

# **Administrative Bylaws**

Approved by Council: November 22, 2025

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## PREAMBLE

- INCORPORATION
  - LEGAL NAME
    - The Saskatchewan Dental Hygienists' Association (SDHA) is a corporation established under *The Dental Disciplines Act*, herein referred to as the 'Act', being Chapter D4-1 of the Statutes of Saskatchewan, 1997 and its subsequent amendments.
    - The Saskatchewan Dental Hygienists' Association is established as a Corporation (Professional Association) continued as noted in Section 3(5) of the *Act*.
  - OPERATING NAME
    - As of July 1, 2024, the Saskatchewan Dental Hygienists' Association operates under the registered business name College of Dental Hygienists of Saskatchewan.

## 1. PART ONE: INTERPRETATION

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### 1.1. LEGISLATIVE AUTHORITY

- 1.1.1. Subject to the *Act*, the administrative bylaws may be made by the Council pursuant to section 14 for the purposes described in section 15(1) of the *Act*.

### 1.2. TITLE

- 1.2.1. These bylaws may be cited as *The CDHS Administrative Bylaws, 2025*, or *The SDHA Administrative Bylaws, 2025*.

### 1.3. DEFINITIONS

- 1.3.1. When interpreting these bylaws, words and expressions may have the same meaning as in the *Dental Disciplines Act*, unless the context otherwise requires.
- 1.3.2. In these bylaws:
  - a. "Act" means *The Dental Disciplines Act, 1997*.
  - b. "College" means the Saskatchewan Dental Hygienists' Association operating as the College of Dental Hygienists of Saskatchewan.
  - c. "Council" means the governing body of the College of Dental Hygienists of Saskatchewan, formerly Saskatchewan Dental Hygienists' Association.
  - d. "Councilor" means a person who is a Council member as an appointed councilor or public appointee.
  - e. "Majority" means more than 50% of votes cast or individuals present.
  - f. "Registrant" means a person holding full registration with a full, conditional, or non-practicing licence with the College.
  - g. "Register" means licence category.
  - h. "Registry" means the College's record of individuals holding full registration with a full, conditional, or non-practicing licence.

## 2. PART TWO: CORPORATE OFFICE, SEAL, AND FISCAL MANAGEMENT

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### 2.1. REGISTERED OFFICE

- 2.1.1. Unless changed by resolution of the Council, the registered office shall be in the City of Saskatoon, in the Province of Saskatchewan.

## 2.2. SEAL

- 2.2.1. The corporate seal will remain at the registered office of the College.
- 2.2.1.1. It may, when required, be affixed by the Registrar, or the Registrar's designate, to documents required to be sealed on behalf of the College.
- 2.2.2. The seal of the College bearing the following design is and shall continue to be the corporate seal unless changed by resolution of the Council:



## 2.3. EXECUTION OF DOCUMENTS

- 2.3.1. Subject to 2.7, documents executed on behalf of the College shall be signed by the Chair and/or Registrar.
- 2.3.2. All instruments in writing that are binding on the College must be signed by two individuals with signing authority.

## 2.4. FISCAL YEAR

- 2.4.1. The fiscal year of the College shall be from November 1 to October 31.

## 2.5. AUDIT

- 2.5.1. The Council shall appoint an Auditor, who shall be a chartered professional accountant, to complete an audit every five (5) years.
- 2.5.1.1. In the intervening years, the Auditor is to conduct a review engagement in accordance with Canadian generally accepted standards for review engagements.
- 2.5.2. The Auditor shall annually furnish financial statements to be included in the Annual Report of the College and presented at the Annual General Meeting (AGM).

## 2.6. PROPERTY

- 2.6.1. Copyright, intellectual property rights, and all materials prepared, created, or generated on behalf of the College are the property of the College.
- 2.6.2. All business documents, security and access passwords, record files, computer disks, software products, and equipment are considered the property of the College.
- 2.6.3. All property must be returned to the College when a Councilor dies, resigns, or is removed from the Council.

## 2.7. BANKING & FINANCIAL RECORDS

- 2.7.1. The banking business of the College, or any part thereof, shall be transacted with such bank, trust company, firm, or corporation carrying on a banking business as the Council may designate, appoint, or authorize by resolution.

- 2.7.2. Disbursement of funds, outside of normal business operations, for the purpose of remuneration or reimbursement by cheque or electronic means requires approval from two signing authorities of whom are not the recipient of the funds.
- 2.7.3. Regardless of the method of payment, complete records of transactions must be recorded.

## 2.8. INVESTMENTS

- 2.8.1. All investments must be registered in the name of the College, preserve the capital investment, and remain sufficiently liquid as determined by the Council.
- 2.8.2. The College maintains internally restricted funds to ensure ongoing stability that are intended to provide resources for complex, uninsured/ underinsured and/or unanticipated needs.
- 2.8.2.1. \$100,000 Legal Contingency Fund.
- 2.8.2.2. \$110,000 Emergency Reserve Fund
- 2.8.2.3. \$25,000 CEO/Registrar Succession Fund
- 2.8.3. The assignment and allotment of restricted funds may be amended from time to time by resolution of the Council.

## 2.9. SIGNING AUTHORITY

- 2.9.1. Signing Authority shall be limited to four individuals:
- 2.9.1.1. Two which must be Councilors.
- 2.9.1.2. One of which must be the CEO/R.
- 2.9.2. The Signing Authority of the College may be changed from time to time by resolution of the Council.

## 2.10. DONATIONS

- 2.10.1. The College shall manage contributions and donations responsibly, with all requests for donations submitted subject to Council approval.

# 3. PART THREE: COUNCIL

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## 3.1. COMPOSITION

- 3.1.1. A minimum of five (5) and a maximum of ten (10) Councilors.
- 3.1.1.1. Up to seven (7) of whom are appointed from the College registry, herein referred to as Appointed Councilors.
- 3.1.1.2. Up to three (3) of whom are appointed by the Ministry per Section 9 of the *Act*, herein referred to as Public Appointees.

## 3.2. ELIGIBILITY OF APPOINTED COUNCILORS

- 3.2.1. A Councilor must:
- Hold full registration with a full, conditional, or non-practicing licence with the College.
  - Be in good standing with the College.
  - Complete the mandatory preparation and screening procedures required by the Council.

- 3.2.2. A Councilor is not eligible to be recommended for appointment, appointed, hold, or to continue to hold office if they:
- Are currently or were previously employed by the College in the last five (5) years;
  - Are currently or were previously employed by the College in the position of Chief Executive Officer or Registrar;
  - Subject to the ability of a Councilor to be re-appointed pursuant to paragraph 3.4.1.2, were a Councilor with the College in the previous three (3) years;
  - Currently hold or previously held an equivalent governance position or committee position with an association/alliance representing dental hygienists in the last three (3) years;
  - Are not reasonably available to attend meetings of the Council, have not been in attendance for more than three quarters of regular or additional Council meetings per three-year term and/or fail to attend more than two consecutive Council committee meetings;
  - Have been convicted of an indictable offence under the Criminal Code (Canada), in which a pardon has not been granted.
  - Are under current investigation by the College or another regulatory health profession concerning any potential disciplinary matter.
  - Have been found guilty of professional misconduct or professional incompetence by the College or another regulatory health profession concerning any potential disciplinary matter.
  - Currently hold a position which would, in the opinion of the Governance Committee, put the individual in conflict of interest regarding competing fiduciary obligations to both the College and another organization.

### 3.3. APPOINTMENT PROCESS

- 3.3.1. On the first Wednesday of January, the Registrar will notify registrants, by email, of the open seats available for appointment to the Council.
- 3.3.2. Eligible individuals may express their interest by completing the application form by the first Wednesday in February.
- 3.3.3. Application for appointment forms and materials will be reviewed by the Council's Governance Committee against the Council's skills matrix.
- 3.3.3.1. The Governance Committee may take any steps that it considers appropriate to assess the suitability of applicants for the Council, including conducting interviews, prior to recommending appointment to the Council.
- 3.3.4. The Governance Committee will provide their recommendation for appointment to the Council.
- 3.3.5. After considering recommendations from the Governance Committee, the Council will appoint eligible individuals to the Council.
- 3.3.6. Appointed Councilors will be announced at the AGM.

### 3.4. TERMS OF OFFICE

- 3.4.1. For the purposes of subsection 8(4) of the *Act*:
  - 3.4.1.1. Councilors hold office for a term of three (3) years.
  - 3.4.1.2. Eligible Councilors may be re-appointed for a maximum of two (2) consecutive terms, totaling six (6) years.
  - 3.4.1.3. A term of office begins on the date of the first meeting of the Council following a Councilor's announced appointment (AGM) to the Council.
  - 3.4.1.4. A term of office ceases on the date of resignation, removal, or replacement as determined by the Council.
    - 3.4.1.4.1. Replacement is at the first meeting of the Council following the AGM, unless an alternate date is required.
  - 3.4.1.5. When possible, the Council will make an effort to stagger the terms of Appointed Councilors.

### 3.5. OFFICERS & EMPLOYEES

- 3.5.1. Chair:
  - 3.5.1.1. Will preside over all council, annual and special meetings of the College.
  - 3.5.1.2. Ensure the integrity and effectiveness of Council meetings.
  - 3.5.1.3. Represent the Council to third parties at the request of the Council.
- 3.5.2. Vice- Chair:
  - 3.5.2.1. The Vice-Chair shall assume or delegate the responsibilities of the Chair, if the Chair is unable to fulfill their duties.
- 3.5.3. The Council shall appoint a Chair and Vice-Chair from among the Councilors at the first Council meeting following the AGM.
  - 3.5.3.1. Appointed Councilors and Public Appointees are eligible to be appointed as Chair and/or Vice-Chair.
  - 3.5.3.2. Chair and Vice-Chair terms are one year commencing and concluding at the first meeting of the Council following the AGM, unless an alternate date is required.
    - 3.5.3.2.1. Chair and Vice-Chair terms are eligible for re-appointment by the Council for up to three (3) consecutive one-year terms.
- 3.5.4. Chief Executive Officer and Registrar (CEO/R):
  - 3.5.4.1. For the purposes of section 12 (2) of the *Act*, the Council shall appoint a Registrar.
  - 3.5.4.2. In addition to the Registrar's powers and duties under the *Act*, the Registrar is employed as the Chief Executive Officer of the College, herein referred to as CEO/R.
  - 3.5.4.3. The CEO/R is the sole employee of the Council and is responsible for the administration, operations, and management of the College, acting in accordance with the CEO/R Role Descriptor, employment agreement, and Council policies.



- 3.5.4.4. The CEO/R as an Officer of the Council will:
  - 3.5.4.4.1. With the exception of the Human Resources Committee, serve as an ex-officio, non-voting member at all Council, annual, special, and committee meetings.
  - 3.5.4.4.2. Perform the function of treasurer for the Council.
  - 3.5.4.4.3. Perform or provide support for the function of secretary for the Council.
  - 3.5.4.4.4. Employ staff as necessary to ensure effective operations of the College.

### 3.6. ROLE & RESPONSIBILITY

- 3.6.1. The Council's role stems from its legislative authority to exercise its powers and discharge its responsibilities in the public interest, herein referred to as public duty.
- 3.6.2. The Council, as the governing body of the College, has a fiduciary relationship with the College, meaning the Council is expected to act and make decisions in the College's best interest.
- 3.6.3. The Council is responsible for governing, managing, and regulating the affairs and business of the College, and without restricting the generality of the foregoing shall establish policies and standards regarding:
  - 3.6.3.1. Registration and licensure, recognition of dental hygiene education programs, and examinations.
  - 3.6.3.2. Code of ethics, standards of practice, entry-to-practice and provincial competencies.
  - 3.6.3.3. Continuing Competency Program.
  - 3.6.3.4. Complaint Process.
  - 3.6.3.5. Bylaw revisions and amendments.
  - 3.6.3.6. Evaluation of the College's performance.
  - 3.6.3.7. Delegation to the CEO/R:
    - 3.6.3.7.1. Decision making on matters not delegated to the CEO/R, those referred by the CEO/R or appealed from the CEO/R's decision.

### 3.7. DECISION MAKING

- 3.7.1. Decisions of the Council shall primarily be made through consensus. In cases where consensus cannot be reached, a majority vote shall be employed to determine the outcome of any motion.
- 3.7.2. Where formality is required, the Council shall adhere to the procedures set forth in Robert's Rules of Order Newly Revised, current edition.
- 3.7.3. The Council will generally make decisions following its annual plan of work at regularly scheduled Council meetings.
  - 3.7.3.1. If necessary, the Council may distribute motions for decision by email provided that, in the opinion of the Chair, the Councilors have enough information to make an informed decision and the motion is

recorded and be ratified in the minutes of the next regularly scheduled Council meeting.

3.7.4. Council Resolution

3.7.4.1. A resolution is a written statement of action approved by the Council that deals only with an immediate, complex or significant issue

3.7.4.2. A resolution must be put forward in writing, be signed by the majority of Councilors and be ratified in the minutes of the next regularly scheduled Council meeting.

3.8. REMUNERATION & REIMBURSEMENT

3.8.1. Appointed Councilors are entitled to remuneration for their services rendered to the College and reimbursement for reasonable expenses as determined by the Council.

3.8.2. Public Appointees are remunerated and reimbursed for expenses at a rate determined by the Lieutenant Governor in Council.

3.9. PROTECTIONS

3.9.1. No Councilor or Officer of the College shall be liable for the actions, negligence, or defaults of others, or for any losses related to property acquisition, security investments or third-party insolvencies, unless such losses are due to their own wrongful or willful misconduct.

3.9.1.1. The Council shall maintain Directors or Officers insurance at an amount determined by the Council.

#### 4. PART FOUR: COMMITTEES

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4.1. STATUTORY COMMITTEES

4.1.1. For purposes of the *Act*, the Council must appoint committee members to the following:

4.1.1.1. Professional Conduct Committee

4.1.1.2. Discipline Committee

4.2. STANDING COMMITTEES

4.2.1. The Council may establish standing committees necessary to attend to the business and governance of the College. The following committees are considered standing Council committees:

4.2.1.1. Governance Committee

4.2.1.2. Finance Committee

4.2.1.3. Human Resources Committee

4.3. OTHER COMMITTEES

4.3.1. The Council may establish any additional committees as it determines necessary to fulfill its work.

4.4. TERMS OF REFERENCE

- 4.4.1. The Council shall approve each committee's purpose, responsibilities, composition, remuneration, and expectations in accordance with the *Act* and bylaws.

## **5. PART FIVE: MEETINGS**

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### **5.1. COUNCIL MEETINGS**

- 5.1.1. The Council shall hold no fewer than three (3) regular meetings between Annual General Meetings of the College.
- 5.1.1.1. The Council shall meet at the call of the Chair or as determined at the previous meeting of the Council.
- 5.1.1.2. Notice in writing is to be provided to Councilors by the Chair no less than seven (7) days prior to a Council meeting. Written notice is waived if the meeting date is agreed by the majority of the Council.
- 5.1.1.3. Additional Council meetings may be called at the written request of any three Councilors or by any Officer of the Council provided the majority of the Council is in attendance.
- 5.1.1.4. Council meetings may be conducted in-person, by video, telephone conference, web casting or an equivalent method of telecommunication that allows Councilors in attendance to hear and interact with one another.
- 5.1.1.5. Council meetings shall be accessible to observers who have received prior permission in accordance with the Council's Policy for Observers.
- 5.1.1.5.1. The Council reserves the right to restrict, deny, or limit access during open or closed sessions of Council meetings.
- 5.1.1.6. Council meeting dates will be publicly available on the College website in support of observer requests.

### **5.2. ANNUAL MEETING**

- 5.2.1. The College is to hold an annual meeting herein referred to as the Annual General Meeting (AGM).
- 5.2.1.1. The AGM will routinely be held on the third Wednesday of March each year at 7:00 PM via web casting.
- 5.2.1.1.1. If required, the Council may select an alternative date, time, and/or forum provided that two weeks' notice is provided to registrants.
- 5.2.1.2. Meeting Materials, including the Annual Report and meeting minutes of the previous AGM, will be publicly available no less than one week prior to the AGM.
- 5.2.2. The AGM is an open meeting, provided that attendees comply with any requirements or policies set by the College.
- 5.2.3. General Business of the AGM shall include:

- Approval of the Agenda
- Approval of minutes of the previous Annual General Meeting
- Chair's Report
- Chief Executive Officer/ Registrar's Report
- Committee Reports
- Audited/ Reviewed Financial Report
- Changes to Regulatory or Administrative Bylaws
- Announcement of Appointed Councilors

### 5.3. SPECIAL MEETINGS

5.3.1. For the purposes of subsection 7(2)(b) of the *Act*, a Special Meeting for the transaction of the business may be called at the written request signed by at least twenty percent of the College registry.

5.3.1.1. Notice of a Special Meeting shall state in sufficient detail the nature of the business of the meeting such that an individual could form a reasoned judgment to be considered.

5.3.1.2. The business to be transacted at a Special Meeting of the College will be limited to that specified in the notice.

5.3.1.3. Notice of the date, time, and place of the Special Meeting shall be provided to registrants no less than two weeks before the Special Meeting and within sixty (60) days of receipt of signed written request.

5.3.1.4. Resolutions proposed at a Special Meeting shall be considered but are not binding on the Council.

5.3.1.4.1. The Council shall report on the disposition of any resolution at the next AGM

5.3.1.5. Special Meetings will be closed to the public with the exception of Public Appointees.

### 5.4. QUORUM

5.4.1. A quorum for a Council meeting shall be the majority of Councilors.

5.4.2. A quorum for the AGM of the College shall be those in attendance.

5.4.3. A quorum for any Special Meetings of the College shall be twenty percent (20%) of the College registry.

### 5.5. PROCEDURES

5.5.1. Roberts Rules of Order Newly Revised, current edition shall govern the College in all procedural matters not otherwise covered by *The Dental Disciplines Act*, the bylaws, or Council's policies.

## 6. PART SIX: OBLIGATIONS AND FEES

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### 6.1. OBLIGATIONS

All registrants must:

- 6.1.1. Notify the College, within thirty (30) days of a change in legal name, mailing address, electronic mail address, place of employment, and /or fitness to practice status.
  - 6.1.1.1. Notification must be provided to the College in writing by regular post, electronic mail, or through the College's registrant portal.
    - 6.1.1.1.1. Additional supporting documentation is required for legal name change.
- 6.1.2. Answer all correspondence from the College, to which a reply is required, within 30 days of the date the correspondence was sent, unless otherwise stated.
  - 6.1.2.1. Failure to respond in writing by the date stipulated may result in a referral to the Professional Conduct Committee.
    - 6.1.2.1.1. Failure to respond to correspondence regarding non-renewal or non-payment of fees will result in the immediate cancellation of the registrant's registration.

## 6.2. APPLICATION REVIEW FEE

- 6.2.1. An application review fee of \$100 applies to initial application and re-application with the College.

## 6.3. REGISTRATION FEE

- 6.3.1. A registration fee of \$150 applies to full or restricted registration with the College.

## 6.4. REINSTATEMENT FEE

- 6.4.1. A reinstatement fee of \$150 applies to a former registrant of the College applying for reinstatement with the College.

## 6.5. ANNUAL LICENCE FEE

- 6.5.1. Licence Year
  - 6.5.1.1. The licence year is November 1 to October 31 of the following year.
  - 6.5.1.2. No partial year licences are permitted.
    - 6.5.1.2.1. Regardless of when they are purchased or are no longer needed, all licences expire on October 31 each year.
- 6.5.2. A Full Licence is \$600.
- 6.5.3. A Conditional Licence is \$600.
- 6.5.4. A Non-Practising Licence is \$330.

## 6.6. RENEWAL FEE

- 6.6.1. Licence renewal opens no later than September 15, annually.
- 6.6.2. The College must notify by regular mail at the registrant's last known address of the amount of the licence renewal fee and the date on which the fee is due.
- 6.6.3. The renewal fee corresponds to the applicable annual licence fee.
- 6.6.4. Non-renewal of a licence will result in auto-expiration at midnight of October 31 of each year.

## 6.7. REGISTER CHANGE FEE

6.7.1. A register change fee applies to an application for licence category change within a licensing year.

6.7.1.1. Fees paid towards an annual licence may be credited towards a register change to a full licence within the same licence year.

6.7.1.1.1. Non-Practicing to Full Licence is \$270.

#### 6.8. TEMPORARY PERMIT FEE

6.8.1. A temporary permit fee is \$330.

#### 6.9. LATE FEE

6.9.1. A late fee of \$100 applies to a late submission to required deadlines.

6.9.1.1. Renewal Deadline: October 20 annually.

6.9.1.2. Any deadline that is communicated in writing to a registrant.

#### 6.10. DOCUMENTATION FEE

6.10.1. A documentation fee of \$25 applies to a request for verification of good standing from a former registrant of the College.

6.10.2. May be applied to any out of the ordinary documentation request from a current registrant.

#### 6.11. REFUNDS

6.11.1. No refunds are permitted.

#### 6.12. PRO-RATION

6.12.1. An applicant making application for registration and licensure for the first time may be eligible for pro-ration provided that:

6.12.1.1. They have graduated from a dental hygiene education program within the last 12 months.

6.12.1.2. They have not obtained registration or licensure in another Canadian jurisdiction.

6.12.2. Pro-ration applies to the licence fee as follows:

6.12.2.1. New Graduate Full Licence is \$330.

6.12.2.2. New Graduate Conditional Licence is \$330.

### 7. PART SEVEN: PARTNERSHIPS

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7.1. The College shall engage in partnerships and collaborations with educational institutions, individuals, or organizations that align with its objectives as determined by the Council.

### 8. PART EIGHT: AMENDMENTS

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#### 8.1. PROCESS

8.1.1. Notwithstanding any other provision of these bylaws, members of the Council previously elected or appointed continue to hold office until the expiration of the term for which they were elected or appointed.

8.1.2. These bylaws may be changed from time to time by resolution of the Council.

8.2. APPROVAL

8.2.1. Administrative Bylaw changes must be approved by the majority of the Council.

CERTIFIED TRUE COPY:

A handwritten signature in black ink, appearing to read 'Sham', with a long horizontal flourish extending to the right.

Shelby Hamm, Registrar, CEO

Date: November 26, 2025

College of Dental Hygienists of Saskatchewan