**Professional Engineers Ontario**

**Hamilton-Burlington Chapter**

**Governance: By-law and Policies**

**December 2016**

Approved by the Board on December 19, 2016

**Welcome**

*A warm welcome to our Chapter!*

***Chapter Mission***

*We will enthusiastically provide leadership, experience, skills and time in a co-operative and open-minded manner to achieve success in realizing current and future Chapter goals that benefit our members and our community.*

*PEO’s Core Values of Accountability, Respect, Integrity, Professionalism, and Teamwork will be basic to all Chapter endeavours and opportunities.*

*We invite and encourage you to:*

*– keep in touch and check the web site regularly*

*– participate as you are able and when you can.*

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**1. Professional Engineers Ontario (PEO)**

Professional Engineers Ontario, or PEO, is the regulatory body that licenses professional engineers in Ontario. PEO sets standards for and regulates the practice of professional engineering in the province.

Under the Professional Engineers Act, PEO has the mandate to serve and protect the public interest where the practice of engineering is concerned. PEO enforces compliance with the Act so that only those with a licence may practice engineering or advertise their engineering services. The association also disciplines engineers and companies that fail to maintain the profession’s standards.

We do not have an office as we are a local organization made up of volunteers to run events for the registered Engineering Interns (EIT) and Professional Engineers (P. Eng.) of the Hamilton-Burlington area. Some things we do include networking, social events, technical tours, sessions with speakers, and new P. Eng. certificate presentation ceremonies.

In order to become an EIT, go to http://peo.on.ca/ and submit an application. If you’re within 6 months of graduation the application fee is waived. Full details are there. Once you’re an EIT in the area, you’ll start getting our emails about events and can always check in at our website at http://hamilton.peo.on.ca/

Professional Engineers Ontario fulfills the same role the College of Physicians and Surgeons does for physicians and the Law Society of Upper Canada for lawyers.

**PEO’s Core Values**

PEO’s core values are intended to inform the behaviour of its members, staff, and volunteer leaders in their everyday activities and interactions.

**Accountability**

PEO protects the public interest by being accountable to the public, such that PEO staff and volunteers accept responsibility for their actions and decisions, and deliver what they promise to deliver, and PEO as an organization honours its legislated and financial obligations. Staff and volunteer performance will be appraised based on meeting objectives within desired timeframes.

**Respect**

PEO demonstrates respect for its staff, volunteers, applicants, licence holders, and external stakeholders through fair practices and timely, informative communications. In turn, PEO expects that its regulatory obligations and activities in serving and protecting the public interest are respected by its stakeholders.

**Integrity**

PEO demonstrates alignment between the Professional Engineers Act and its processes and practices, including consistency of its policies and their application to maintain integrity of the licence, and will adhere firmly and impartially to its legislated requirements in pursuit of regulatory excellence.

**Professionalism**

PEO operates in a professional manner with its applicants, licence holders and external stakeholders, by demonstrating competence, impartiality and reliability.

**Teamwork**

PEO achieves its goals through effective teamwork and collaborative partnerships both within the organization, between its staff and volunteers, and with other bodies involved in the practice of professional engineering.

**The Purposes of PEO Chapters**

PEO chapters perform a wide variety of functions including organizing licence certificate ceremonies, hosting technical seminars and social events; providing a forum for members to exchange knowledge and ideas; and offering professional networking opportunities.

**PEO chapters aim to:**

a) facilitate participation and training of licence holders in the governance, succession planning for PEO leadership, and statutory duties of the profession;

b) work to identify the value of the profession to future licence holders;

c) promote and enhance understanding within society of the self-regulated engineering profession and the importance of licensure; and

d) actively participate in PEO’s policy development.

PEO chapters also engage the youth in discovering the joys of math, science and engineering through education outreach programs and local events throughout the year, including those associated with National Engineering Month.

PEO licence holders and EITs are encouraged to take advantage of the numerous opportunities provided by their local chapter by attending events or even volunteering.

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**Policy 1 – Supplement to the By-Law**

This policy enhances the By-Law by outlining procedures and operations useful to the membership in understanding, interpreting and implementing the Articles in the By-Law. The By-Law appears in blue while the policy appears in green following the by-law item to which it refers.

**PEO HAMILTON-BURLINGTON Chapter By-Law**

**PEO Hamilton-Burlington Chapter - Supplement to the By-Law**

**GENERAL**

Chapters of the Association of Professional Engineers of Ontario (called PEO) are constituted and operate under the Professional Engineers Act, Chapter P-28, Statutes of Ontario 1990, Regulation 941 and By-Law No.1:

"3) ...are continued as chapters of the association with areas constituted by their present boundaries..."

"7) ...each chapter may pass by-laws governing its operations and respecting the conduct of their affairs..."

**GENERAL - Supplement to the By-Law  
 NA**

**ARTICLE 1 - Name**

1. The Chapter shall be known as HAMILTON-BURLINGTON.
2. The Chapter shall operate in accordance with this by-law and the Terms of Reference for Chapters - roles and responsibilities as passed by Council at Council Meeting #423 dated June 17-18, 2004.
3. A copy of this by-law shall be filed with the Chapter Office at PEO.

**ARTICLE 1.0 – Name - Supplement to the By-Law**

**NA**

**ARTICLE 2 – Essential Purpose**

The essential purpose of chapters is as a vehicle for involving Engineering Interns and licensed members in the promotion and evolution of a self-regulated engineering profession with specific emphasis on:

1. Presence
2. Communication
3. Grassroots Participation
4. Recognition
5. Governance

*Note 1: For full details of the Essential Purpose of Chapters, please refer to the most recent version of the Chapter Policy on Essential Purpose of a Chapter.*

*Note 2: To support the Essential Chapter Purposes, the PEO Hamilton-Burlington Chapter has* ***Chapter Policies.*** *For full details please refer to the most recent version of the Hamilton-Burlington* ***Chapter Policies****.*

**ARTICLE 2.0 – Essential Purpose, Aims and Objectives - Supplement to the By-Law**

**NA**

**ARTICLE 3 – Membership**

1. Members of PEO residing within the Chapter boundaries (with home address registered with PEO) shall be members of the assigned Chapter. This selection is called their native chapter.

2. Engineering Interns (EIT), as defined in Regulations, who reside within the Chapter boundaries (with home address registered with PEO) shall be members of the assigned Chapter. This selection is called their native chapter.

3. Members of PEO and EITs who are residing outside the Chapter boundaries, but have selected the Chapter as their alternate chapter, shall forego membership of their native chapter and only be members of the alternate Chapter.

4. Members of PEO and EITs can only be members of ONE Chapter at any one time.

**ARTICLE 3.0 – Membership - Supplement to the By-Law**

**NA**

**ARTICLE 4 – Chapter Management**

1. The governing board of the chapter, known as the Board, is made up of officers and chapter executives. The officers shall be Chair, Vice-Chair, Secretary, and Treasurer. The immediate Past-Chair shall be an officer ex-officio. All other members of the Board are called chapter executives.
2. The Board shall not be less than five members and not more than twenty.   
   Quorum for a Chapter Board Meeting shall be:   
   a) a simple majority of the Chapter Board; and   
   b) a simple majority of the signing officer positions; and   
   c) at least half of all members present must be P.Eng.
3. Board members must be members of this chapter and in good standing with PEO.
4. A majority of the members in officer positions and a majority of the members in executive positions must reside within the geographic boundary of the chapter.
5. Engineers-in-Training Chapter members shall have the privileges of members, except that they may not hold the Officer positions Chair, Vice Chair, Treasurer, Past Chair, or any position with signing authority over Chapter monies.
6. A Chapter Nominating Committee shall be comprised of three members of the chapter:
   1. All members of the Chapter Nominating Committee must NOT be part of the current slate of candidates.
   2. All members of the Chapter Nominating Committee shall be appointed by the current Board.
7. A call for election notice shall be sent to all chapter members, requesting nominations for the slate of candidates for the Board, two weeks prior to the Chapter Annual General Meeting (Chapter AGM).
   1. The slate of candidate nominations shall be received and verified by the Chapter Nominating Committee.
8. All valid nominations must bear the signatures of two nominators who are eligible to vote at the Chapter AGM and the nominee must accept the nomination. Electronic signatures and acceptances are permitted.
9. A slate of candidates shall be proposed by the Chapter Nominating Committee for presentation at the Chapter AGM.
   1. Nominations will close one week prior to the AGM at the time and date announced by the Chapter Nominating Committee.
   2. Chapter Nominating Committee is obligated to accept nominations from the floor of the AGM.
   3. Each floor nomination must be moved and seconded by two nominators who are eligible to vote at the chapter AGM and the nominee must accept the nomination.
10. The Officers of the Chapter shall be elected in accordance with established Chapter Policy, on an annual basis, or at such other times as approved by Chapter motion at a General Meeting.
11. The Chair must have served at least one year on the Board or other committee of Council during the previous five years to qualify to be the Chair.
12. Should any Officer position become vacant between elections, the Chair, with advice from the Board, is empowered to appoint an eligible successor for the balance of the term of the Board.
13. Should additional Board members be required at any time due to either resignation or insufficient numbers of individuals elected at the AGM, the Chair, with advice from the Board, is empowered to appoint such additional members as may be required for the balance of the term of the Board.

13.1 Should appointments of additional Board members fail to meet the quorum  
 requirements for the Chapter Board meeting (Article 4, sub section 2), the   
 Regional Councillors Committee shall step in to appoint such additional members  
 as may be required for the balance of the term of the Chapter Board.

1. The Chapter Election Officer shall be a P.Eng. member of PEO in good standing with PEO. The Chapter Election Officer shall be appointed by the current Board or via an approved motion at the Chapter AGM.

14.1 With the assistance of two Chapter Election Scrutineers, the Chapter Election Officer shall conduct the election for the Chapter in accordance with established Chapter Policies and processes.

14.2 The Chapter Election Officer must NOT be part of the current slate of candidates and may be a member of another Chapter.

1. Two Chapter Election Scrutineers are required for a Chapter Election. Both Scrutineers shall be P.Eng. or EIT members of PEO in good standing. The Chapter Election Scrutineers shall be appointed by the current Board or via an approved motion at the Chapter AGM

15.1 Chapter Election Scrutineers shall assist the Chapter Election Officer to conduct the election for the Chapter in accordance with established Chapter Policies and processes.

15.2 The role of the Scrutineers shall be to make sure the election process is followed and to prevent the occurrence of corruption or genuine mistakes.

15.3 The Chapter Election Scrutineers must NOT be part of the current slate of candidates and they cannot be a member of another Chapter.

**ARTICLE 4.0 - Chapter Management- Supplement to the By-Law**

A Board consisting of PEO Hamilton-Burlington Chapter members in good standing shall manage the Chapter.

**4.1 Board**

1. The Board consists of **Officers** and **Executives**.
2. Should any officer position become vacant between elections, the Chair, with advice from the Board, is empowered to appoint a successor for the balance of the term of the Board. Such appointment shall be published on the Chapter web site.

**4.1.1 Officers**

(a) The Officers of the Chapter are:

Four (4) members of the Chapter who are elected at an Annual General Meeting, namely: Chair, Vice Chair, Treasurer, Secretary;

One (1) Past Chair, who is an officer ex-officio, who may be appointed by the Chair if the immediate Past Chair is not available.

(b) In addition to carrying out the Aims and Objectives of the Chapter, the specific Duties of the Officers are:

**The Chair,** shall normally preside at all meetings of the Chapter and the Board.

The Chair shall, with the advice of the Board, exercise general supervision over the affairs of the Chapter.

The Chapter Chair shall assume the role of the Chapter Government Liaison (GLP) contact, unless otherwise designated to another Board Member by the Chair.

The Chair shall be an ex-officio member of all committees and shall perform such other duties as are ordinarily incumbent upon a Chair. The Chair is one of three signing officers.

**The Vice Chair**, shall work in close co-operation with the Chair and perform the duties of the Chair when that officer is absent.

The Vice Chair shall also, with assistance from Board members, plan, organize, direct, coordinate and ensure the implementation of all activities as may be directed by the Chair, such as the Annual General Meeting and the Chapter’s Official Activities.

The Vice Chair shall act as Privacy Officer, unless otherwise designated by the Chair.

In the event that the Chapter Chair is no longer available the Chapter Vice Chair shall assume the responsibilities of Chapter Chair. The Vice Chair is one of three signing officers.

**The Treasurer**, shall be responsible for the payment of all monies owed by the Chapter.

The Treasurer shall ensure that all monies belonging to the Chapter are deposited in an acceptable financial institution approved by the Board.

The Treasurer shall keep a record of all receipts and expenditures and shall report the financial position of the Chapter when requested by the Board, or by any member at a meeting.

The Treasurer shall present a financial statement and all records to the appointed Auditor(s) (also known as Examiner(s)) upon their request.

For this purpose the Chapter's fiscal year shall be from the first day of January in each year to the last day of December. The Treasurer is one of three signing officers.

**The Secretary**, shall keep and have charge of the records and conduct the general correspondence of the Chapter.

The Secretary shall perform such other duties as may be directed by the Chair, such as the Chapter’s Communications, and shall perform all duties pertaining to the office.

**The Past Chair**, an ex-officio member of the Board, shall work in close cooperation with the Board and will provide continuity from the past to the present Board.

Any past chair may serve as Past Chair, at the request of the Chair, if the immediate Past Chair is not available.

The Past Chair will serve as Chair of the Nominating Committee and perform such duties as may be directed by the Chapter Chair, such as Social Events.

**4.1.2 Executives**

1. The Executives of the Chapter are appointed by the Chair of the Board, with the advice of the Board.
2. Executives may be removed by the Board.
3. In addition to carrying out the Aims and Objectives of the Chapter, the specific Duties of the Executives are:

**Executives** are expected to attend all Board meetings and assist the Officers in carrying out the aims and objectives of the Chapter.

Executives may serve as Standing Committee Chairs, Ad hoc and Special Committee Chairs, Board Members-at-large, and perform other such duties as may be directed by the Chapter Chair, such as Education and Professional Development.

**4.2 Committees**

1. Chapter Committees may be established or abolished by the Board as deemed necessary.
2. including but not limited to: Annual General Meeting, Certificate Presentation, Communications, Engineers-In-Training, Government Liaison Program, Licensure Assistance Program, Education, National Engineering Month, Annual Events (Golf, Curling, etc.), Technical Tours, Guest Speakers, Social Events, International Engineers, Engineering Week, Scholarships, and Community Participation (Remembrance Day, civil ceremonies, social justice activities).
3. Chapter Committees shall operate in accordance with the terms of reference established by the Board
4. The Chairs of Committees shall be appointed by the Chair of the board from members of the Board, and therefore have voting rights at Board meetings.
5. Members of Committees shall be appointed by the Chair of that Committee, from members of the Chapter or of the public.
6. All Committees shall be responsible to the Board through their Chairs, who are Board members.
7. Committee members and Committee Chairs may initiate correspondence, external to the Chapter, within their function, but a copy of all such outgoing correspondence, other than between committees and committee members, shall be sent to the Secretary of the Chapter, or designate Board member.
8. Committees may establish and abolish subcommittees as needed.

**ARTICLE 4.3 - Elections - Supplement to the By-Law**

1. Unless otherwise decided by the Board, elections for Officers of the Board shall take place at the Annual General Meeting.
2. A quorum shall be twenty (20) Chapter members, which shall include at least three (3) Officers and one (1) Executive member of the Board.

**4.1A Candidates**

1. Chapter members are eligible for all four (4) elected positions within the Board, namely Chair, Vice Chair, Treasurer, Secretary.
2. An EIT may only be a candidate for Secretary.
3. A PEO Council Member:
   * may not be a candidate for a Chapter Officer or serve in an Executive position.
   * may be a volunteer of the chapter.
   * may be invited to the board meetings.
4. In the absence of willing candidates the Chair of the Board may choose the best qualified nominees from the Chapter membership at large.
5. Candidates for the Chair position should have at least one-year experience on the Board.
6. It is suggested that an Officer can serve a maximum of four (4) consecutive terms in a particular position on the Board.

**4.2A Election Procedures**

**4.2.1A Nominating Committee**

1. The Board shall appoint a Nominating Committee comprised of a Past Chair and two Chapter members.
2. The Nominating Committee will propose a full slate of nominees for the four (4) elected positions.

**4.2.2A Notice of Election**

1. Notice of the Annual General Meeting (AGM) and a call for nominations shall be given to Chapter members at four (4)weeks before the AGM
2. Two (2) weeks before the AGM a second email will list the proposed slate of candidates and remind that email nominations are acceptable up to 24 hours before the AGM.

**4.2.3A Nominations**

1. The Nominating Committee shall propose a slate of Candidates for presentation at the AGM.
2. Nominations from members for any Officer position must be submitted in writing to the search committee at least 24 hours in advance and must bear the signature of two nominators who are eligible to vote at the AGM and the nominee, accepting the nomination. Nominations submitted electronically are acceptable.
3. At the AGM, Candidates may be nominated from the floor by a Mover and a Seconder with acceptance by the Nominee. Such Nominee must be present or have submitted an acceptance in writing. Candidates so nominated will be added to the slate of Candidates.
4. The augmented, final slate of candidates standing for election is comprised of the following candidates:

∙ Nominations by the Nominating Committee.

∙ Nominations properly completed and received from members-at-large.

∙ Nominations from the floor of the AGM.

1. A member of the Nominating committee, ideally the Chair of the Nominating Committee, shall conduct the election as the presiding officer (Chapter Elections Officer).
2. The final slate of candidates with their respective nominated positions shall be presented.
3. The presiding officer will allow each candidate the opportunity to make a presentation to the voting members, in a pre-determined format and amount of time.
4. In the event that a position has only one candidate, that candidate shall be declared elected by acclamation.

**4.2.4A Voting**

1. Only Chapter members (including EITs) in attendance at the AGM are entitled to vote.
2. Proxy votes are not permitted.
3. Each Officer position will be decided in an individual, separate vote.
4. The presiding officer shall refrain from voting, except to break a tie.
5. Voting shall be by a show of hands or a standing vote, unless a formal request is made to conduct a secret ballot.
6. If a secret ballot is conducted, each candidate may appoint a scrutineer to observe the counting.
7. A plurality vote shall elect a candidate to the position for which he/she is nominated.
8. After counting, the results of the election shall be announced at the meeting.
9. If a secret ballot was conducted, the presiding officer shall ask for a motion to destroy the ballots.
10. The incoming Board shall take office immediately following the adjournment of the AGM.
11. After the AGM, should any Officer position be vacant, the Chair is empowered to appoint an Officer for the balance of the term of the Board.

**4.3A First Board Meeting – at AGM**

After the AGM the newly elected Chair will convene a meeting of the new Board for the following purposes:

- congratulate all new Officers

- thank all Board members completing their terms

- appoint at least three (3) Executives as required

- transition financial and other documents as required

- establish the date for the next board meeting

- new business.

**ARTICLE 5 - Meeting**

1. A minimum of four Board meetings and one General Meeting (AGM) shall be held each year. The first Board meeting shall be immediately following the AGM. The Board shall set the dates of the Board meetings. The AGM shall be held in the first quarter of the year.

2. Extraordinary General Meetings may be called by the Chair of the Chapter, as deemed necessary.

3. Upon the written petition of 20 members of the Chapter to the Chapter Secretary, Extraordinary General Meetings shall be convened.

4. Notice of Board meetings shall be sent to all Board members not less than seven days before the meeting is to take place.

**ARTICLE 5.0 - Meetings - Supplement to the By-Law**

* 1. Members are welcome to attend any Chapter meeting, participate at the discretion of the Chair of the meeting, and vote only as allowed within the By-Law.
  2. Any other person may attend any Chapter meeting and participate upon the invitation of the Chair.
  3. At meetings every question shall be decided in accordance with Nathan’s Company Meetings, or an equivalent set of rules, determined by the Board.

**5.1 Board Meetings**

1. Notice of Board meetings shall be posted on the Chapter web site at least five calendar days before the meeting.
2. Notice of an Extra-ordinary Board meeting shall be posted on the Chapter web site at least five (5) days before the meeting.
3. Only Board members are eligible to move and vote on motions.
4. At any vote, a motion shall be carried if it receives a majority vote of those eligible to vote, namely, current Officers and Executives.

**5.1.1 Guests**

Guests at Board meetings.

1. Committee members may be invited to the Board meetings by the Chair of the Board. They have no voting privileges unless they are a member of the Board.
2. Although all Chapter members can have input in Chapter affairs through a Board member, **the Board meetings are open to Chapter members**. Guests may be invited to participate in discussions at the discretion of the Chair. A guest’s intention to attend should be sent to the Secretary or Chair to allow for suitable meeting space.
3. Any other person may attend only upon the invitation of the Chair.

**5.1.2 Communications**

Any method of communication agreed to by the Board may be used to conduct Chapter business.

**5.1.3 Voting**

The Board can establish voting procedures that include electronic or any other method of communication. A particular method of communication will not automatically change normal voting protocols or procedures.

**5.2 Committee Meetings** a) The Committee Chair will determine the dates, times, frequency, format and content of meetings to ensure desired outcomes are achieved.

b) The Board Officers are ex-officio for all Committees.

**5.3 General Meetings**

**5.3.1 Annual General Meeting (AGM)**

1. Notice of the Annual General Board Meeting shall be posted on the Chapter web site at least two (2) weeks before the meeting.
2. A quorum shall be twenty (20) Chapter members, which shall include at least a simple majority of the Board.

**5.3.1.1 Voting procedures for AGM motions**

1. Only Chapter members (including EITs) in attendance at the AGM are entitled to vote.
2. Proxy votes are not permitted.
3. The presiding officer, usually the Chair of the Board, shall refrain from voting, except to break a tie.
4. Voting shall be by a show of hands or a standing vote.
5. A majority vote by eligible voters, is required to pass a motion

**5.3.1.2 The agenda shall include:**

Welcome by Chair of Board

Introductions

Reports   
 Activities for past year  
 Financial Report for past year

Examiner Report for past year

Business Plan for coming year   
Questions & Answers

Guest presentation (optional)

Motions

Prepared in advance

From the floor

Election of Officers for the coming year

Summary and Concluding Remarks – new Chair

Adjournment

**5.3.2 Extra-ordinary General Meeting**

b) Notice of an Extra-ordinary General meeting shall be posted on the Chapter web site at least three (3) weeks before the meeting.

c) A quorum shall be twenty (20) Chapter members, which shall include at least a simple majority of the Board.

**5.3.2.1 Voting procedures for Extra-ordinary General Meeting motions**

1. Only Chapter members (including EITs) in attendance at the Extra-ordinary General Meeting are entitled to vote.
2. Proxy votes are not permitted.
3. The presiding officer, usually the Chair of the Board, shall refrain from voting, except to break a tie.
4. Voting shall be by a show of hands or a standing vote.
5. A majority vote by eligible voters, is required to pass a motion

**ARTICLE 6 - Expenditures**

1. The fiscal year of the Chapter shall be the calendar year.
2. All expenditures on behalf of the Chapter shall be approved by the Board.
3. The Treasurer shall be responsible for the financial accounting of the Chapter affairs.
4. All accounts shall be paid by cheque or suitable electronic method. The bank account of the Chapter shall require two signatures, signed by the Treasurer and any one of the other Signing Officers (Chair or Vice-Chair).

**ARTICLE 6.0 – Finances - Supplement to the By-Law**

**6.1 Financial Operations**

1. In the case of electronic account payment, email approval from two Signing Officers shall be an acceptable alternative to signatures on physical cheques.

**6.1.2 Expenses**

1. Only Signing Officers or someone specifically delegated in writing by a Signing Officer for that specific contract can enter contracts on behalf of the Chapter, and only in support of events or functions approved by the Chapter Board.

**6.1.3 Payments, Signing and Receipts**

1. Properly filled expense claims forms are required with receipts for individual expenses; except for items like mileage, meter parking, etc. where receipts are not normally provided.

**ARTICLE 7 – Examiner**

1. An examiner, who can either be a member of the Chapter but not a member of the current Board, or an individual bearing a valid Chartered Professional Accountant (CPA) designation, shall be appointed by the Chapter Board to act as an examiner for ensuring the previous 12 months financial statement is free from material error. The appointment shall stand until his/her successor is appointed by the Chapter Board.
2. The books shall be closed and audited annually, at least one week prior to the AGM. The audited financial statement and the summary of completed activities shall be presented to the membership at the Chapter AGM.
3. A copy of the examiner signed Financial Report shall be submitted to the Chapter Manager of PEO and the Senior Regional Councillor within a month after the Chapter AGM, or the end of the first quarter, whichever comes first.

**ARTICLE 8 – Report**

1. The Board shall submit their chapter annual activity report by January 31st of each year, to the Chapter Office at PEO and the Senior Regional Councillor concerning the activities of the Chapter for the preceding fiscal year. The chapter annual activity report is completed by filling in the activity report tab on the business plan spreadsheet.

2. The Board shall prepare annual business plans which include planned activities for the coming year and financial assistance required to conduct the local affairs of the Chapter. Chapter business plans shall be completed and submitted in a time as specified by the Regional Councillors Committeefor inclusion within the annual PEO budget process.

**ARTICLE 8.0 – Reports - Supplement to the By-Law**

**8.1 Activities**

The Board shall submit an annual report concerning the activities of the Chapter for the preceding fiscal year, before the AGM each year, to the Chapter members, in a suitable format, with a copy to the appropriate person at PEO.

**8.2 Annual Financial Report**

Prepared by the Treasurer for the AGM.

**8.3 Examiner’s Report**

Prepared by the Examiner for the AGM.

**ARTICLE 9 – Compliance with Legislation**

1. The Chapter is governed by the same legislation which applies to PEO as a Not-for-profit Corporation.
2. The Chapter is required to comply with Personal Information Protection and Electronic Documents Act (PIPEDA) and more specifically follow the established PEO Privacy Policy.
3. The Chapter is required to comply with Canadian Anti-Spam Legislation (CASL) or similar legislations.

**ARTICLE 9.0 - Privacy - Supplement to the By-Law**

The Chapter is required to follow the established PEO Privacy Policy in accordance with the appropriate provincial and federal laws in force.

The Vice Chair shall act as privacy officer, unless otherwise designated by the Chair.

**ARTICLE 10 – Amendments**

1. This by-law may be amended by a two-thirds majority vote of the Chapter Board at any Chapter Board meeting, provided that the notice of the proposed amendment has been included with the notice calling the meeting, is sent to all current Chapter members. Notices for this purpose must be postmarked or electronically sent at least ten days in advance of the meeting.
2. Any amendments to the by-law are subject to a first review by the Regional Councillors Committee. Amendments to the by-Law, when passed by the Regional Councillors Committee, shall require the ratification of PEO Council.
3. The Chapter may pass additional by-laws, again, subject to approval by the Regional Councillors Committee and ratified by PEO Council, for the governance of its members and all other purposes as may be deemed necessary for the management of the Chapter and conduct of its business. Such additional by-laws shall be outlined as appendixes to this by-law. Such by-law amendment shall not take effect until such time as it has been approved by a resolution of PEO Council.

**ARTICLE 11.0 – Validity**

1. This By-Law revokes and replaces all previous By-Laws of the Chapter.
2. The effective date of this By-Law is May 19, 2015 *(Approved by the Board on 2015 05 19)* and will remain in force until revoked by other By-Laws of the Chapter.
3. Where any conflict exists between this By-Law and any By-Law of PEO, that By-Law of PEO shall prevail.

**ARTICLE 12.0 - Professional Engineers Ontario (for reference)**

**By-Law No. 1**

*A By-Law relating to the administrative and domestic affairs of the*

*Association of Professional Engineers of Ontario as approved by Council*

*on June 25, 1984, and subsequently amended as confirmed by letter*

*ballot of the membership in March 1993, February 1999, February 2000,*

*February 2002, February 2004, February 2005, February 2006, February*

*2007, February 2008, February 2009, March 2010, November 2010,*

*February 2011, and June 2013.*

**Chapters (sections of By-Law No. 1 pertaining to Chapters)**

2. There shall be chapters of the association constituted in accordance with the By-Laws. There shall be a chapter area for each chapter defined as provided by By-Law. Members of the association whose residence addresses are within a chapter area shall be members of that chapter.

3. The chapters in existence when this By-Law comes into force are continued as chapters of the association with areas constituted by their present boundaries until the Council shall determine otherwise and the constitution and By-Laws of each such chapter in effect at the date when this By-Law comes into force shall continue in effect until rescinded or amended in accordance with the provisions for rescission or amendment contained in such constitution or By-Laws.

4. The council may from time to time:

(a) establish chapters in addition to those referred to in Section 3 and define the boundaries of the areas of such chapters;

(b) alter the boundaries of the areas of chapters heretofore or hereafter established;

(c) direct that two or more chapters shall be combined and continued as one chapter and define the boundaries of such continuing chapter;

(d) declare any chapter inactive and suspend its operation or dissolve any chapter and provide for the transfer of the members and assets of any such chapter to another chapter or chapters.

5. Engineers-in-training who are recorded in the register under Section 81 of the regulations shall be extended all the privileges of chapter membership of the chapter for the area in which they reside.

6. The Council may establish from time to time standard rules and procedures governing the operating of chapters and the conduct of their affairs.

7. Subject to the provisions of the Act, the By-Laws and any standard rules and procedures established under Section 6, each chapter may pass By-Laws governing its operations and respecting the conduct of its affairs, including provisions for amendment of such By-Laws. A copy of all such By-Laws and amendments thereto shall be filed with the registrar.

8. (1) Subject to Section 8(2), none of the governing body of a chapter, the officers of a chapter or the members of a chapter shall have any power or authority as such to contract in the name of the association or to assume any obligations on behalf of the association.

(2) A chapter shall be entitled to enter into a contract on behalf of the association provided that:

(i) the chapter is named in the contract;

(ii) the contract only pertains to, or is required by, the chapter’s annual business plan as approved by the Regional Councillors Committee for such chapter and which is based on the chapter budget approved by the Council of the association (hereinafter collectively called the “Business Plan”);

(iii) the contract does not require the expenditure of any money by the chapter other than in accordance with its Business Plan; and

(iv) such contract is executed by any one of the Chair, Vice Chair, Secretary or Treasurer of the chapter who have signing authority under the chapter By-Law and who are members.

9. If a chapter shall be dissolved or shall cease to exist for any other reason or shall be declared inactive by the Council, all assets of that chapter, unless otherwise directed by the Council, shall revert to the association and shall be delivered over by the governing body of the chapter to the treasurer of the association forthwith on demand.

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