

**CHARTERED PROFESSIONAL  
ACCOUNTANTS OF ONTARIO**

**REGULATION 3-1  
COUNCIL ELECTION PROCESS**

**Adopted by the Council pursuant to the Bylaws on February 24, 2012, as amended to June 18, 2014, and continued under the *Chartered Professional Accountants of Ontario Act, 2017.***

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**Definitions**

1. In this regulation, words have the same meaning as they do in the Act and bylaws; and
  - 1.1 “candidate” means a Member in good standing nominated for election to the Council of CPA Ontario;
  - 1.2 “election materials” includes the Nomination Form, Candidate Biography, Candidate Statement, and photograph;
  - 1.3 “nominator” means a Member in good standing nominating a candidate.

**Eligibility**

2. Every Member who meets the requirements of Article 3.3 of the bylaws is eligible for election to the Council.
3. A candidate who ceases to be eligible at any time prior to the meeting at which the election takes place shall forthwith notify the Office of the General Counsel of that fact.

**Nominations**

4. At least sixty days prior to the meeting at which elections are to take place, the Secretary shall provide notice of the Call for Nominations to the membership by any of the methods of notice set out in bylaw 14.1.

*Amended June 18, 2014*

5. Any two Members in good standing may nominate another Member for election by completing and signing the Nomination Form (Form 3-1A).
6. The nominators and candidate may use an electronic signature to sign the Nomination Form, but a nomination containing an electronic signature shall not be considered filed unless and until the signature is verified by the Office of the General Counsel.
7. The candidate, by signing the Nomination Form, certifies that he or she is eligible for election to the Council, and that all information provided is accurate and complete.

8. Along with the Nomination Form, the candidate may complete the Candidate Biography (Form 3-1B), the Candidate Statement (Form 3-1C) and provide a photograph.
9. The photograph shall be a colour head and shoulders view at least 2" x 3", preferably digital, with a minimum resolution of 300 dpi.
10. Election materials containing information or a document that is false or misleading shall result in the rejection of the nomination, regardless of whether the nomination has been accepted.
11. The Nomination Form and other election materials must be filed at the Office of the General Counsel by 5 p.m. on the thirty-fifth day prior to the meeting at which the election is to take place. Neither the day of that deadline nor the day of the meeting shall be included in calculating the deadline.
12. The Nomination Form and other election materials shall be sent by electronic or ordinary mail, courier, or personal service.
13. It is the responsibility of the candidate to ensure all election materials are filed prior to the deadline set out in section 11, and CPA Ontario accepts no responsibility or liability for any election materials lost, misdirected, or delayed.
14. Election materials not filed by the deadline set out in section 11 will not thereafter be accepted.
15. The Candidate Biography, Candidate Statement, and photograph, if filed, will be published in the Council election booklet posted on CPA Ontario's website for the information of Members, and, by filing election materials, the candidate consents to that publication.
16. CPA Ontario reserves the right to edit any Candidate Biography and Candidate Statement for uniformity of presentation and space requirements and, while reasonable efforts will be made to contact the candidate prior to making such changes, the candidate acknowledges and agrees such changes may be made without his or her knowledge or express consent.

**Disqualification**

17. A candidate shall be disqualified from the election process if he or she:
  - 17.1 ceases to be eligible for election, as set out in section 2;
  - 17.2 fails to file required election materials by the deadline set out in section 11;

- 17.3 files election materials containing false or misleading information or statements;  
or
- 17.4 is disqualified by the Council Election Commission.

**Voting**

18. The scrutineer retained to manage the meeting at which the election takes place shall act as scrutineer for the election.
19. A ballot and proxy containing, in alphabetical order, the names of all candidates whose Nomination Forms have been filed in accordance with this regulation and who have not been disqualified pursuant to section 17, shall be sent to each Member in good standing at the same time as the notice of the meeting at which the election is to take place.
20. Each Member in good standing may vote in person at the meeting at which the election takes place or by proxy prior to that meeting, in accordance with the voting and proxy provisions contained in bylaw 5 – Meetings of the Members.

*Amended June 18, 2014*

21. Each Member in good standing may vote for up to the number of candidates to be elected, and any ballot or proxy containing more votes than that number shall be considered spoiled and be rejected and not counted by the scrutineer.
22. A Member may not cast more than one vote for any one candidate.
23. It is the responsibility of the Member voting to ensure his or her ballot or proxy is received as required by the scrutineer, and neither the scrutineer nor CPA Ontario accepts any responsibility or liability for any lost, delayed or misdirected ballot or proxy.

**Tabulation of Results**

24. The scrutineer shall tabulate all votes received by proxy or in person at the meeting at which the election takes place, and shall prepare a list with the name of each candidate and the number of votes received by that candidate
25. Candidates shall be elected to the Council in the order of votes received, until all vacancies are filled. Should there be one or more vacancies for a term of less than three years all vacancies for the three year terms shall be filled first, followed by those of two years, if any, followed by those of one year, if any.

*Amended June 18, 2014*

26. If two or more candidates receive the same number of votes, and that equality of votes would result in one or more of the candidates not being elected or being elected for a

term less than three years, the candidate(s) to be elected or the term, as the case may be, shall be decided by lot drawn by the Chair of the meeting in the presence of the scrutineer and the candidate(s) affected, if present at the meeting.

*Amended June 18, 2014*

27. The Chair of the meeting shall, upon fulfillment of the requirements of sections 24 – 26, announce to the meeting the names of the candidates elected and the term for which each is elected.

### **Certificate of Results**

28. The scrutineer shall prepare, sign and deliver to the Office of the General Counsel a certificate of the results of the election showing the total number of votes cast for each candidate.
29. The certificate of results shall be retained by the Office of the General Counsel and a copy of that certificate shall be made available to any Member on written request made within one year of the date of the meeting at which the election took place.
30. Except as provided in section 29, all voting papers, documents and records pertaining to the Council election shall be destroyed after 30 days following the meeting at which the election took place.

### **Council Election Commission**

31. The Council Election Commission shall consist of the Chair and two recent past Chairs, and shall:
- 31.1 monitor, review and make recommendations respecting the election process;
  - 31.2 make rulings on eligibility of candidates, propriety of election materials, and any other matters related to the election process;
  - 31.3 address, as it deems appropriate, any matter related to the election process impacting on the integrity of that process or on the reputation of the profession, the membership or any Member thereof, or CPA Ontario; and
  - 31.4 fulfill any other duties as directed by the Council from time to time.
32. A decision of the Council Election Commission under subsections 31.2 or 31.3 is final.