

Sea-to-Sky Branch Bylaws

Pursuant to Section 7.1(m) of *The Engineers and Geoscientists Act, 2010*, authority is herewith given by the Council of the Association of Professional Engineers and Geoscientists for the formation of THE SEA TO SKY BRANCH of the Association of Professional Engineers and Geoscientists of British Columbia. Nothing herein contained shall be valid if it is in conflict with *The Engineers and Geoscientists Act, 2010*, or the Bylaws of the Association.

1. INTERPRETATION

In these Bylaws, unless the context otherwise requires,

"Association" means The Association of Professional Engineers and Geoscientists of the Province of British Columbia.

"Council" means the Council of the Association.

"Branch" means the Sea to Sky Branch of the Association.

"Executive" means the Executive Committee of the Sea-to-Sky Branch.

"Chair" means the Chair of the Branch.

"Secretary" means the Secretary of the Branch.

"The Act" means the *Engineers and Geoscientists Act, 2010*, of the Province of British Columbia.

"Member" means a registered Professional Engineer, Professional Geoscientist, Engineer-in-Training or Geoscientist-in-Training, registered in the area encompassed by the Sea-to-Sky Branch.

"Returning Officer" counts ballots and announce successful candidates at the Annual Branch General Meeting.

2. NAME, OBJECT AND BOUNDARIES OF THE BRANCH

The name of the Branch shall be "*The Sea to Sky Branch of the Association of Professional Engineers and Geoscientists of the Province of British Columbia*".

The objectives of the Branch are:

(a) When and as authorized by Council, to assist it on matters of Association business within the branch area.

(b) To encourage and facilitate the study, discussion and exchange of ideas and information among the members on all questions of interest to them as citizens and professionals.

(c) To encourage and facilitate outreach programs within the community by the branch and its members.

The boundaries of the branch area shall be as defined from time-to-time by the Council of the Association.

3. MEMBERSHIP

(a) All registered Professional Engineers, Geoscientists, Engineers-in-Training or Geoscientists-in-Training and registered within the boundaries of the Branch shall be members of the Branch and shall have voting privileges.

(b) There shall be no branch entrance fee or branch annual fee, but where funds are required voluntary subscriptions by members may be accepted.

4. MEETINGS AND METHOD OF CALLING SPECIAL MEETINGS

(a) There shall be at least three general meetings of the Branch in each year of which one shall be called the Annual Meeting. These meetings shall be held at such time and place as the Executive shall direct.

(b) An Annual General Meeting of the Branch shall be held prior to end of APEG BC fiscal year (normally by end of June).

(c) Notice of the time and place for holding the Annual General meeting of the Branch shall be given by mailing or e-mailing a notice to the last known address, or to the known e-mail address, of each member of the Branch not less than 14 days before the date of the meeting.

(d) The Executive may at its own discretion, or shall at the written request of 25 or more members, call such special General Meetings as it considers desirable.

(e) At any General Meeting of the Branch, 15 members shall constitute a quorum.

(f) The Chair of the Branch shall preside as Chair at every General Meeting, but if he is not present the Vice-Chair shall preside as Chair. If neither is present, the members present shall choose someone from the present to be Chair.

(g) The Chair may, with the consent of any meeting, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

5. VOTING

(a) At any meeting of the Branch a resolution put to vote shall be decided by a show of hands, or by a standing vote, as the Chair directs, unless a ballot is demanded. If a ballot is duly demanded it shall be taken in such manner as the Chair directs.

(b) The Chair shall be entitled to vote only when votes are evenly divided, whether on the show of hands, a standing vote, or a ballot.

(c) The Executive may at its own discretion, or shall at the written request of 25 members, take a vote of the members of the Branch by letter ballot, on any matter which, pursuant to the provisions of the Bylaws of the Branch, can be voted upon at the General Meeting of the Branch, and a vote so taken shall have the same force and effect as if the vote on the said matter had been taken at a General Meeting of the Branch.

6. ELECTION AND RESIGNATION OF OFFICERS

(a) The Executive of the Branch shall consist of the following officers:

Chair

Vice Chair

Past Chair

Secretary

Treasurer

Two or more members-at-large

The Chair, Vice Chair, , Secretary and Treasurer positions are elected each year, at the Branch's AGM. Past Chair may be appointed in case there is no immediate Past Chair. Members-at-large positions are normally appointed at the executives discretion.

(b) The offices of Secretary and Treasurer or Secretary and Vice Chair may be held by one person.

(c) The Past-Chair of the Branch shall be Chair of the Nominating Committee. Three (3) other members of the Nominating Committee shall be appointed by the executive at least 60 days prior to the Annual General Meeting..

(d) The Nominating Committee shall hold a meeting each year to prepare a slate of nominees for the elected positions to be filled. Not more than two persons shall be nominated by the Committee for each elected position on the Executive. The consent of all nominees must be obtained.

(e) The slate of nominees prepared by the Nominating Committee shall be given into the hands of the Secretary on, or before thirty (30) days prior to the Annual General Meeting.

(f) In addition to the slate of nominees prepared by the Nominating Committee, five (5) Branch members may nominate any member or members, for any of the elected positions on the Executive. Such nomination in writing, accompanied by the signatures of all the sponsors, and a letter from the nominee stating that the person is willing to serve if elected, must be delivered to the Secretary on or before thirty (30) days prior to the Annual General Meeting.

(g) All members of the Executive, with the exception of the Past-Chair, may be elected by letter ballot, or by electronic ballot, if the Executive so directs. In the event of a letter ballot, the Secretary shall cause to be mailed to each member at their last known address the slate of nominees, together with ballot papers and envelopes, at least twenty-one (21) days before the Branch Annual General Meeting, and shall notify members where and when the ballots are to be returned.

(h) The Chair shall appoint a Returning Officer who shall count the ballots and announce the successful candidates at the Annual Branch General Meeting. The newly elected officers will take office at the next scheduled Branch Executive meeting following the Branch Annual General Meeting.

(i) If a vacancy occurs in the Executive, the Executive shall appoint a replacement from among the members of the Branch.

(j) Any officer or member of the Executive shall vacate their office if they shall:

(i) give notice of resignation in writing to the Chair or the Secretary,

(ii) cease to be a member of the Branch, or

7. DUTIES OF OFFICERS

(a) Chair:

The Chair shall preside at all meetings of the Branch and of the Executive, shall be an ex-officio member of all Committees, and shall perform all duties as are incidental to the office of Chair and are properly required of the Chair.

The Chair shall prepare an annual report on the activities of the Branch for submission to the Annual Meeting of the Branch, to Council, and for presentation at the Annual Meeting of the Association.

The Chair shall appoint members of Standing Committees, including their Chairs.

(b) Vice Chair

The Vice Chair shall attend all meetings of the Branch and in the absence of the Chair shall exercise all the functions of the Chair and shall be invested with all the powers of the Chair.

The Vice Chair shall carry out such duties as may be requested by the Chair.

(c) Past Chair:

The Past Chair shall be Chair of the Nominating Committee, and shall assist the Chair as may be requested.

(d) Secretary:

The Secretary shall have charge of all papers, shall make and record minutes of all Executive and General Meetings, keep such records, make such reports and perform such duties as are incidental to that office and properly required by the organization. The Secretary shall carry on all correspondence directed by the Executive.

The Secretary shall maintain a list of all names of the branch Executive, their addresses and professional status.

(e) Treasurer:

The Treasurer shall account for all monies received and expended by the Branch and shall maintain adequate records of the same.

The Treasurer shall collect all monies payable by members, shall deposit the same to the credit of the Branch with its bankers, shall pay all accounts passed by the Executive and shall conduct all bank transactions.

The Treasurer shall keep a regular account of such funds subject to examination by the Executive and by the Branch auditors, shall present a Balance Sheet to the Annual

General Meeting of the Branch. This Balance Sheet, after acceptance by the Branch, shall be forwarded to Council.

The Treasurer shall be responsible for the preparation and forwarding of Branch financial reports to the Association. Also, the Treasurer shall complete and forward funding requests to the Association.

(f) Committee Members-at-large:

They shall act as Chairs of the Standing Committees, as appointed by the Chair, and shall report on the work of their Committee to the Executive.

They shall attend all meetings of the Executive and carry out such duties as may be requested by the Chair.

8. AUDIT OF ACCOUNTS AND INSPECTION OF BOOKS

Two members of the Branch shall be elected by the Branch at the Annual General Meeting of the Branch to act as auditors for the year following their election, and they shall audit the books of the Branch, which books shall at all times be open for their inspection.

The Books of Account shall be kept at any such place as the Executive shall decide and shall always be open for inspection by the Executive.

The Executive may determine whether and to what extent and under what conditions the Books of Account and other records of the Branch may be inspected by the members.

9. MINUTES

The Executive shall cause minutes to be made showing:

- (a) all appointments to offices made by the Executive;
- (b) the names of all officers and the number of members present at each meeting;
- (c) all resolutions and proceedings at all meetings of the Branch and of the Executive and of any Committees.

The Executive shall cause true accounts to be kept of all monies received and expended by the Branch and of the assets and liabilities of the Branch.

10. MANNER OF ALTERING BYLAWS

(a) The Bylaws of the Branch may be amended by an extraordinary resolution of the Branch, receiving a simple majority vote in favour of the resolution at a duly constituted General or Annual General Meeting.

(b) notice in writing of any meeting of the Branch at which any amendments to the Bylaws are to be considered shall be given to the members at least thirty (30) days before the date of the meeting, and the Secretary shall incorporate in the notice convening the meeting the proposed amendments;

(c) no Bylaw or amendment to Bylaw shall become effective until approved by Council;

11. RULES OF ORDER

Robert's Rules of Order shall govern the conduct of all Executive and General Meetings of the Branch where not otherwise specifically covered by these Bylaws.