

ASSOCIATION OF TRANSLATORS AND INTERPRETERS OF ALBERTA /
ASSOCIATION DES TRADUCTEURS ET INTERPRÈTES DE L'ALBERTA
(ATIA)

BY-LAWS

(Revised October 17, 2015)

(The masculine form is used herein to denote both male and female.)

1. NAME AND ADDRESS

1.1 Name

Whereas subsequent to the programme in translation offered under the auspices of the Translation Service of Alberta Culture in 1978-1979, and in full recognition of the growing demand for qualified translators in Alberta; and, furthermore, with a view to promoting the profession of translation in Alberta, it was decided on June 16, 1979 to form an association called the Alberta Association of Translators (AAT), hereinafter referred to as the Association, and

Whereas the name of the Association was changed to the Alberta Association of Translators and Interpreters (AATI) at the 6th Annual General Meeting, held on September 8th, 1984

Now therefore the name of the Association shall be the Association of Translators and Interpreters of Alberta / Association des traducteurs et interprètes de l'Alberta (ATIA), as approved at the Regular General Meeting held on February 25th, 1989.

1.2 Address

The official address of the Association is as follows:

Association of Translators and Interpreters of Alberta /
Association des traducteurs et interprètes de l'Alberta
P.O. Box 546, Main Post Office
Edmonton, Alberta
T5J 2K8
Telephone: 780-434-8384 (Edmonton),
or for use outside the Edmonton area: 1-888-434-ATIA

2. CATEGORIES OF MEMBERSHIP

2.1 Only Certified Members of the Association may use the following terms on business cards, letterhead, professional advertising in general, or on publications of which they are the author or translator, or on any other documents:

- "Certified Member",
- "Member",
- "Member of the Canadian Translators, Terminologists and Interpreters Council (by Affiliation)", and its abbreviated form: "Member of CTTIC (by Affiliation)",

and its abbreviated form

- "Certified Translator" "C. Tran."
- "Certified Community Interpreter" "C. Com. Int."
- "Certified Medical Interpreter" "C. Med. Int."
- "Certified Conference Interpreter" "C. Conf. Int."
- "Certified Court Interpreter" "C. Crt. Int."
- "Certified Terminologist" "C. Term."

They may not use the expression "Certified by CTTIC", or "Certified Member of CTTIC" or any similar wording suggesting that CTTIC is the certifying body.

2.2 The terms "Member", "Certified Member", and other titles a Certified Member may use according to Clause 2.1 above, and the term "Associate Member" pertain only to the individual concerned, and shall not be applied to any company or corporation or to the employer of an individual Certified or Associate Member.

2.3 Founding Member

2.3.1 Any translator who successfully completed the programme in translation offered under the auspices of the Translation Service of Alberta Culture in 1978-1979, or any instructor who taught one of the language courses constituting the programme, is considered a Founding Member of the Association, provided he has been a member in good standing since that time.

2.3.2 A Founding Member in good standing is deemed to be a Certified Member.

2.4 Certified Member

2.4.1 In the case of translators, terminologists, or other groups as may be designated by the Council, any person who has satisfied the examination requirements or the portfolio requirements as set out by the Association or is a Certified Member in good standing of another association recognized by the CTTIC, is eligible for admission to the Association as a Certified Member.

2.4.2 In the case of Conference (simultaneous or consecutive) Interpreters, any person who has passed the appropriate interpretation examination set by the CTTIC, or is recognized as a simultaneous or consecutive interpreter by the Federal Government Translation Bureau, or by the L'association internationale des interprètes de conférence (AIIC), or another body acceptable to the Association, or is a Certified Member (Conference Interpreter) in good standing of another association recognized by the CTTIC, is eligible for admission to the Association as a Certified Member. The applicant must also prove that he has worked at least

200 days as a conference interpreter, or in the case of conference interpretation between languages other than French and English, at least 50 days.

2.4.3 In the case of court interpreters, community interpreters, and medical interpreters, any person who has passed the examination set by the CTTIC or met the requirements as set out by the Association, or is a Certified Member in good standing of another association recognized by the CTTIC, is eligible for admission to the Association as a Certified Member.

2.4.4 Only Certified Members in good standing shall be eligible to hold office in the Association. Only one member of Council may reside outside of the province of Alberta.

2.4.5 To maintain their status as members in good standing with the Association, all Certified members must undertake professional development activities. Professional Development (PD) points are to be claimed upon completion of the professional development activities. Professional Development activities and Professional Development points shall be established and reviewed from time to time by the Council or by a Committee appointed by the Council to act on its behalf. Certified members are responsible for documenting their completed activities every two years, using the appropriate form and sending it to the Association's office by the date indicated on the form.

2.5 Associate Member

2.5.1 Associate Members are admitted in the following categories:

- Associate Translator
- Associate Court Interpreter
- Associate Medical Interpreter
- Associate Community Interpreter

2.5.2 In order to be eligible for admission as an Associate Member as a translator, the applicant shall pass an admission examination set by the Association. The Council shall determine, on the basis of the availability of appropriate resources for each examination period, the language combinations in which the admission examinations may be held.

2.5.3 In order to be eligible for admission as an Associate Member as a court interpreter, community interpreter, or medical interpreter the applicant shall meet the eligibility requirements set by the Association.

2.5.4 An Associate Member is to be considered a future professional who requires further experience and training. An Associate Member has no voting privileges and may not stand for office in the Association.

2.5.5 In order to become a Certified Member of the Association, an Associate Member must satisfy the CTTIC examination requirements. If an Associate Member was admitted before October 3, 1998, he had to satisfy these requirements within five years of being admitted to the Association. If an Associate Member was admitted after October 3, 1998, he must satisfy these requirements within six years of being admitted. Failing this, he will be struck from the roll unless the Council decides otherwise.

2.6 Honorary Member

- 2.6.1 Any person may be nominated by two or more Certified Members for the status of Honorary Member. Written notice of the intention to present such a nomination shall be given to the Secretary at least 60 days in advance of a general meeting of the Association. Such nomination should be made to recognize the outstanding contribution to translation or interpretation of the individual nominated.
- 2.6.2 A vote of 75% of the members present or represented by proxy at a properly constituted meeting of the Association shall be required for approval of the appointment of an individual as an Honorary Member.
- 2.7 The Association reserves the right to add or delete categories of membership as it sees fit, by way of amendment to these By-laws.

3. TERMS OF ADMISSION

- 3.1 The Association shall admit any person who:
 - 3.1.1 Meets the requirements applicable to the category of membership for which he has applied (see Article 2), and
 - 3.1.2 Agrees to abide by these By-laws, the Code of Ethics (in its current version) and Membership Contract as set out in Schedule A hereto and all other rules and regulations of the Association, and
 - 3.1.3 Has paid the requisite membership dues pursuant to Article 4 hereof, and
 - 3.1.4 Has submitted an application in writing.

4. MEMBERSHIP DUES

- 4.1 The Council shall set the annual membership dues for each category of membership one year in advance. All membership dues are subject to approval at the Annual General Meeting.
- 4.2 All membership dues shall be paid in full to the Treasurer prior to the Annual General Meeting.
- 4.3 If payment of the annual membership dues has not been received in full by the Treasurer by the date due, membership in the Association, and all rights, privileges and powers pertaining hereto shall be suspended. Reinstatement shall be conditional on payment of all arrears, such as penalties as may be assessed by the Council, and bank charges if applicable.

5. MEMBERSHIP CARDS

- 5.1 Membership cards shall be issued each year to all Certified Members in good standing.
- 5.2 The form and content of membership cards shall be determined by the Council.
- 5.3 Only a current membership card bearing the seal of the Association is valid evidence of membership in the Association.
- 5.4 Any person who withdraws from the Association or ceases to be a member for any other cause shall return his membership card.

6. STAMPS

- 6.1 The Association may choose to issue stamps to Certified Members upon request. The issuing of such stamps shall be subject to regulations, fees, and/or security bonds to be determined, set and reviewed by Council from time to time.
- 6.2 Any translator who chooses to use a stamp to certify translations under the member's designation as a Certified Member of ATIA shall use the stamp provided by the Association.

7. WITHDRAWAL AND EXPULSION

7.1 Withdrawal

- 7.1.1 Any member or Associate Member who wishes to withdraw from the Association shall give written notice of his intention to do so to the Secretary of the Association.
- 7.1.2 Any former member who wishes to re-apply for membership within three years of withdrawal may do so by a notice in writing to the Secretary of the Association. Notwithstanding Article 3 hereof, any former member who wishes to re-apply for membership after three years shall be required to take the appropriate examination. In either case, a re-admission fee determined by the Council shall be added to the membership dues for the first year.
- 7.1.3 An Associate Member who has withdrawn or whose name has been struck from the roll who wishes to be reinstated must again pass the admission examination set by the Association.

7.2 Expulsion

- 7.2.1 Any member or Associate Member may be expelled from the Association by a vote of 75% of voting members in good standing, for violation of the Code of Ethics or for other conduct detrimental to the Association.
- 7.2.2 Notice of intent to expel a member or Associate Member and ballots stating the reasons for the intended expulsion shall be sent to all members eligible to vote, thirty days prior to the general meeting at which the motion to expel the member will be presented. For this purpose no proxies will be allowed, but completed ballots may be mailed to the Secretary.

8. THE COUNCIL

- 8.1 The Council shall administer the affairs of the Association in keeping with these By-Laws, the *Societies Act* of Alberta and other rules and regulations of the Association, and shall in all respects act as the Board of Directors of the Association.
- 8.2 Meetings of the Council shall be held as required, but at least four times a year, and shall be called by the President. Any two Council members may request that the President call a special meeting. The request shall be in writing and shall state the business to be brought before the meeting. The special meeting shall be called by the President upon receipt of the request.
- 8.3 Council members shall receive ten days' notice of Council meetings if the notice is delivered in the mail, and three days' notice if delivered by telephone, electronic mail or any other acceptable means of communication. Meetings may be held without notice provided that all of the members of Council are present or that the business transacted at such meeting shall be ratified at the next regularly called meeting of the Council, otherwise such meetings shall be null and void.
- 8.4 Each Council member shall be entitled to one vote at meetings. In the event of a tie vote, the chairman of the meeting may cast a second deciding vote.

- 8.5 Council meetings may be conducted in person or by way of teleconference or similar method that allows members immediate participation in the meeting.
- 8.6 A resolution in writing signed by all the members of the council is as valid as if it had been passed at a meeting of the Council.
- 8.7 The Council of the Association shall consist of the Past President, a President, two Vice-Presidents, a Treasurer and a Secretary. The offices of Secretary and Treasurer may be filled by one person, if so decided at an Annual General Meeting. The outgoing President shall sit on the Council as Past President for a period of only one year.
- 8.8 Any three Council members shall constitute a quorum for any meeting of the Council.
- 8.9 A member of the Council who is unable to attend three sequential meetings may, at the option of the Council, be considered disqualified, and if so disqualified, may no longer act as a member of the Council. If the office of a Vice-President, Secretary or Treasurer, but not the President, becomes vacant during the year, either as a result of death, resignation, disqualification or otherwise, it may be filled by the unanimous vote of the remaining members of the Council at a meeting. Notwithstanding clause 8.10 below, a member filling such vacancy shall remain in office only until the next Annual General Meeting of the Association.
- 8.10 The President and Vice-Presidents shall be elected at the Annual General Meeting of the Association for a period of two years and the other Council members for one year.
- 8.11 The President and Vice-Presidents
- 8.11.1 The President shall be ex officio a member of all committees. He shall represent the Association whenever it is deemed necessary, either on his own initiative or as instructed by a majority of members at a general meeting, and shall be responsible to the membership for the administration of the affairs of the Association.
- 8.11.2 He shall normally preside at all meetings of the Association and of the Council. In his absence, one of the Vice-Presidents, as assigned by the President, shall preside at the meeting. In the absence of the President and the Vice-Presidents, the voting members in good standing present at the meeting may elect a chairman.
- 8.11.3 The President or, in his absence, his delegated representative shall represent the Association at meetings of the CTTIC.
- 8.11.4 Of the two Vice-Presidents, one shall represent southern Alberta and one northern Alberta, whenever possible.
- 8.12. The Secretary
- 8.12.1 It shall be the duty of the Secretary to prepare the Agenda in consultation with the President, distribute the Agenda, attend all meetings of the Association and of the Council, and keep accurate minutes of same. He shall have charge of the seal of the Association, which seal, whenever used, shall normally be authenticated by the signature of the Secretary and the President. If either is unable to act, the second signature may be that of another Council member. If the Secretary is unable to act, his duties shall be discharged by another officer, who shall be appointed by the Council.

8.12.2 The Secretary shall have charge of all the correspondence of the Association and shall follow the directions given to him by the President and the Council. He shall be responsible for filing the Annual Return and other documents of the Association pursuant to the *Societies Act* of Alberta.

8.12.3 The Secretary shall also keep a record of all the members of the Association and their addresses and send notices of meetings as required.

8.13 The Treasurer

8.13.1 The Treasurer shall receive all monies paid to the Association and shall be responsible for the deposit of same in whatever bank the Council may order. He shall properly account for the funds of the Association and keep such books as may be directed.

8.13.2 He shall present a full, detailed account of receipts and disbursements to the Council whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited, as set forth elsewhere, of the financial position of the Association and submit a copy of same to the Secretary for the records of the Association.

9. EXAMINATIONS

9.1 The Council shall appoint an Examinations Coordinator in accordance with the guidelines established by the Council or other examining body. The Examination Coordinator shall:

9.1.1 Coordinate and keep records of all examinations set or administered by the Association and report the results of these examinations;

9.1.2 Inform all candidates of the date, time and place of writing of these examinations, and the fees to be levied in each case;

9.1.3 Appoint qualified individuals from within the Association, or from outside the Association if necessary, to select and mark the examinations set by the Association, or to supervise examinations set or administered by the Association.

9.2 The Examinations Coordinator shall provide the Council with full and detailed reports of his actions.

9.3 The Examinations Coordinator may represent the Association at the fall meeting of the CTTIC Board of Examiners or appoint an alternate to attend on his behalf, subject to the Council's approval.

10. AUDIT OF ACCOUNTS

10.1 The Treasurer shall prepare or cause a professional bookkeeper to prepare complete and proper statements of the books of accounts of the Association for the fiscal year for presentation at the Annual General Meeting. Such books of accounts shall be audited at least once each year at the end of the fiscal year by:

- a duly qualified accountant, preparing a review engagement, in accordance with generally accepted accounting principles; or by
- two Certified Members of the Association ("Members Audit"),
- appointed for that purpose at the previous Annual General Meeting.

The Members Audit shall consist of an in-depth review of the books of accounts, and shall be performed with the due diligence and care that normally prudent persons would exercise to ensure that the books of accounts are free of material errors or omissions.

Should the qualified accountant or one or both of the two appointed member auditors become unavailable or unwilling to complete the audit within the time frame as specified at the Annual General Meeting, the Council may appoint another qualified accountant or member(s) to perform the audit.

The fiscal year of the Association shall begin on September 1st and end on August 31st of each year.

10.2 The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting or at any other time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Council shall at all times have access to the books and records.

11. MEETINGS AND VOTING RIGHTS

11.1 Meetings

11.1.1 The Association shall hold an Annual General Meeting on the third Saturday of October of each year, due notice of which shall be given to all members. At this meeting elections shall be held to replace those Council members whose term of office has expired, consideration shall be given to the financial statements and the appointment of auditors, and such other business may be transacted as may properly be brought before the meeting.

11.1.2 Annual General Meetings of the Association may be called at any time by the President, or by the Secretary acting on the instructions of the President. Written notice of each meeting shall be forwarded by mail, electronic mail or any other acceptable means of communication to the last known address of each member at least twenty days prior to the meeting.

11.1.3 A special meeting shall be called by the President, or by the Secretary acting on the instructions of the President, for the purpose of discussing any special matter that may arise, or upon receipt by him of a written request from at least one-third of the voting members in good standing stating the reasons for calling the meeting. Written notice of a special meeting shall include the reasons for the meeting, shall state the text of any special resolution, if any, to be submitted to the meeting and shall be forwarded by mail, electronic mail or any other acceptable means of communication to the last known address of each member at least ten days prior to the meeting.

11.1.4 Twelve voting members in good standing shall constitute a quorum at any annual or special meeting. Written proxies, as provided for in Art 11.3.1, shall count toward the quorum.

11.1.5 If a quorum is not achieved at a meeting, the Council may determine the date for another meeting, and shall inform all members of the new date. No other business may be transacted at that meeting. At the time of the second meeting, the members present or represented by proxy shall constitute a quorum.

11.1.6 A resolution in writing signed by all the members entitled to vote on that resolution at a general meeting of the members is as valid as if it had been passed at a general meeting of the Association.

11.2 Voting Rights

- 11.2.1 Each Founding and Certified Member in good standing shall have the right to one vote at any meeting of the Association, in person or by proxy. Votes made in person shall be by a show of hands. Proxies shall be in writing, in the form prescribed by the Council, and may be submitted to the Secretary at any time prior to commencement of the meeting. All questions proposed for consideration shall be determined by the majority of the votes duly cast, unless otherwise stipulated in the *Societies Act of Alberta* or in these By-laws. A declaration by the Chairman of the meeting that the question has been carried, carried by a particular majority or not carried and an entry to that effect in the minutes of the meeting shall be prima facie evidence of such fact without proof of the number or proportion of the votes recorded in favour of or against any resolution or other proceedings in respect of the said question. The results of the vote so taken shall be the decision of the voting members upon the question.

The Chairman of the meeting and any member entitled to vote thereat may require or demand a ballot upon any question, whether or not a show of hands has been taken thereon, but such requirement or demand may be withdrawn at any time prior to taking the ballot. The ballot shall be taken in such manner as the Chairman of the meeting shall direct. On a ballot, each member who is present or represented by proxy shall be entitled to one vote. The result of the ballot so taken shall be the decision of the voting upon the said question.

11.3 Proxies

- 11.3.1 Every member entitled to vote at meetings may, by instrument in writing, appoint another member of the Association as a proxy to attend and act at the meeting in the same manner, and to the same extent and with the same power as if the member were present at the meeting. The proxy shall cease to be valid after the meeting or upon cancellation by the appointer. The proxy may be in such form as the Council may from time to time prescribe, and may be deposited with the Secretary any time prior to the commencement of the meeting.

12. REMUNERATION FOR SERVICES

- 12.1 No officer or member of the Association shall receive any remuneration for his services, unless the general membership has authorized such remuneration at a duly constituted meeting. Notice of the intent to authorize such remuneration shall be included in the notice of the meeting.

13. EXERCISE OF BORROWING POWERS

- 13.1 For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, but the exercise of such a power shall be subject, in each case, to prior approval by the general membership at a duly constituted meeting.

14. BY-LAWS

- 14.1 The By-Laws may be rescinded, or amended, or expanded by a "Special Resolution" passed by a majority of at least three-fourths of all voting members present in person or by proxy at a general meeting of the Association. Written notice of such resolution, including the wording of the proposed changes, shall be forwarded by mail, electronic mail or any other acceptable means of communication to all members at least twenty-one days prior to the meeting.

14.2 If a French version of the By-Laws is prepared and a dispute arises with respect to the interpretation of the By-Laws, the English version shall take precedence over the French version.

The Code of Ethics attached hereto as Schedule A and Schedule B shall be considered a component of these By-laws.