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SASKATOON ENGINEERING SOCIETY
BY-LAWS

1. NAME

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

2. TERMS OF REFERENCE

The SES as a non-profit organisation 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 focal point and by promoting awareness of the professions. The SES shall support the engineering community in the Saskatoon area in the dissemination of engineering knowledge.

a) Specific goals shall be to:

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

b) Principal activities shall be to:

- (i) arrange for business meetings, seminars, forums, social events, and other activities for professional, educational, and fellowship development,
- (ii) assist in the provision of career counselling services to inform students and educators at all levels about careers in the profession,
- (iii) have the SES president or alternate attend the APEGS Annual General Meeting (AGM) and other appropriate activities,
- (iv) encourage members to participate in the business and activities of the profession,
- (v) promote understanding of the profession to students, educators, and the public, and

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(vi) undertake other services as may be deemed appropriate.

3. MEMBERSHIP

- a) The SES shall have the following classes of membership available for eligible individuals:
- (i) Regular Members:
Any engineering members of APEGS that live or work within a 200 km radius of Saskatoon.
 - (ii) Premium Members:
Premium members have the same eligibility criteria as Regular Members.
 - (iii) Affiliate Member:
Any person interested in the furtherance of the objectives of the Society, regardless of location.
 - (iv) Special Members:
Any person whom the Executive Committee deems is eligible for special membership.
- b) Membership Benefits:
- (i) Every class of member is eligible to attend events.
 - (ii) Premium Members will have additional benefits not available to other classes of members, as determined by the Executive Committee.
 - (iii) Only Regular and Premium Members may stand for election to the Executive Committee.
 - (iv) Only Regular, Premium, and Affiliate Members have voting rights at the Annual General Meeting (AGM).
- c) Membership Obligations:

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(i) Regular, Premium, and Affiliate Members shall pay any applicable dues, as set by the Executive Committee.

(ii) All members shall register with the Society and provide contact information.

(iii) All members shall inform the Society if they are no longer eligible.

d) Other:

(i) The Executive Committee may cancel the membership of an Affiliate Member which it finds to be disruptive.

4. OFFICERS

a) The Officers of the SES shall consist of President, Vice-President, Past-President, Secretary, and Treasurer.

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 ten (10) 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 members.

c) The 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:

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A member shall notify the Executive Committee or the President of his/her intention to resign. Upon receiving such notification, the President shall:

- (i) have the authority to appoint a new executive member to fulfill the remainder of the term, in the case of an elected member,
 - (ii) work with the appointing organisation to ensure a replacement is appointed, in the case of an Appointed Member.
- 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 misses three (3) consecutive Executive Committee meetings without notice or who does not complete their duties with a super-majority vote of 2/3 of the Executive Committee present at a monthly meeting of the Executive Committee. All reasonable efforts shall be made to inform the affected member as soon as possible prior to the meeting.
 - (ii) Any such sub-committee appointed for a specific project shall be dissolved once the project is completed or disbanded. Such committees are designated as Ad-Hoc Committees. Those sub-committees which are intended to operate continuously shall be designated as Standing Committees.
- i) Individuals elected to the Executive Committee shall be members as defined in Article 3 a) of these By-laws.
- j) The Appointed Representatives shall be:

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- (i) A representative as appointed by the University of Saskatchewan College of Engineering
 - (ii) The Vice-President Corporate Relations of the Saskatoon Engineering Student Society Inc. (SESS).
- k) Five (5) members of the Executive Committee shall constitute a quorum for regular Executive Committee meetings. If fewer than this number remain upon the Executive Committee, a Special Meeting shall be called.
- l) Directors shall hold office for two (2) years, beginning at the close of the SES AGM at which they are elected.
- m) The Past President, President, and Vice-President shall hold office for one (1) year.
- n) The Secretary and Treasurer shall hold office for three (3) years.
- o) The terms for officers and directors will end at the close of the SES AGM of the applicable year.
- p) Outgoing Executive Committee member(s) shall take appropriate measures to transfer duties and information to their successors.
- q) Members of the Executive Committee shall be members in good standing as defined in §3, with the following exemptions:
- (i) The University of Saskatchewan Representatives
 - (ii) The SESS Representative
- r) The Executive Committee shall maintain non-profit registration for the Society with the Information Services Corporation (ISC) and comply with any and all applicable rules and regulations.

6. POLICIES

- a) Policies may be enacted by the Executive Committee.

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- b) Policies will control and offer guidance to the Executive Committee and Sub-Committees regarding duties, policies, and procedures.
- c) Policies may be altered by the Executive Committee with a simple majority vote.

7. ANNUAL GENERAL MEETING

- a) The 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 who have registered their contact information with the Society.

- b) Electronic communication shall be considered as notice to members.
- c) The members present at the AGM shall constitute a quorum.

8. 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, in written or verbal form, and a motion should then be made "I move that we accept the AGM minutes as presented". The motion shall be voted on or amended and voted on).
- c) Reports of the President and Treasurer.
- d) Propose and pass a motion to waive the requirement of an audited financial statement by a certified professional accountant.
- e) Passing of the Budget.
- f) Correspondence, By-law amendments, new business, notice of motions.

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- g) Election and Installation of new officers.

9. SES FUNDS AND PROPERTY

- a) The Executive Committee shall control all funds and other property of the SES. Property and/or funds may be delegated to the control of a sub-committee or individual as the result of a simple majority vote of the Executive Committee.
- 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 members at the AGM 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
 - (i) The SES shall use standard accepted best practices in bookkeeping. Unless approved at the AGM, these bookkeeping activities shall be validated by an accounting professional on a schedule as per the discretion of the Executive Committee.

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- (ii) 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.

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

11. NOMINATION AND ELECTION OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall appoint a Nominations Committee at least two (2) months before the SES AGM.
- b) At least fourteen (14) days before the SES AGM, the Executive Committee shall send to each member notice of the AGM 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 AGM. Voting shall be in secret. Scrutineers shall count the ballots and report the results at the AGM. The ballots shall be retained in a sealed envelope and shall only be counted for the purpose of breaking a tie vote. Ballots shall only be destroyed by motion of the AGM.
- 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 AGM.

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12. REGULAR MEETINGS

- a) Regular meetings shall be held as determined by the Executive Committee.
- b) 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.

13. SPECIAL MEETINGS

- a) Special meetings may be called by the Executive Committee or, on written request addressed to the Secretary, by ten (10) SES members stating the object of the special meeting.
- b) 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 prior to the meeting.
- c) A quorum at special meetings shall be twenty (20) members.
- d) No other business may be conducted at such meetings.

14. 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

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Nominating Committee for election at the AGM. This must be a minimum of fourteen (14) days prior to the scheduled date of the AGM.

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

15. INTERPRETATION

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

16. 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 **BOURINOT'S RULES OF ORDER**, Geoffrey Stanford, Fourth Revised Edition.

End of By-laws