in Mexico, D.F.;

Correspondent  
«correspondant»

(7) "Correspondent" means a person enrolled as a correspondent of the Institute;

Council  
«Conseil»

(8) "Council" means the council of the Institute;

Councillor  
«conseiller»

(9) "Councillor" means a member of Council who is not an Officer;

Council Year  
«année-conseil»

(10) "Council Year" means the period between the close of two successive Annual General Meetings;

General Meeting  
«assemblée générale»

(11) "General Meeting" means a general meeting of Members;

Institute  
«Institut»

(12) "Institute" means the Canadian Institute of Actuaries incorporated by special Act of the Parliament of Canada (March 18, 1965);

Member  
«membre»

(13) "Member" means a member of the Institute;

## *Bylaws*

|  |  |
|--|--|
| Offence<br>«infraction»                  | (14) "Offence" means any violation of the Bylaws, standards of practice or rules of professional conduct of the Institute;   |
| Officer<br>«dirigeant»                   | (15) "Officer" means a person holding the office of President, President-elect, Immediate Past President, or one of six Vice-Presidents;   |
| Respondent<br>«intimé»                   | (16) "Respondent" means a Member or Student with respect to whom information has been given, or against whom a complaint has been made or a charge has been laid;  |
| Society of Actuaries                     | (17) "Society of Actuaries" means the Society of Actuaries founded in 1949, with registered office in Schaumburg, Illinois;  |
| Student<br>«étudiant»                    | (18) "Student" means a person enrolled as a student of the Institute.  |
| Gender                                   | <b>1.02</b> (1) Words importing female persons include male persons and words importing male persons include female persons.   |
| Number                                   | (2) Words in the singular include the plural, and words in the plural include the singular.  |
| Parts of speech and<br>grammatical forms | (3) Where a word is defined, other parts of speech and grammatical forms of the same word have corresponding meanings.   |
| Time limits and<br>holidays              | <b>1.03</b> (1) Where the time limited for doing an act under the Bylaws expires or falls on a Saturday, Sunday or statutory holiday, the act may be done on the next day that is not a Saturday, Sunday or statutory holiday. |
| Computation                              | (2) In computing the number of days between two events stipulated in the Bylaws, the day on which the first event happens is not counted, but all other days, including the day on which the second event happens are counted. |

**SECTION 2  
CORPORATE ADMINISTRATION**

***Seal***

Corporate Seal           **2.01**     The corporate seal of the Institute shall be such as Council may approve from time to time by resolution.

***Head Office***

Location of Head Office           **2.02**     The head office of the Institute shall be in the city of Ottawa in the province of Ontario.

***Monies and Investments***

Payment of money           **2.03**     All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by any person, and in such manner as Council may designate from time to time by resolution.

Receipt of money           **2.04**     All monies received by the Institute shall be duly deposited to the credit of the Institute in a chartered bank or trust company appointed for such purpose by Council.

Investments               **2.05**     The funds of the Institute may be invested by Council in any securities permitted as investments for Canadian life insurance companies under the provisions of the Insurance Companies Act.

Lodging of Investments           **2.06**     Shares and securities owned by the Institute shall be lodged in the name of the Institute with a chartered bank or trust company, in a safety deposit box or in any other manner designated for such purpose by Council.

***Fiscal year***

Fiscal year               **2.07**     The fiscal year of the Institute shall terminate on such date as Council may determine from time to time by resolution.

***Contracts, documents or instruments in writing***

Signature authority           **2.08**     (1) Contracts, documents or instruments in writing requiring the signature of the Institute may be signed by any two members of Council, at least one of whom shall be a member of the Executive Committee. All contracts, documents or instruments in writing so signed shall be binding upon the Institute without any further authorization or formality.

## *Bylaws*

- Signature by a designate (2) In addition, Council is authorized to appoint from time to time by resolution any person, on behalf of the Institute, either to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents or instruments in writing.
- Facsimile signature (3) Council may authorize by resolution the use of a facsimile signature of any person authorized to sign on behalf of the Institute.
- Corporate seal (4) The corporate seal of the Institute may, when required, be affixed to contracts, documents or instruments in writing signed in accordance with this Bylaw.

### ***Assignments, transfers, conveyances, etc.***

- Signature authority **2.09** In particular, without limiting the generality of the foregoing, any two members of Council, at least one of whom shall be a member of the Executive Committee, are authorized to sell, assign, transfer, exchange, convert or convey any and all shares, stocks, bonds, debentures, rights, warrants or other securities owned by or registered in the name of the Institute and to sign and execute under the corporate seal of the Institute or otherwise all sales, assignments, transfers, exchanges, conversions, conveyances, powers of attorney and other instruments that may be necessary for the purpose of selling or conveying any such shares, stocks, bonds, debentures, rights, warrants or other securities.

### ***Remuneration***

- Reimbursement of expenses **2.10** Council may establish from time to time by resolution guidelines and procedures for the reimbursement of travel and other expenses to any member of Council, member of a committee of the Institute or other person undertaking services on the Institute's behalf.
- Reporting to Council **2.11** All amounts paid pursuant to Bylaw 2.10 shall periodically be reported to Council and recorded in its official proceedings.

### ***Executive management***

- Executive Director **2.12** Council shall appoint an Executive Director and may appoint any other executives, who may be but need not be Members.
- Delegation **2.13** Council may delegate to such executives part of its power and authority to direct and manage the affairs and business of the Institute, except such matters as by law must be dealt with by Council or by the Members in a General Meeting, and to employ and discharge agents and employees of the Institute under the authority of Council.

## *Bylaws*

- Duties **2.14** The executives shall conform to all lawful orders given to them by Council and shall at all reasonable times give to the members of Council or any of them, all information they may require regarding the affairs of the Institute.
- Discharge **2.15** Any agent or employee appointed by an executive shall be subject to discharge by Council.
- Remuneration **2.16** The compensation, by way of salary or otherwise, of any executive, agent or employee referred to in Bylaws 2.12 to 2.15, shall be as determined or approved by Council from time to time and shall be a charge upon and be paid out of the funds of the Institute.

**SECTION 3  
REQUIREMENTS OF MEMBERSHIP**

Affiliation  
Requirement

**3.01** A person who is a Fellow of the Society of Actuaries or the Casualty Actuarial Society, as determined by those organizations, or who Council is satisfied has passed such examinations of a professional actuarial organization as are deemed by Council to be at least equivalent to the Fellowship examinations in either of those two actuarial organizations, shall be deemed to meet the affiliation requirement.

Education  
Requirement

**3.02** A person who has passed those parts of the Society of Actuaries examinations or the Casualty Actuarial Society examinations having substantial Canadian content or such other examination material, as may be prescribed by Council from time to time, shall be deemed to meet the education requirement.

Experience  
Requirement

**3.03** A person who Council is satisfied has completed a three-year period of practical actuarial work experience acceptable to Council, including such Canadian practical actuarial work experience as may be prescribed by Council from time to time, shall be deemed to meet the experience requirement. *[Modified Sept. 10/97]*



**SECTION 4  
MEMBERS**

|                         |   |
|-------------------------|---|
| Members in 1986         | <b>4.01</b> Any Member in good standing on July 1, 1986 is deemed to have met the requirements of Section 3.  |
| Requirements            | <b>4.02</b> (1) After July 1, 1986, a person who<br><br>(a) makes written application for membership in the Institute,<br>(b) pays an admission fee of the amount determined by Council, and<br>(c) meets the requirements of Section 3,<br><br>shall become a Member upon approval by Council of such application.   |
| Early Application       | (2) Council may conditionally approve an application for membership prior to the date on which the applicant expects to meet the requirements of Section 3. In such a case, the person will become a Member on the date on which the requirements of Bylaw 4.02(1) are met.   |
| Exception               | (3) Notwithstanding the foregoing requirements, Council upon recommendation of at least 75% of all members of the Committee on Eligibility of the Institute, may, by a vote of at least 75% of all members of Council, modify such conditions for a person for whom, owing to special and unusual circumstances, it is deemed by Council that such conditions would be inequitable and unreasonable unless so modified. |
| Termination of Benefits | <b>4.03</b> The rights, privileges and benefits that a person may have as a Member shall, if not theretofore terminated pursuant to these Bylaws, become terminated upon termination of membership.   |
| Fellow                  | <b>4.04</b> A Member shall be entitled to the privilege of being designated as a Fellow of the Institute. Fellows are authorized to append to their names the initials FCIA (indicating Fellow, Canadian Institute of Actuaries) or FICA (Fellow, Institut Canadien des Actuairees).  |

**SECTION 5  
STUDENTS**

- Requirements            **5.01**    Any person who
- (a)    makes written application to be enrolled as a Student,
  - (b)    pays an admission fee of the amount determined by Council, and
  - (c)    has passed such examinations of the Society of Actuaries, the Casualty Actuarial Society or similar actuarial body as Council shall determine from time to time and cause to be announced at a General Meeting,
- shall be enrolled as a Student upon approval by Council of such application.
- Rights and Privileges    **5.02**    (1) A Student shall not be a Member or be entitled to the voting rights of Members.
- Idem                            (2)    A person who is a Student shall not publicize, or knowingly permit publication of the fact that such person is a Student.
- Idem                            (3)    A Student shall be entitled to
- (a)    attend all General Meetings not specifically closed to Students by vote of the Members or by resolution of Council;
  - (b)    take part in any discussion at any General Meeting that Students are entitled to attend;
  - (c)    receive all publications of the Institute not excepted by Council for distribution to Students; and
  - (d)    exercise and enjoy any and all other rights and privileges that the Institute or Council shall accord Students.

**SECTION 6  
CORRESPONDENTS**

- Requirements           **6.01**    Any person who
- (a)    makes written application to be enrolled as a Correspondent,
  - (b)    pays an admission fee of the amount determined by Council, and
  - (c)    either meets the affiliation requirement of Bylaw 3.01 and the experience requirement of Bylaw 3.03, or, in the opinion of Council, is recognized as a qualified actuary in the country of such person's residence,
- shall be enrolled as a Correspondent upon approval by Council of such application.
- Rights and Privileges   **6.02**    (1) A Correspondent shall not be a Member or be entitled to the voting rights of Members.
- Idem                       (2)    A person who is a Correspondent shall not publicize, or knowingly permit publication of the fact that such person is a Correspondent.
- Idem                       (3)    A Correspondent shall be entitled to
- (a)    attend all General Meetings not specifically closed to Correspondents by vote of the Members or by resolution of Council;
  - (b)    take part in any discussion at any General Meeting that Correspondents are entitled to attend;
  - (c)    receive all publications of the Institute not excepted by Council for distribution to Correspondents; and
  - (d)    exercise and enjoy any and all other rights and privileges that the Institute or Council shall accord Correspondents.

**SECTION 7  
ANNUAL FEES**

- Payment                   **7.01**     Each Member, Student and Correspondent shall be required to pay, on the first day of June while a Member, Student or Correspondent, an annual fee in the amount determined by Council.
- Exceptions               **7.02**     Council may waive all or a portion of the said fee for a Member, Student or Correspondent who
- (a)    has reached the age of 70 years;
  - (b)    is retired;
  - (c)    is totally disabled;
  - (d)    is a full-time student; or
  - (e)    is at home and caring for children full-time.
- Yearly confirmation     **7.03**     (1) A Member, Student or Correspondent whose fee is waived, is required to confirm each year, within three months of the Institute's request for such confirmation, that the situation resulting in fee waiver still exists, and that continuation of membership or enrollment is desired.
- Age of 70 years           (2)     A person who has reached the age of 70 years is excluded from this requirement and will remain enrolled in the Institute until such person specifically asks to be removed from the rolls or until the death of such person.

**SECTION 8  
RESIGNATION, TERMINATION AND REINSTATEMENT OF  
MEMBERS, STUDENTS AND CORRESPONDENTS**

***Resignation***

- Procedure                   **8.01**    (1) A Member, Student or Correspondent who
- (a)    is not in default in payment of fees, and
  - (b)    against whom no complaints or charges are pending,
- may resign by filing a written resignation with the Vice-President to whom the duties of Secretary have been assigned. If such resignation is accepted by Council, it shall become effective as of the date it was received by that Vice-President.
- Discretion of Council       (2)    Notwithstanding the foregoing, Council may in its discretion permit the resignation of a Member or Student against whom a complaint or charge is pending.
- Deemed resignation       (3)    Failure to respond in writing, within three months, to the Institute's request for confirmation of the continuation or cessation of the condition which has resulted in a waiver of fees, will be deemed to be a request for resignation.

***Termination***

- Non-payment of fees       **8.02**    If any annual fee remains unpaid for three months, the membership or enrollment in respect of which the fee was payable shall terminate, subject to review by Council.
- Becoming a Member       **8.03**    Enrollment of a person as a Student or Correspondent shall automatically terminate upon the person becoming a Member.
- Discipline                 **8.04**    Membership in the Institute or enrollment as a Student may be terminated for any cause which is provided in Section 20 with respect to disciplinary matters.  
*[Modified Sept. 10/97]*
- Correspondent             **8.05**    Enrollment as a Correspondent may be terminated for any cause in respect of which express provision for termination is not made elsewhere in these Bylaws, if
- (a)    a motion is presented at a meeting of Council at a time when at least two-thirds of all members of Council are present; and
  - (b)    such motion is assented to by all members of Council present.

## *Bylaws*

### ***Reinstatement***

#### Procedure

**8.06** Council, on written application of any former Member, Student or Correspondent whose membership has been terminated under the provisions of Bylaws 8.01, 8.02, 8.04 or 8.05, or under the provisions of former Bylaws that have been revised or replaced, may reinstate such Member, Student or Correspondent subject to such conditions as it may prescribe.



**SECTION 10  
MEETINGS OF MEMBERS**

|                             |  |
|-----------------------------|--|
| Annual General Meetings     | <p><b>10.01</b> (1) An Annual General Meeting shall be held in May or June each year. Other General Meetings shall be held as determined by Council.</p> <p><i>[Modified Sept. 10/97]</i></p>  |
| Additional General Meetings | <p>(2) Additional General Meetings may be convened by order of the President or the President-elect, or at the written request of five percent or more of the Members.</p>   |
| Date, time and place        | <p><b>10.02</b> (1) The date, time and place of any General Meeting convened under Bylaw 10.01(1) shall be as determined by Council. The date, time and place of any General Meeting under Bylaw 10.01(2) shall be as determined by the President, subject to the requirement that the General Meeting shall be held within 90 days after the order or the written request is made.</p> <p><i>[Modified Sept. 10/97]</i></p> |
| Notice                      | <p>(2) A notice stating the date, time and place of a General Meeting and the general nature of the business to be transacted shall be given to each person entitled to attend such meeting, or entitled to notice thereof, not less than 10 or more than 40 days before the date of the meeting.</p> <p><i>[Modified Sept. 10/97]</i></p>   |
| Omission                    | <p>(3) The accidental omission to give notice of any General Meeting to, or the non-receipt of any notice by, any person entitled to the notice shall not invalidate any resolution passed or any proceedings taken at such meeting. <i>[Modified Sept. 10/97]</i></p>   |
| Voting                      | <p><b>10.03</b> (1) Every question submitted to any General Meeting shall be decided in the first instance by a show of hands and, in the event of a tie, the Chairperson shall, both on a show of hands and at a poll, have a casting vote in addition to the vote the Chairperson has as a Member.</p>   |
| Declaration of Chairperson  | <p>(2) At any General Meeting, unless a recording of the number of votes in favour of and opposed to a motion is demanded, as provided in Bylaw 10.03(4), a declaration by the Chairperson that a resolution has been carried or carried unanimously or by any particular majority, or lost or not carried by a particular majority shall be conclusive evidence of the fact.</p> <p><i>[Modified Sept. 10/97]</i></p>       |



## *Bylaws*

Choosing of  
Chairperson

(3) At any General Meeting, if the President is absent, or is unable or refuses to act as Chairperson, the President-elect or failing the President-elect, a Vice-President shall take the Chair. If the President, President-elect and all Vice-Presidents are absent, or are unable or refuse to act as Chairperson, the Members present at the meeting shall choose another member of Council as Chairperson, and if no member of Council is present or if all the members of Council present decline to take the Chair, then the Members shall choose one of their number to be the Chairperson.

Recording of the number  
of votes

(4) At any General Meeting a recording of the number of votes in favour of and opposed to a motion may be demanded by a minimum of 10 Members present and it shall be taken during the meeting in such a manner as the Chairperson shall direct. *[Modified Sept. 10/97]*

Proxies

**10.04** Voting by proxy is not permitted.

Quorum

**10.05** (1) The number of Members present to constitute a quorum shall be 100 for any Annual General Meeting and 50 for any other General Meeting.

Quorum and Notice  
required

(2) Subject to Bylaw 10.02(3), no business shall be transacted at any General Meeting unless

- (a) the requisite quorum is present at the commencement of such business; and
- (b) the requisite notice with respect to the meeting has been given to the persons entitled thereto. *[Modified Sept. 10/97]*

**SECTION 11  
COUNCIL**

***Requirements and Terms of Office of Members of Council***

|                          |   |
|--------------------------|---|
| Membership               | <b>11.01</b> Council shall consist of the Officers and 12 Councillors, all elected as provided in this Section.   |
| Eligibility for election | <b>11.02</b> To be eligible for election as a member of Council a person must be a Member resident in Canada. No Vice-President or Councillor, having completed a full term of office, shall be eligible for re-election to the same office until one Council Year following completion of that term of office.   |
| Terms of Office          | <b>11.03</b> Unless the office is vacated earlier,<br>(a) each of the President, the President-elect and the Immediate Past President shall hold office for a period of one Council Year;<br>(b) each Vice-President shall hold office for a period of two Council Years; and<br>(c) each Councillor shall hold office for a period of three Council Years. |

***Election of Members of Council***

|                          |   |
|--------------------------|---|
| Eligibility for voting   | <b>11.04</b> All Members shall be eligible to vote for members of Council. Voting by proxy is not permitted.  |
| Election Committee       | <b>11.05</b> The President shall appoint each Council Year, at least 18 weeks before the Annual General Meeting, an Election Committee which shall consist of not less than three Members then resident in Canada. This Election Committee, so appointed, shall be responsible for conducting elections. <i>[Modified July 23/97]</i> |
| First ballot             | <b>11.06</b> (1) The Election Committee shall cause a first ballot to be prepared for nomination of candidates for President-elect and for Vice-Presidents.   |
| Contents of first ballot | (2) The first ballot shall provide space for the Members to indicate five choices for President-elect and 10 choices for Vice-Presidents. The ballot may also provide space for the Members to suggest to the Election Committee nominees for the Councillors to be elected.  |

## *Bylaws*

|                                       |  |
|---------------------------------------|--|
| Forwarding to Members                 | <b>11.07</b> The Election Committee shall cause the first ballot to be forwarded to each Member at least 12 weeks before the Annual General Meeting for which the election is to be effective with a requirement that, in order to be valid, it be duly completed and received by the Election Committee before a date prescribed by the Election Committee, which shall be at least eight weeks before the Annual General Meeting, and at least four weeks after the date on which the ballots are forwarded.   |
| Counting of votes on the first ballot | <b>11.08</b> The Election Committee shall count the votes for President-elect and for Vice-Presidents on the first ballot and shall seek permission of those receiving the highest number of votes to place their names on the second ballot.  |
| Contents of second ballot             | <b>11.09</b> The second ballot shall contain at least three such names for President-elect and at least six such names for the Vice-Presidents and, in addition, the names of at least eight nominees for Councillors.   |
| Forwarding to Members                 | <b>11.10</b> At least five weeks before the Annual General Meeting, the Election Committee shall cause the second ballot to be prepared and forwarded to each Member. The Election Committee shall require that the second ballot, duly marked or otherwise completed in accordance with its rules and regulations, in order to be valid, be received by it before a date prescribed by the Election Committee, which date shall be less than three weeks before the Annual General Meeting.   |
| Delays                                | <b>11.11</b> If it appears that normal methods of communication may be interrupted, the President may, at the request of the Election Committee, approve a delay of no more than two weeks for any of the mailing of first ballots, the return of first ballots, the mailing of second ballots and the return of second ballots.   |
| If election not completed             | <b>11.12</b> If, for any reason, the Election Committee is unable to complete an election before the date of the Annual General Meeting, the President-elect shall nevertheless assume office as President as of the close of such meeting, the Immediate Past President shall vacate office and be succeeded by the retiring President, and all Councillors and all other Officers shall remain in office until such time as the election is completed.   |
| Declaration of those elected          | <b>11.13</b> After counting the ballots, the Election Committee shall declare elected those candidates receiving the highest number of votes in accordance with its rules and regulations. If any Vice-President or Councillor whose term of office has not expired is elected to another office, the Election Committee shall declare elected, to fill the vacancy so created and to serve for the remainder of the unexpired term, the candidate having the next highest number of votes from among the candidates for Vice-Presidents or Councillors, as the case may be. |

## *Bylaws*

Irregularities in election

**11.14** If a petition signed by at least five Members affirming that there have been irregularities in the election process is delivered to the President within seven days after the Annual General Meeting, then the President may appoint a committee, to be designated a Committee of Adjudication, which shall consist of not less than five and not more than nine Members, who shall be empowered to resolve any irregularities which may be found. The decision of the Committee of Adjudication shall be binding and conclusive.

### *Vacancies*

Vacation of Office

**11.15** (1) The office of a member of Council shall *ipso facto*, if not theretofore vacated, be vacated if such member:

- (a) ceases to be a Member;
- (b) ceases to reside in Canada; or
- (c) resigns the office by notice in writing to the Institute.

Termination

(2) The office of a member of Council may also be terminated by resolution at any General Meeting if notice of submission of such resolution has been given to the Members not less than 14 days before such meeting.

Filling of Vacancies

**11.16** (1) So long as there is a quorum of members of Council remaining in office, when a vacancy occurs in membership of Council, other than by expiration of term of office, or by election of a Vice-President or Councillor to a different office, such vacancy shall be filled as follows:

- (a) in the office of the President: by the President-elect for the balance of the current presidential term of office and one further term thereafter;
- (b) in the office of the President-elect: by election at the next general election, at which time both a President and a President-elect shall be elected in accordance with a procedure to be determined by the Election Committee;
- (c) in the office of both the President and President-elect: by election by Council of one of the Vice-Presidents to the position of President, and by election of a Member to the position of President-elect, as described in Bylaw 11.16(1)(b);
- (d) in the office of the Immediate Past President: by the retiring President who shall automatically assume the office at the next general election; and
- (e) in the office of any other member of Council: by election by Council from among those Members qualified for such office.

Serving balance of term

(2) In case of (c) and (e) above, the Member elected to fill the vacancy shall serve for the balance of the current term of the office vacated.

## *Bylaws*

- Filling of vacancies
- (3) When a vacancy occurs in membership of Council by reason of expiration of term of office, such vacancy shall be filled as follows:
    - (a) in the office of the President: by the President-elect;
    - (b) in the office of the Immediate Past President: by the retiring President; and
    - (c) in the office of any other member of Council: by election by the Members, as provided in this Section.

**SECTION 12  
MEETINGS OF COUNCIL**

|                      |  |
|----------------------|--|
| Date, Time and Place | <p><b>12.01</b> (1) Meetings of Council shall be held at such dates, times and places as Council may determine, from time to time by resolution. A meeting of Council may also be convened by the President or the President-elect or by any four other members of Council. Meetings may be held in person, by mail, by fax or by telephone.</p>   |
| Notice               | <p>(2) Notice of the date, time and place of any meeting of Council shall be given to each member of Council, at least seven days before the appointed time. A member of Council who becomes such within the period of seven consecutive days immediately preceding the meeting shall be given notice of such meeting as soon as is practicable.</p> <p>Meetings of Council may be held at any date, time and place without formal notice if all the members of Council are present, or those absent have waived notice or have signified their consent to the meeting being held in their absence to the Vice-President to whom the duties of Secretary have been assigned.</p> |
| Quorum               | <p><b>12.02</b> Ten members of Council shall constitute a quorum for the transaction of business.</p> <p><i>[Note: Bylaw 12.02 was revised September 10, 1997 to reflect a quorum of eight. This revision was not confirmed at the November 20, 1997 General Business Session and has therefore lapsed.]</i></p>   |
| Voting               | <p><b>12.03</b> (1) Unless provided otherwise, questions arising at any meeting of Council shall be decided by a majority of votes.</p>  |
| Tie                  | <p>(2) In the event of a tie, the Chairperson of the meeting shall have a casting vote in addition to the vote the Chairperson has as a member.</p>  |
| Vacancy              | <p><b>12.04</b> Council may act notwithstanding any vacancy in its membership provided there is a quorum, and the other requisites to the constituting of a meeting of Council have been met.</p>  |

**SECTION 13  
DUTIES OF OFFICERS**

- |                 |  |
|-----------------|--|
| President       | <p><b>13.01</b> The President shall,</p> <ul style="list-style-type: none"><li>(a) when present, preside at all meetings of Council, all meetings of the Executive Committee and all General Meetings; and</li><li>(b) have such other powers and duties as are incidental to the office of President or as may be assigned from time to time to the President by Council or the Bylaws.</li></ul>   |
| President-elect | <p><b>13.02</b> The President-elect shall</p> <ul style="list-style-type: none"><li>(a) have all the powers and perform all the duties of the President when the President is absent, or is unable or refuses to act; and</li><li>(b) have such other powers and duties as may be assigned from time to time to the President-elect by Council, the President or the Bylaws.</li></ul>   |
| Vice-Presidents | <p><b>13.03</b> Each Vice-President shall have such duties as may be assigned by the President or Council. One of the Vice-Presidents shall have the duties of Secretary. One of the Vice-Presidents shall have the duties of Treasurer. In the case of the absence of both the President and the President-elect, or in the event of the inability or refusal of both to act, one of the Vice-Presidents shall be designated by Council to perform, for the time being, the duties of the President.</p>  |
| Secretary       | <p><b>13.04</b> The Vice-President to whom the duties of Secretary have been assigned shall</p> <ul style="list-style-type: none"><li>(a) ensure that a record of General Meetings and of meetings of Council and of the Executive Committee is kept;</li><li>(b) ensure that notices of such meetings are sent out;</li><li>(c) ensure that separate rolls of Members, Students and Correspondents are maintained;</li><li>(d) with the approval of the President, conduct the correspondence of the Institute;</li><li>(e) subject to the instructions of Council, be responsible for all records; and</li><li>(f) have such other powers and duties as are incidental to the role of Secretary or as may be assigned from time to time by Council, the President or the Bylaws.</li></ul> |

## *Bylaws*

- Treasurer            **13.05**    The Vice-President to whom the duties of Treasurer have been assigned shall
- (a)    become custodian of the funds of the Institute;
  - (b)    ensure that notices of annual or other fees are sent out;
  - (c)    ensure that a full accounting is kept of all receipts and expenditures;
  - (d)    present at the Annual General Meeting a financial statement, which has been audited by a firm of chartered accountants appointed for that purpose by the Members present at a General Meeting; and
  - (e)    have such other powers and duties as are incidental to the role of Treasurer or as may be assigned from time to time by Council, the President or the Bylaws.
- Council may delegate    **13.06**    In the case of absence or inability to act of any Officer, other than the President or the President-elect, or for any other reason that Council may deem sufficient, Council may delegate all or any of the duties and powers of such office to any other member of Council for the time being.



**SECTION 14  
EXECUTIVE COMMITTEE**

|                    |  |
|--------------------|--|
| Membership         | <b>14.01</b> There shall be an Executive Committee of Council which shall consist of the President, the President-elect and the Vice-Presidents.   |
| Quorum             | <b>14.02</b> Five members of the Executive Committee shall constitute a quorum.  |
| Powers             | <b>14.03</b> At times when Council is not meeting, the Executive Committee shall have and may exercise the powers of Council in the conduct of the affairs of the Institute, except the power to <ol style="list-style-type: none"><li>(a) make, repeal, amend or re-enact any Bylaw, rule or regulation;</li><li>(b) pass upon applications for membership or waive examination requirements;</li><li>(c) consider termination of membership or of enrollment for other causes under Bylaw 8.04 or 8.05;</li><li>(d) act for Council in respect of discipline of Members and Students under Section 20;</li><li>(e) determine the date, time or place of General Meetings; and</li><li>(f) fill vacancies among members of the Executive Committee.</li></ol> |
| Calling of meeting | <b>14.04</b> (1) Meetings of the Executive Committee shall be called whenever the President or two or more other members of the Executive Committee so request.  |
| Notice             | (2) Notice of the date, time and place of the meeting shall be given to each member of the Executive Committee at least five days before the appointed time.   |
| Minutes            | <b>14.05</b> Minutes of all meetings of the Executive Committee shall have the same status as minutes of Council, and copies thereof shall be sent to each member of Council.  |

**SECTION 15  
ORGANIZATIONS AFFILIATED WITH OR SPONSORED BY  
OR OPERATING UNDER THE AUSPICES OF THE INSTITUTE**

Procedure

**15.01** An organization, the membership of which includes defined classes of Members, Students or Correspondents, may make application to Council to become affiliated with or sponsored by or to operate under the auspices of the Institute. Council may approve such application, subject to such terms and conditions, and for such period, as it deems appropriate from time to time. *[Modified Sept. 10/97]*

**SECTION 16  
RESPONSIBILITY AND INDEMNITY  
OF MEMBERS OF COUNCIL AND OTHERS**

Responsibility

**16.01** No member of Council, as such, shall be deemed to be held or be held responsible for any act, default, obligation or liability of the Institute, or for any engagement, claim, payment, loss, injury, transaction, matter or thing whatsoever relating to the Institute, unless the same shall be the result of such person's own wrongful or willful act, neglect or default.

Indemnity

**16.02** Every member of Council or other person who undertakes any liability on behalf of the Institute shall be indemnified and saved harmless out of the funds of the Institute against all expenses whatsoever which such member of Council or other person sustains in connection with any action or suit that may be brought in connection with any act whatsoever done by such person in the execution of the duties of the office held by such person or in respect of any such liability.

**SECTION 17  
INFORMATION AVAILABLE TO MEMBERS**

Communication to  
the public

**17.01** No Member shall be entitled to require discovery of any information respecting any details or conduct of the business of the Institute which, in the opinion of Council, would be inexpedient or inadvisable in the interests of the Members to communicate to the public.

Conditions for  
inspection

**17.02** (1) Council may determine from time to time whether and to what extent and at what time and place and under what conditions or regulations the documents, books and registers and books of account and accounting records of the Institute or any of them shall be open to the inspection of Members.

Right to inspect

(2) No Member shall have any right to inspect any document or book or register or book of account or accounting records of the Institute, except as conferred by statute, or authorized by Council or by a resolution of the Members at a General Meeting.

**SECTION 18  
ADDITION TO OR AMENDMENT OR ALTERATION OF  
BYLAWS, RULES OR REGULATIONS**

- Procedure                    **18.01**    (1) Bylaws, rules or regulations of the Institute may be repealed, re-enacted, altered, added to, or otherwise changed by Council at a meeting thereof, provided that proper notice specifying such change shall have been given to the members of Council and that a majority of all members of Council are present at the meeting, and that a majority of all members of Council concur in such change.
- Force and Effect            (2)        Every such repeal, re-enactment, alteration, addition or change by Council shall have force and effect only until the next ensuing General Meeting, and in default of confirmation thereat, shall at and from that time cease to have validity, force or effect.
- Confirmation by  
Membership                (3)        The Members present at a General Meeting may confirm the repeal, re-enactment, alteration, addition or other change of any said Bylaw, rule or regulation, provided that proper notice shall have been given to the Members specifying such change, and a majority of the Members, present and voting at the General Meeting, concur in the confirmation of such repeal, re-enactment, alteration, addition or other change.
- Request by  
members                    **18.02**    (1) At the written request of five percent or more of the Members proposing the repeal, re-enactment, alteration, addition, or other change in the Bylaws, rules or regulations, the President shall direct the Vice-President to whom the duties of Secretary have been assigned to give notice to the Members of such proposal. This notice shall be given to the Members at least 14 days before the next General Meeting. The proposal shall be dealt with at that meeting.
- Confirmation by  
Membership                (2)        At the said meeting, the Members may change the Bylaws, rules or regulations, provided that not less than two-thirds of the Members present and voting at the said meeting concur in such repeal, re-enactment, alteration, addition or other change.
- Notice is Proof of  
Adoption                    **18.03**    (1) Publication or notice, in any form, of a Bylaw, rule, regulation or recommendation, by the Institute to Members and Students,
- (a)    is *prima facie* proof of its contents, of its adoption by Council and of its confirmation by the Members where required, and
  - (b)    shall be deemed to be notice of its contents to Members and Students.

*[Adopted July 23/97]*

*Bylaws*

Official Notice by  
Tribunals

(2) A Disciplinary Tribunal and an Appeal Tribunal shall take official notice of the valid adoption and confirmation of the Bylaw, rule, regulation or recommendation, as well as of its contents and of its publication, without being specially pleaded.

*[Adopted July 23/97]*

Certified Copy

(3) In every case in which the original record could be admitted in evidence, a copy of a document, Bylaw, rule, regulation, recommendation or proceeding of the Institute purporting to be certified under the seal of the Institute and the hand of the Executive Director thereof, is admissible in evidence without proof of the seal of the Institute or of the signature or official character of the person appearing to have signed it. *[Adopted July 23/97]*

**SECTION 19  
PUBLIC PRONOUNCEMENTS OF OPINION**

- Subject matter      **19.01**    The Institute may make public pronouncements of opinion on matters within the competence of actuaries, provided that the subject or issue has an important actuarial element or component and that the public opinion which is expressed is primarily actuarial in its content.
- Procedure            **19.02**    Such public pronouncements shall be made in such manner and upon such terms and conditions as Council may determine from time to time.

**SECTION 20  
DISCIPLINE OF MEMBERS AND STUDENTS**

***Constitution and Powers of the Committee on Discipline***

- |   |  |
|---|--|
| Jurisdiction of the Committee on Discipline | <b>20.01</b> (1) The Committee on Discipline is constituted to handle all disciplinary matters concerning the Institute's Members and Students. The Committee shall deal with every complaint alleging that a Member or Student has committed an Offence.  |
| Composition and Quorum                      | (2) The Committee on Discipline shall consist of at least 10 members, including a Chairperson and one or more Vice-Chairpersons, and shall be appointed annually by Council. Five members shall constitute a quorum of the Committee, except that seven members shall constitute a quorum for the conduct of a vote to lay a charge against a Member or Student.   |
| Secretary                                   | (3) The Chairperson of the Committee on Discipline shall appoint one of the members of the Committee as the Secretary of the Committee. The Secretary shall ensure that the records of the Committee are kept.   |
| <i>Ex-officio</i> members                   | (4) The President, the President-elect and the Immediate Past President shall sit as <i>ex-officio</i> members of the Committee on Discipline and shall be entitled to vote. They shall count as three of the required minimum of 10 members. Neither the President nor the President-elect shall act as Chairperson, Vice-Chairperson or Secretary of the Committee.  |
| Conflict of interest                        | (5) Members of the Committee on Discipline must refuse to participate in any matter in which they consider themselves to be in a position of conflict of interest. If the Chairperson or the Secretary of the Committee is in such a conflict, a Chairperson or Secretary shall be appointed by the other participating members or by the Chairperson of the Committee, as the case may be, regarding that matter.   |
| Meetings                                    | (6) Members of the Committee on Discipline may hold meetings in person, by mail, by fax or by telephone. Every decision of the Committee shall be taken by a majority of the members present at the meeting. In the event of a tie, the Chairperson does not have a casting vote, and the motion is considered to be defeated.   |
| Confidentiality of deliberations            | (7) Except as provided in the Bylaws, the deliberations of the Committee on Discipline and any of the Investigation Teams, including the records and minutes, are confidential, unless the Committee otherwise decides in relation to a particular matter. Meetings of the Committee may only be attended by members of the Committee and by any other person invited to attend by the Chairperson of the Committee. |

*[Adopted Nov. 5/96]*



## *Bylaws*

Idem (8) All persons present at a meeting of the Committee on Discipline or of an Investigation Team shall be personally bound to uphold the confidentiality of the deliberations and of any information obtained in connection with such a meeting, whether verbal or in written form, and whether obtained before, during or after such a meeting. *[Adopted Nov. 5/96]*

Idem (9) If confidential information is sought from a person bound by this Section, such person shall immediately inform the Chairperson of the Committee on Discipline of such a request and refrain from responding to the request unless authorised expressly by the Chairperson of the Committee, or required to do so by law or by order of a Disciplinary Tribunal or an Appeal Tribunal. *[Adopted Nov. 5/96]*

### ***Information and Laying of a Complaint***

Laying of a Complaint **20.02** (1) A complaint may be laid by a Member or Student, or by any other person or organization. Every complaint laid against a Member or Student or any information that any person or organization wishes to forward concerning a Member or Student shall be received by the Secretary of the Committee on Discipline.

Findings of the Committee on Review (2) The findings of the Committee on Review based on an inquiry submitted under Section 22 shall not be deemed to be either a complaint or information under this Section. The Committee on Discipline shall not receive or consider such findings.

Information provided (3) Where a person or an organization has provided information on a Member or Student, but has not laid a complaint, said person or organization shall not be entitled to any further notification or information on the application of the disciplinary process, if any, to said Member or Student.

Committee on Discipline may lay a complaint (4) Where, in its opinion or on the basis of information received, an Offence may have been committed by a Member or Student, the Committee on Discipline may, on its own initiative, lay a complaint against said Member or Student.

Complaint forwarded to Member or Student (5) The Committee on Discipline shall forward a copy of the complaint to the Member or Student against whom the complaint is laid. The Committee may require the Member or Student to submit to the Secretary of the Committee a written response to the complaint or any other written explanation which may be warranted in the circumstances.

Examination of complaint (6) The Committee on Discipline shall examine the complaint. If the Committee, after examining a complaint, finds that it is not justified "*prima facie*", it shall dismiss the complaint. It shall notify the Respondent and the complainant within a reasonable period of time in writing of its findings.

## *Bylaws*

Refer complaint to Investigation Team (7) If the Committee on Discipline finds that the complaint is justified *prima facie*, it shall refer the complaint to an Investigation Team. It shall notify the Respondent and the complainant within a reasonable period of time in writing of this decision.

Continuing Jurisdiction (8) Any actuary who becomes disqualified from being a Member or Student, or voluntarily ceases to be a Member or Student, shall remain subject to the disciplinary jurisdiction of the Committee on Discipline for the acts or omissions committed while being a Member or Student.

### ***The Investigation Team***

Appointing of Investigation Team **20.03** (1) When the Committee on Discipline refers a complaint to an Investigation Team under Bylaw 20.02(7), it shall appoint the Investigation Team to carry out an investigation. Such Investigation Team shall consist of no more than three persons. Neither the President nor the President-elect shall act as a member of an Investigation Team.

Report (2) An Investigation Team shall prepare a report containing the findings of its investigation. Said report shall be transmitted to the Committee on Discipline within 30 days after its completion.

Inquiries (3) In preparing its report, an Investigation Team may carry out such inquiries as it deems proper under the circumstances. It may interview the Respondent, the complainant and any other Member or Student or other person who may have relevant information. Any person being interviewed by an Investigation Team, including the Respondent, may be assisted or represented by legal counsel.

Production of documents (4) In the course of its investigation, an Investigation Team may require the production of any books, documents, records or other papers relevant to the investigation and which may be in the possession or control of any Member or Student, including the Respondent.

Offence to hinder work (5) It shall be an Offence for a Member or Student to

- (a) hinder in any way the work of an Investigation Team or any one of its members in the performance of its duties as carried out according to the Bylaws;
- (b) fail to respond within 30 days to an inquiry from an Investigation Team;
- (c) mislead an Investigation Team or any one of its members by concealment or by false declarations;
- (d) refuse to produce any information or document relating to an inquiry; or
- (e) refuse to let a copy be made of any relevant document.

## *Bylaws*

Conduct of other  
Members

(6) In the course of its investigation, an Investigation Team may investigate the conduct of any other Member or Student to the extent that such conduct is relevant to the matter being investigated. If, in such instance, the Investigation Team determines that an Offence may have been committed by that Member or Student, it shall recommend promptly that the Committee on Discipline lay a complaint against said Member or Student. Unless otherwise determined by the Committee, any further investigation of the complaint shall be conducted by the same Investigation Team.

### ***Decisions of the Committee on Discipline***

Decisions

**20.04** (1) After reviewing the report of an Investigation Team, the Committee on Discipline shall

- (a) dismiss the complaint;
- (b) file a charge and make a recommendation of sanction to the Respondent, subject to an admission of guilt by the Respondent; or
- (c) file a charge and refer it to a Disciplinary Tribunal.

Dismissal

(2) If the Committee on Discipline dismisses a complaint, it shall notify the Respondent and the complainant within a reasonable period of time. The notice shall be in writing and shall state the reasons for the dismissal.

Filing of Charge and  
Referring charge to  
Disciplinary Tribunal

(3) If the Committee on Discipline finds that a complaint is justified, but that filing a charge under Bylaw 20.05(1) is not appropriate, it must then lay a charge against the Respondent and refer it to a Disciplinary Tribunal for a hearing. The Committee shall notify the Respondent and the complainant within a reasonable period of time in writing of this decision.

### ***Charge and Recommendation of Sanction***

Filing of Charge and  
Recommendation

**20.05** (1) If the Committee on Discipline finds, having regard to the relative gravity of the matter and the interests of the public and the Institute, that while the complaint is justified, a charge should not be referred to a Disciplinary Tribunal, it shall file a charge and make a recommendation that the Respondent, admit guilt in writing for the acts or omissions that form the basis of the charge, and accept a reprimand. In addition, the recommendations of the Committee may require that the Respondent agree to one or more of the following sanctions:

- (a) completion of one or more courses of instruction prescribed by the Committee on Discipline;
- (b) payment of a fine not exceeding \$3,000 in the case of a Member, or \$2,000 in the case of a Student;
- (c) payment of all or any part of the costs of the investigation by the Investigation Team;
- (d) such corrective or remedial action as the Committee on Discipline considers appropriate.

## *Bylaws*

- Admit guilt or decline (2) The Committee on Discipline shall deliver the charge and its recommendation of sanction to the Respondent. Within 30 days of such delivery, or such greater period as the Committee may consider appropriate in the circumstances, the Respondent shall, in writing, either admit guilt and accept the recommendation or decline to do so.
- Informing complainant (3) If an admission of guilt is entered and the recommendation of sanction is accepted, both in writing, by the Respondent, the Respondent shall comply with the conditions thereof, and the complainant shall be informed in writing of the admission of guilt and the accepted recommendation of sanction.
- Deemed to have declined (4) If the Respondent fails either to admit guilt or to accept the recommendation of sanction within the period set by the Committee on Discipline, the Respondent is deemed to have declined to accept the recommendation of sanction.
- Declines to accept (5) If the Respondent fails to comply with the recommendation of sanction or its terms and conditions, or if the Respondent declines to accept the recommendation of sanction, the Committee on Discipline must then refer the charge against the Respondent to a Disciplinary Tribunal for a hearing, and shall notify the Respondent and the complainant within a reasonable period of time in writing of this decision.

### ***Disciplinary Tribunal: Hearing of a Charge***

- Appointing of Disciplinary Tribunal **20.06** (1) The Executive Director shall appoint a Disciplinary Tribunal to hear a charge laid against a Member or Student. Except as provided in Bylaw 20.06(13), a Disciplinary Tribunal shall consist of three members, two of whom shall have served on Council but shall not currently be members of the Committee on Discipline. The third member, who shall be a retired judge, shall be the Chairperson of the Disciplinary Tribunal. *[Modified July 23/97]*
- Conflict of interest (2) A party to a hearing before a Disciplinary Tribunal may request the removal of a member of the Disciplinary Tribunal, should there be a serious conflict of interest between said member of the Disciplinary Tribunal and one of the parties, or should a member of the Disciplinary Tribunal appear biased for any other reason under the circumstances. A member of a Disciplinary Tribunal who is aware of grounds for such member's removal must so declare forthwith.
- Plea of guilt (3) A Member or Student against whom a charge has been laid may enter a plea of guilty prior to the scheduled hearing. Such plea shall be made in writing by the Respondent or the Respondent's legal counsel to the Chairperson of the Investigation Team or the Investigation Team's legal counsel.

## *Bylaws*

- Parties (4) The Respondent shall be a party to the hearing. The members of the Investigation Team shall be a party to the hearing and shall conduct the prosecution before the Disciplinary Tribunal.
- Right to legal counsel (5) A party appearing before a Disciplinary Tribunal has the right to be assisted or represented by legal counsel.
- Prior notice (6) The Secretary of the Committee on Discipline shall give prior notice of at least 15 days of the date, time and place of any hearing of a Disciplinary Tribunal to the parties and to their legal counsel, if known, unless a hearing date is set during a hearing, all parties being present.
- Absence of Respondent (7) A Disciplinary Tribunal may conduct a hearing in the absence of the Respondent if said Respondent does not appear on the date and at the time and place set out in the notice.
- Hearing shall be public (8) Except as provided herein, every hearing before a Disciplinary Tribunal shall be public. Nevertheless, of its own initiative or upon request, the Disciplinary Tribunal may, at its discretion, order that a hearing be held *in camera* or ban the publication or release of any information or document it indicates to preserve professional secrecy or to protect a person's privacy or reputation, or in the interest of public order.
- In camera* hearing (9) Where an *in camera* hearing is ordered, all those present at the hearing shall be personally bound to secrecy, subject to the right of the members of the Committee on Discipline and members of the Appeal Tribunal, as described below, to be informed about the proceedings to the extent necessary for the performance of their duties.
- Parties, legal Counsel and witnesses (10) A Disciplinary Tribunal shall hear the parties, their legal counsel and their witnesses, may inquire into the relevant facts and may call any person to testify on such facts. The witnesses may be examined or cross-examined by the parties. A Member or Student testifying before a Disciplinary Tribunal shall be bound to answer all questions. This evidence is privileged and cannot be used against that individual before any court of justice.
- Procedure and practice (11) The practice and procedure before a Disciplinary Tribunal shall be governed by the Rules and Practice and Procedure of a Disciplinary Tribunal of the Institute. A Disciplinary Tribunal may adopt rules of procedure or practice, not in conflict with these Bylaws or the Rules of Practice and Procedure of a Disciplinary Tribunal, for the conduct of a hearing and as necessary to carry out its duties. *[Modified Nov. 19/97]*
- Suspension during inquiry (12) The Committee on Discipline may request a Disciplinary Tribunal to order that the Respondent be suspended for the duration of the inquiry.

## *Bylaws*

Death or Incapacity of Member of Tribunal (13) If a member of a Disciplinary Tribunal dies before a decision is rendered or, for any reason, is unable to fulfill such member's duties at any stage of the process, after the expiry of 10 days of the parties being informed of the death or incapacity of the member of the Disciplinary Tribunal by the Executive Director, the remaining members of the Disciplinary Tribunal shall proceed to hear the charge and render its decision, unless within the 10 day period a party has made a request that a new member be appointed in accordance with Bylaw 20.06(1). If such a request is made, the newly constituted Disciplinary Tribunal shall proceed in the manner agreed to by the parties, or failing agreement, in the manner determined by the Disciplinary Tribunal. *[Adopted July 23/97]*

### ***Disciplinary Tribunal: Decisions***

Decision **20.07** (1) After a Disciplinary Tribunal has heard the parties, their evidence and all other relevant evidence, it must then render its decision within 90 days from the date of the end of the hearing.

Powers (2) A Disciplinary Tribunal shall decide, to the exclusion of any other court or tribunal, in the first instance, whether or not the Respondent is guilty of an Offence.

Record of hearing (3) The Secretary of the Committee on Discipline shall ensure that the record of the hearing and the decision of a Disciplinary Tribunal are placed in a special file. This record shall constitute *prima facie* proof of its contents.

Decision in writing (4) A Disciplinary Tribunal shall record its decision in writing with reasons, and dissenting opinions, if any. The decision shall be signed by all members of the Disciplinary Tribunal. If the Disciplinary Tribunal decides that the publication or release of certain information or documents is banned, its written decision shall include this fact, and the reasons for this decision.

Decision sent to parties (5) A Disciplinary Tribunal shall send its decision to all parties, within 10 days after the said decision has been rendered.

Hearing on penalty (6) In the event that the Respondent has been found guilty, the parties may then be heard with respect to the penalty. The Disciplinary Tribunal shall decide upon the penalty within 30 days after its decision as to whether or not the Respondent is guilty of an Offence has been rendered.

Costs (7) A Disciplinary Tribunal shall have the power to order any of the parties to pay the costs, including the cost of recording the depositions where applicable, or to apportion the costs between the parties, as it sees fit.

Decision on penalty (8) The Disciplinary Tribunal shall send its decision with respect to the penalty to all parties, within 10 days after the said decision has been rendered.

## *Bylaws*

### ***Disciplinary Tribunal: Penalties***

|                             |   |
|-----------------------------|---|
| Penalty Options             | <p><b>20.08</b> (1) A Disciplinary Tribunal shall impose on a Member or Student found guilty of an Offence, one or more of the following penalties, in respect of each count:</p> <ul style="list-style-type: none"><li>(a) a reprimand;</li><li>(b) a suspension from the Institute;</li><li>(c) an expulsion from the Institute;</li><li>(d) a fine.</li></ul>  |
| Refresher training          | <p>(2) A Disciplinary Tribunal may also require a Member or Student found guilty of an Offence to serve a period of refresher training or take a refresher course or do both and may restrict or suspend the individual's right to be a Member or Student during the training period or course, or both.</p>  |
| Terms and conditions        | <p>(3) A Disciplinary Tribunal may fix the terms and conditions of the penalties it imposes.</p>  |
| Implementation of Penalties | <p>(4) The penalty imposed by a Disciplinary Tribunal shall be implemented upon the expiry of the period for appeal, in accordance with the terms and conditions indicated in the Bylaws, unless the Disciplinary Tribunal orders provisional implementation of the decision upon its receipt by the Respondent.</p>  |
| Payment of a sum of money   | <p>(5) When a decision of a Disciplinary Tribunal obliges a party to remit a sum of money for costs or a fine, or both, said party must pay the amount in question to the Institute within 10 days after the expiry of the time to appeal or of the dismissal of the appeal, as the case may be. Should the party fail to pay the amount within the required time, said party shall be liable to interest charges, at the prime rate of the Institute's chartered bank or trust company plus two percentage points, as well as collection costs. If the party is a Member or Student, said Member or Student shall be automatically suspended from the Institute until such time as all amounts have been paid in full.</p> |

### ***Appeal Tribunal: Notice of appeal, Constitution and Jurisdiction of Tribunal***

|                            |  |
|----------------------------|--|
| Filing of Notice of Appeal | <p><b>20.09</b> (1) A party before a Disciplinary Tribunal may file a notice of appeal from a decision rendered by the Disciplinary Tribunal within 30 days after the receipt of said decision. The notice of appeal shall state the decision appealed and summarily expose the reasons for which the appeal is filed, and the conclusions sought.</p> |
|----------------------------|--|

## *Bylaws*

- Constitution of Appeal Tribunal (2) In the event that a notice of appeal is filed, an Appeal Tribunal shall be appointed by Council. Except as provided in Bylaw 20.10(11), an Appeal Tribunal shall consist of three members, two of whom shall be members of Council at the time of appointment, and the third shall be a retired judge and shall be the Chairperson of the Appeal Tribunal. None of the President, the President-elect, the Immediate Past President, the members of the Committee on Discipline or the members of the Disciplinary Tribunal shall be eligible to sit as a member of an Appeal Tribunal. In the event that two members of an Appeal Tribunal cannot be appointed from Council, Council may appoint a past Officer, subject to the exceptions hereinabove mentioned. *[Modified July 23/97]*
- Conflict of Interest (3) A party to a hearing before an Appeal Tribunal may request the removal of a member of the Appeal Tribunal, should there be a serious conflict of interest between said member of the Appeal Tribunal and one of the parties, or should a member of the Appeal Tribunal appear biased for any other reason under the circumstances. A member of an Appeal Tribunal who is aware of grounds for such member's removal must so declare forthwith.
- Jurisdiction of Appeal Tribunal (4) An appeal can be made to an Appeal Tribunal in respect of  
(a) a decision of a Disciplinary Tribunal ordering a temporary suspension of a Member or Student, allowing or dismissing a charge, or imposing a penalty; or  
(b) any other decision of a Disciplinary Tribunal, with leave of the Appeal Tribunal.

### ***Appeal Tribunal: Hearing of an Appeal***

- Parties **20.10** (1) The parties before the Disciplinary Tribunal shall be the parties before the Appeal Tribunal.
- Right to legal counsel (2) Every party to the appeal has the right to be assisted or represented by legal counsel.
- Suspension of implementation (3) An appeal shall suspend the implementation of the decision of the Disciplinary Tribunal, unless the Disciplinary Tribunal orders the provisional implementation thereof. However, an order for temporary suspension from the Institute shall be automatically implemented, notwithstanding appeal, unless the Appeal Tribunal decides otherwise.
- Delays (4) An Appeal Tribunal shall hear the appeal within 60 days after the notice of appeal has been filed, or leave has been granted, and shall render a final decision within 30 days after the end of the hearing.



## *Bylaws*

- Prior notice (5) The Secretary of the Committee on Discipline shall give prior notice of at least 15 days of the date, time and place of any hearing of an Appeal Tribunal to the parties and to their legal counsel, if known, unless a hearing date is set during a hearing, all parties being present.
- Absence of a Party (6) An Appeal Tribunal may conduct a hearing in the absence of a party if said party does not appear on the date and at the time and place set out in the notice.
- Hearing shall be public (7) Except as provided herein, every hearing before an Appeal Tribunal shall be public. Nevertheless, of its own initiative or upon request, the Appeal Tribunal may, at its discretion, order that a hearing be held *in camera* or ban the publication or release of any information or document it indicates to preserve professional secrecy or to protect a person's privacy or reputation, or in the interest of public order.
- In camera* hearing (8) Where an *in camera* hearing is ordered, all those present at the hearing shall be personally bound to secrecy, subject to the right of the members of the Committee on Discipline to be informed about the proceedings to the extent necessary for the performance of their duties.
- No new evidence (9) No new evidence shall be presented before an Appeal Tribunal. However, an Appeal Tribunal may, by reason of exceptional circumstances and where the ends of justice require, authorize the presentation of additional written or verbal evidence.
- Procedure and Practice (10) An Appeal Tribunal shall be master of its own procedure and practice. It may adopt rules of procedure or practice, not in conflict with these Bylaws, for the conduct of a hearing and as necessary to carry out its duties.
- Death or Incapacity of Member of Tribunal (11) If a member of an Appeal Tribunal dies before a decision is rendered or, for any reason, is unable to fulfill such member's duties at any stage of the process, after the expiry of 10 days of the parties being informed of the death or incapacity of the member of the Appeal Tribunal by the Executive Director, the remaining members of the Appeal Tribunal shall proceed to hear the appeal and render its decision, unless within the 10 day period a party has made a request that a new member be appointed in accordance with Bylaw 20.09(2). If such a request is made, the newly constituted Appeal Tribunal shall proceed in the manner agreed to by the parties, or failing agreement, in the manner determined by the Appeal Tribunal.

*[Adopted July 23/97]*

## *Bylaws*

### ***Appeal Tribunal: Decisions***

- Powers **20.11** (1) An Appeal Tribunal may confirm, alter or quash any decision appealed from, and render the decision which it considers should have been rendered in the first instance.
- Record of hearing (2) The Secretary of the Committee on Discipline shall ensure that the record of the hearing and the decision of an Appeal Tribunal are placed in a special file. This record shall constitute *prima facie* proof of its contents.
- Decision in writing (3) An Appeal Tribunal shall record its decision in writing with reasons, and dissenting opinions, if any. The decision shall be signed by all members of the Appeal Tribunal. If the Appeal Tribunal decides that the publication or release of certain information or documents is banned, its written decision shall include this fact, and the reasons for this decision.
- Decision sent to parties (4) An Appeal Tribunal shall send its decision to all parties, within 10 days after the said decision has been rendered.
- Costs (5) An Appeal Tribunal shall have the power to order any of the parties to pay the costs, including the cost of recording the depositions where applicable and the costs of the Disciplinary Tribunal, or to apportion such costs between the parties, as it sees fit.

### ***Publication of Decisions and Reports***

- Decision sent to Council **20.12** (1) The Secretary of the Committee on Discipline shall send to Council the admission of guilt and acceptance of a recommendation of sanction or the decision of a Disciplinary Tribunal or of an Appeal Tribunal within 10 days after the admission and acceptance or the decision of a tribunal has been made.
- Notice of decision (2) The Secretary of the Committee on Discipline shall ensure that a notice is prepared of the admission of guilt and acceptance of a recommendation of sanction or the decision of the Disciplinary Tribunal or the Appeal Tribunal. The notice shall contain:
- (a) the name of the Member or Student;
  - (b) the principal practice address of the Member or Student;
  - (c) the specialty area in which the Member or Student practices, if any;
  - (d) the charge;
  - (e) the date and a summary of the admission of guilt and acceptance of a recommendation of sanction or the decision; and
  - (f) in the case of a suspension or expulsion, a heading "Notice of Suspension from the Canadian Institute of Actuaries" or "Notice of Expulsion from the Canadian Institute of Actuaries", as the case may be.

## *Bylaws*

Notice shall be published

(3) Except as provided in Bylaws 20.12(4), 20.12(5) and 20.12(6), the Secretary of the Committee on Discipline shall ensure that the notice is published to each Member and Student. In the case of a suspension or expulsion, the Secretary of the Committee on Discipline shall publish the notice to all appropriate regulators and shall publish a summary of the notice in a newspaper having general circulation in the place where the Member or Student principally practices in Canada. The publication shall take place after Council has received the admission of guilt and acceptance of a recommendation of sanction or, when a decision has been rendered, within 30 days after the expiry of the period for appeal, provided no appeal has been filed.

Exceptions

(4) A Disciplinary Tribunal or an Appeal Tribunal may direct that the above requirements for publication of the notice be varied. However, in the case of a suspension or expulsion, a Disciplinary Tribunal or an Appeal Tribunal may not vary the requirement that the name of the Member or Student and the sanction imposed be published to each Member and Student within 30 days after the expiry of the period for appeal, provided no appeal has been filed.

Powers of Council

(5) In the case of a decision where no suspension or expulsion has been ordered, Council may reduce the above requirements for publication of the notice, but Council may not

- (a) change any direction given by a Disciplinary Tribunal or an Appeal Tribunal under Bylaw 20.12(4); or
- (b) vary the requirement that the Member's or Student's name and the sanction imposed be published to each Member and Student.

No notice to be published

(6) In the case of a decision which finds a Member or Student not guilty of a charge, no notice in relation to that charge shall be published if the Member or Student so notifies the Secretary of the Committee on Discipline before the expiry of the period of appeal.

Annual report to Council

(7) The Secretary of the Committee on Discipline must make an annual report to Council on the activities of the Committee on Discipline, the Disciplinary Tribunals and the Appeal Tribunals. The report shall include, at a minimum, the number and nature of complaints laid, admissions of guilt and acceptances of a recommendation of sanction made and decisions rendered by the Committee on Discipline, the Disciplinary Tribunals and the Appeal Tribunals.

## *Bylaws*

Periodic report to  
Members

(8) The Secretary of the Committee on Discipline must make a periodic report, at least twice per Council Year, to each Member and Student on the activities of the Committee on Discipline and of Disciplinary and Appeal Tribunals. The report shall include, at a minimum:

- (a) the number and nature of complaints laid;
- (b) the number and nature of charges laid without disclosing the names of the Members or Students charged;
- (c) the dates, times and places set for future hearings of Disciplinary or Appeal Tribunals and the nature of the charges to be heard without disclosing the names of the Members or Students charged;
- (d) any notices of admissions of guilt and acceptances of a recommendation of sanction or decisions which have been finalized since the last report; and
- (e) an explanation as to how a Member or Student, who wishes to request more information about charges which have been laid or tribunal proceedings, may obtain that information.

### ***International Reciprocal Arrangements***

Conduct of member  
in connection with  
practice in USA

**20.13** (1) The professional conduct of a Member or Student in connection with the individual's practice in the United States of America shall be governed by the disciplinary rules and procedures of the Actuarial Board for Counseling and Discipline (the "ABCD").

Imposition of a  
penalty

(2) If, under its disciplinary procedures, the ABCD determines that a penalty should be imposed upon a Member or Student, that penalty shall be implemented by the Committee on Discipline according to the terms and conditions of the decision, unless Council recommends otherwise. The imposition of the penalty shall be carried out by the appropriate body of the Institute only upon a final decision of the ABCD.

Communication of  
Decisions of ABCD

(3) Every decision of the ABCD concerning a Member or Student, upon its receipt, shall be sent to Council by the Secretary of the Committee on Discipline. Unless Council decides otherwise, each final decision of the ABCD shall be communicated to the Members and Students, but in each case the Committee on Discipline shall retain the discretion to determine the method of communication and the degree of confidentiality to be retained in respect of the details of the case.

Publication

(4) Where suspension or expulsion of a Member or Student is carried out as a result of the ABCD disciplinary procedures, the same provisions with respect to publication shall apply as are otherwise indicated in Bylaw 20.12, including publication in a newspaper.

## *Bylaws*

- Annual report (5) The Secretary of the Committee on Discipline must include in the annual report to Council the number and nature of complaints received by the ABCD concerning Members and Students, as well as the number and nature of associated decisions rendered by the ABCD.
- Complaint in connection with US resident practicing in Canada (6) In addition to the powers ascribed to it by these Bylaws, the Committee on Discipline will also conduct the disciplinary procedures resulting from a complaint against an actuary resident in the USA who is not a Member or Student, in connection with that actuary's practice in Canada. Such a complaint shall be dealt with in the same manner as one laid against a member or student of the Institute and the procedure followed will be that described under Bylaws 20.02 to 20.12.
- Imposition of a Penalty (7) Imposition of a penalty determined by a Disciplinary Tribunal or an Appeal Tribunal shall be the responsibility and prerogative of the U.S. actuarial organization on whose behalf the ABCD would be acting in the instance. The Secretary of the Committee on Discipline shall communicate the decision of the Disciplinary Tribunal or Appeal Tribunal in each such case to the appropriate U.S. body.
- Annual Report (8) The Secretary of the Committee on Discipline shall include in the annual report to Council, the number and nature of complaints received as well as the number and nature of the decisions rendered with respect to actuaries resident in the USA, who are not Members or Students, relative to their practice in Canada.

**SECTION 21  
COMPLIANCE**

Compliance with  
Bylaws, Rules and  
Standards

**21.01** A Member or Student shall comply with the Bylaws, Rules of Professional Conduct, Standards of Practice and Recommendations of the Institute as they may be from time to time, and with any order or resolution of Council or the Executive Committee under the Bylaws. A Member or Student shall, when required, fulfill any requirements established by the Institute to monitor compliance with Rules of Professional Conduct and Standards of Practice of the Institute.

Compliance with US  
rules and standards

**21.02** (1) Concerning the individual's practice with respect to the United States of America, a Member or Student shall comply with the rules of professional conduct of the American Academy of Actuaries and the standards of practice adopted by the Actuarial Standards Board.

Compliance with  
Mexican rules

(2) Concerning the individual's practice with respect to Mexico, a Member or Student shall comply with the rules of professional conduct of the Colegio Nacional de Actuarios (CONAC) and the standards of practice of the actuarial profession in Mexico.

Student

**21.03** Where the word "member" appears in the Rules of Professional Conduct of the Institute, it is to be read to include "Student".

**SECTION 22  
COMMITTEE ON REVIEW**

***Handling of Inquiries***

- |   |  |
|---|--|
| Jurisdiction of the Committee on Review     | <b>22.01</b> (1) The Committee on Review is constituted to   |
|   | (a) handle all specific inquiries, not complaints, concerning the work performed by a Member or Student in respect of the Standards of Practice of the Institute or accepted actuarial practice; and   |
|   | (b) receive general inquiries on the appropriateness of the Institute's Standards of Practice, Rules of Professional Conduct or accepted actuarial practice.   |
| Inquirer                                    | (2) Inquiries may be made by any person or organization.   |
| Referral                                    | (3) A general inquiry shall be referred by the Committee on Review, with the permission of the inquirer, to the appropriate committee of the Institute. However, if such a general inquiry is not within the mandate of a specific committee of the Institute, it shall be referred, with the permission of the inquirer, to the Executive Committee to decide on the forum for consideration of the inquiry.  |
| Inquiry referred to Committee on Discipline | (4) Where the Committee on Review decides that an inquiry should be referred to the Committee on Discipline, the Committee on Review shall so inform the inquirer. The Committee on Review shall refer the inquirer to the Bylaws governing the process to be followed in laying a complaint or providing information to the Committee on Discipline. If the inquirer decides not to lay a complaint or provide information to the Committee on Discipline and so advises the Committee on Review, the Committee on Review may decide to proceed with a review of the inquiry. |

***Composition of the Committee on Review***

- |                        |  |
|------------------------|--|
| Composition and Quorum | <b>22.02</b> (1) The Committee on Review shall consist of at least eight members including a Chairperson and one or more Vice-Chairpersons, and shall be appointed annually by Council. Members of the Committee on Discipline, and <i>ex-officio</i> members of the Committee on Discipline, as defined in Bylaw 20.01(4), shall not sit as members of the Committee on Review. Five members shall constitute a quorum. |
| Conflict of Interest   | (2) Members of the Committee on Review must refuse to participate in any matter in which they consider themselves to be in a position of conflict of interest. Membership or former membership on a committee of the Institute concerned with the Institute's Standards of Practice is not a conflict of interest for the purposes of this Bylaw.  |

## *Bylaws*

### *Review Process*

|                               |  |
|-------------------------------|--|
| Meetings                      | <b>22.03</b> (1) Members of the Committee on Review may hold meetings in person, by mail, by fax or by telephone. Every decision of the Committee on Review shall be taken by a majority of the members present at the meeting. In the event of a tie, the Chairperson does not have a casting vote and the motion is considered to be defeated. |
| Confidentiality               | (2) Inquiries shall be treated in complete confidence by the Committee on Review.  |
| Basis of review               | (3) A review shall be based only on information submitted by the inquirer.   |
| Member or Student involved    | (4) A Member or Student who may be the object of the inquiry shall not be involved in the review process.  |
| Findings provided to inquirer | (5) Findings of the Committee on Review shall be provided to the inquirer only if the inquirer has previously agreed, in writing, to keep the findings confidential and has acknowledged that the findings of the Committee on Review shall not be considered as information or a complaint against a Member or Student pursuant to Bylaw 20.02. |
| Transmission of findings      | (6) A Member or Student who is the object of the inquiry will receive a copy of the findings of the Committee on Review.   |
| Idem                          | (7) The Committee on Review shall not transmit its findings to any person not expressly entitled, pursuant to these Bylaws, to receive such findings.  |
| Powers                        | (8) The Committee on Review has all of the powers necessary for the proper exercise of its jurisdiction.   |



**SECTION 23  
PROTECTIVE PROVISIONS**

No complaint or  
cause of action

**23.01** No Member or Student shall have any lawful complaint or cause of action against the Institute, the President, or Council, or against the Committee on Discipline, the Disciplinary Tribunals, the Appeal Tribunals, the Investigation Teams, the Committee on Compliance, the Committee on Review, or any other committee of the Institute or against any member of the said Council, tribunals, teams and committees, or against any officer, servant, agent or legal counsel of the Institute by reason of anything done or omitted to be done or any other matter or thing in respect of any complaint of professional conduct, investigation, inquiry, charge of professional misconduct, hearing, report, direction, decision, order, notice or publication made or done in good faith under Sections 20 to 22.

Confidentiality  
Provision

**23.02** Any Member or Student who, as a result of involvement in any way with the activities of Council, the Executive Committee, the Committee on Discipline, the Investigation Teams, the Disciplinary Tribunals, the Appeal Tribunals, the Committee on Compliance or the Committee on Review obtains confidential information previously unknown to the Member or Student, shall not use or disclose any such information except in the discharge of the Member's or Student's duties and responsibilities arising from such involvement, or unless required by law to do so.