

SASKATOON ENGINEERING SOCIETY BY-LAWS **RATIFIED 2023**

1. NAME

The Society shall be known as the **SASKATOON ENGINEERING SOCIETY**, hereafter referred to as the SES or the Society.

2. TERMS OF REFERENCE

The SES shall advance the engineering profession and related societies by assisting in the information exchange between SES members and the Association of Professional Engineers and Geoscientists of Saskatchewan (APEGS) Council by acting as a local agent and focal point to promote awareness of the professions. The SES shall support the engineering community in the Saskatoon area and the dissemination of engineering knowledge.

(a) Specific goals shall be to:

- generally, represent the profession within the designated geographic area of the SES, as defined under article 3(a),
- promote interest and participation by members in its activities, objectives, and current issues of the profession,
- inform students and educators about careers in the profession,
- promote the engineering profession and educate the public about the engineering profession
- provide support to students engaged in, or entering, engineering education, and
- promote continuing education for members.

(b) Principal activities shall be to:

- arrange for business meetings, seminars, forums, social events, and other activities for professional, educational, and fellowship development,
- assist in the provision of career counselling services to inform students and educators at all levels about careers in the profession,
- have the SES president or alternate attend the Association of Professional Engineers and Geoscientists (APEGS) Annual General Meeting and other appropriate activities,
- encourage members to participate in the business and activities of the profession,
- promote understanding of the profession to students, educators, and the public, and
- undertake other services as may be deemed appropriate.

3. MEMBERSHIP

- a) The SES includes all engineering members of APEGS who pay applicable dues as specified in Article 9 b) that live or work within a 200 km radius of Saskatoon.
- b) At the option of the Executive Committee of the SES, other interested persons who are not qualified for full membership may join the SES as affiliates. SES affiliates cannot hold office or vote on SES business. They may join in any other activities of the SES.

c) SES affiliates must provide evidence that they have an interest in common with the engineering profession and shall be nominated by two SES members. SES Affiliates shall be elected by a simple majority vote of the Executive Committee. SES affiliate members must pay all the dues set by the SES Executive to the treasurer.

4. OFFICERS

a) The Officers of the SES shall consist of President, Vice-President, Past-President, Secretary, Treasurer, and Digital Marketing Officer (responsible for promoting SES events and posts in social media).

b) The Officers of the Society shall see that all necessary books and records of the Society required by the By-laws or any applicable statute or laws are regularly and properly kept.

5. EXECUTIVE COMMITTEE

a) The SES shall be managed by an Executive Committee consisting of the SES Officers, appointed representatives, and minimum four (4) to maximum six (6) others elected by members of the SES (henceforth known as Directors).

b) The President shall be responsible for the general and active management of the Society and shall ensure that all actions decided by the Executive Committee are acted upon by the designated member.

c) Executive Committee may act, notwithstanding in its number of members.

d) No director or officer of the Executive Committee shall be liable for the acts, receipts, neglect, or default of any other officer or director.

e) Resignation of Executive Committee member:

A member shall notify the Executive Committee or the President of his/her intention to resign. Upon receiving such notification, the President shall have the authority to appoint a new executive member to fulfill the remainder of the term.

f) Inability to act:

In case of absence or inability to act of any officer of the Society or for any reason that the Executive Committee may deem sufficient the Executive Committee may delegate all or any of the powers of any such officer to any officer or any director for the time being.

g) Dismissal of Executive Committee member

i) The Executive Committee may dismiss an Executive Committee member who does not attend monthly Executive Committee meetings and who does not complete his/her duties. With a simple majority vote at a monthly meeting the Executive Committee may dismiss an Executive Committee member after his/her absence without notice from three consecutive monthly meetings.

ii) Motion of No Confidence in Officer-If an Officer is found to be consistently failing to fulfill his/her duties, the current President may create a motion of “no confidence” against the Officer. The motion of no confidence shall be presented to the Executive Committee for consideration. If the motion of no confidence is accepted and passed by the Executive Committee, a new Officer may be appointed based on the Executive Committee's recommended candidate.

h) Sub-Committees:

The Executive Committee may establish such committees as it deems necessary for such purpose and such powers as the Executive Committee may see fit. Any such committee may formulate its own rules of procedure.

i) Any such sub-committee appointed for a specific project shall be dissolved once the project is completed or disbanded,

j) Individuals elected to the Executive Committee shall be members as defined in Article 3(a) of these By-laws.

k) The appointed representatives shall be:

- A representative as appointed by the University of Saskatchewan College of Engineering
- The Vice-President Corporate Relations of the Saskatoon Engineering Student Society Inc.

l) Five (5) members of the Executive Committee shall constitute a quorum for regular Executive Committee meetings.

m) Directors shall hold office for two (2) years, beginning at the close of the SES Annual General Meeting at which they are elected.

n) The Past President, President, Vice-President, and Digital Marketing Officer shall hold office for one (1) year.

o) The Secretary and Treasurer shall hold office for three (3) years.

p) The terms for officers and directors will end at the close of the SES Annual General Meeting.

q) Outgoing Executive Committee member(s) shall take appropriate measures to transfer duties and information to their successors.

r) Members of the Executive Committee shall be members in good standing with APEGS.

6. ANNUAL GENERAL MEETING

The Annual General Meeting (AGM) shall be held during the month of September, unless otherwise determined by the Executive Committee, and in any event not more than fifteen (15) months after the previous AGM. Not less than fourteen (14) days' notice of the AGM shall be given to all members. Electronic communication shall be considered as notice to members. The members present at the AGM shall constitute a quorum.

7. ORDER OF BUSINESS OF ANNUAL GENERAL MEETING

The order of Business for the AGM shall be:

- a) Reading of notice calling the meeting,
- b) Approval of the minutes of the previous AGM, (The minutes should be made available (written or verbal form) and then a motion should be made "I move that we accept the AGM minutes as presented". The motion may be voted on or amended and voted on).
- c) Reports of the President and Treasurer,
- d) Correspondence, new business, notice of motions,
- e) Election and Installation of new officers.
- f) Propose and pass a motion to waive the requirement of an audited financial statement by a certified professional accountant.

8. SES FUNDS AND PROPERTY

- a) The Executive Committee shall control all funds and other property of the SES.
- b) Prior to the AGM the Executive Committee shall prepare a budget for the coming year. The budget shall be adopted by motion at an Executive Committee meeting.
- c) The approval of the budget by the Executive Committee shall allow spending up to the amount set in the budget. The Society shall incur and shall be responsible for only those expenses authorized by the Executive Committee. Expenses beyond those established by the budget shall not be incurred without prior approval of the Executive Committee.
- d) Payment of accounts shall be made by the Treasurer. The amount must be within the budget, or as otherwise approved by motion of the Executive Committee.
- e) The payment of accounts, except those paid by accountable advances, shall be made by cheque signed by the Treasurer and one other SES Officer. All funds received by the SES shall be deposited in a chartered bank or trust company.
- f) The Treasurer shall maintain complete accounts of the SES finances. The Treasurer shall submit a financial statement at each regular meeting of the Executive Committee.

g) The Treasurer shall maintain separately the accounts of any special funds and a physical inventory of SES property.

h) Accounting and Bookkeeping

1. The SES shall use standard accepted best practices in bookkeeping as validated by an accounting professional on a schedule as per the discretion of the Executive Committee.

2. The Executive Committee shall appoint a person who is not an SES Officer to conduct a due diligence financial review each year.

i) The SES fiscal year shall be from September 1 to August 31 of the following year.

9. SES FUNDING

a) The SES shall submit event funding requests and reporting to APEGS as required at the time and format required by APEGS.

b) Annual dues for SES members and affiliates shall be set by the Executive Committee. Such dues shall be collected by the SES Treasurer.

c) The Executive Committee may, at its discretion, set event attendance fees or undertake fundraising activities to raise additional funds.

10. NOMINATION AND ELECTION OF THE EXECUTIVE COMMITTEE

a) The Executive Committee shall appoint a Nomination Committee at least two (2) months before the SES Annual General Meeting.

b) At least fourteen (14) days before the SES Annual General Meeting, the Secretary shall send to each member notice of the Annual General Meeting and the list of nominees put forth by the Nominating Committee. The notice shall include the following clause: "Further nominations will be accepted at the Annual General Meeting. All nominees not present at the Annual General Meeting must have provided written acceptance of the nomination."

c) If there is more than one nomination for any position, the Secretary shall then prepare a ballot for use at the Annual General Meeting. Voting shall be in secret. The Ballot Form shall show the names and addresses of all nominees. The Executive Committee shall appoint the Nominating Committee, or others, as scrutineers to count the ballots and report the results at the Annual General Meeting. The Nominating Committee Chair's ballot shall be retained in a sealed envelope and shall only be counted for the purpose of breaking a tie vote. Ballots shall be destroyed by motion of the Annual General Meeting.

d) If only one (1) nomination is received for any position, the Nominating Committee Chair shall announce the candidate elected to that position by acclamation at the Annual General Meeting.

e) Vice-President Nomination, Duties, and Succession

i) Vice-President Nomination and Election Process

To be eligible for nomination as Vice-President, the ideal candidate will preferably have served a minimum of one year as a director or executive member of the organization.

ii) Vice-President Succession

Upon the completion of the Vice-President's term, the Vice-President shall automatically assume the position of President in the following year.

11. REGULAR MEETINGS

Regular meetings shall be held as determined by the Executive Committee.

A draft copy of the minutes of the Executive Committee meetings shall be sent to members of the Executive Committee as soon as reasonably possible and should be approved at the next meeting.

12. SPECIAL MEETINGS

Special meetings may be called by the Executive Committee or, on written request, addressed to the Secretary, of ten (10) SES members stating the object of the special meeting. A quorum at special meetings shall be twenty (20) members. The Executive Committee will set the meeting date. A notice stating the object, date, and place of the meeting shall be communicated to all members at least ten (10) days before the meeting. No other business may be conducted at such meetings. A special meeting called at the request of ten members shall be held within thirty (30) days of such request.

13. AMENDMENTS TO BY-LAWS

a) Proposals to introduce new SES By-laws, or to amend or repeal By-laws, shall be presented in writing to the Executive Committee.

b) The proposals shall be signed by ten (10) members of the SES.

c) The Executive Committee shall consider the proposals and notify the proposers of their position in less than two (2) months. The proposers may then withdraw their proposals; accept changes suggested by the Executive Committee or insist on the original form. The final proposals shall then be sent to the SES Secretary within one (1) month.

d) Proposals for amendments to By-laws may also be made by the Executive Committee.

e) Notice of proposed By-law changes and the details of those changes shall be sent to all members of the SES at the time of sending out the list of candidates presented by the Nominating Committee for election at the AGM.

f) An affirmative vote of two-thirds of all valid ballots shall be necessary for the adoption of new By-law amendments or additions thereto, or repeal of existing By-laws.

14. INTERPRETATION

The interpretation of the SES By-laws by the Executive Committee shall be final.

15. GENERAL PROCEDURES

Unless otherwise provided, the procedure at all meetings of the SES or its Executive Committee shall be governed by the rules set out in Procedures for Meetings and Organizations, third edition, M. Kaye Kerr and Hubert W. King, (Toronto, Canada: Carswell, 1996).

End of By-laws