ONTARIO ASSOCIATION OF CERTIFIED ENGINEERING TECHNICIANS AND TECHNOLOGISTS

Annual General Meeting
June 4, 2016
The Sheraton Hamilton Hotel
AGENDA

2016 Annual General Meeting of Members
Saturday, June 4, 2016 – 10:00 a.m. - 11:30 a.m.
The Sheraton Hamilton Hotel

Please note that all meeting proceedings are being recorded for the purpose of accuracy of minutes

1. Chair’s Opening Remarks
   - Agenda & List of Motions (Tab 1)
   - Introduction of Council
   - Acknowledgement of Past-Presidents in Attendance
   Bob van den Berg, C.E.T.

2. Adoption of Minutes – May 30, 2015 (Tab 2)
   Hillary Tedoldi, CAE

3. Greetings from Other Associations and Guests

4. OACETT Update – A Year in Review
   Bob van den Berg, C.E.T.

5. Approval of By-law 19 Amendments (Tab 3)
   Stephen Morley, C.E.T.

6. Public Representative Remarks
   Lori Cornwall, MBA, LL.B

7. Acceptance of 2015 Audited Financial Statements (Tab 4)
   - Appointment of Auditors for 2016
   Greg Miller, C.E.T. / Hillary Tedoldi, CAE

8. Carole and George Fletcher Foundation (Tab 5)
   - Acceptance of 2015 Financial Statements
   - Appointment of Accountants for 2016
   - Appointment of Trustees
   David Tsang, A.Sc.T. / Hillary Tedoldi, CAE

9. New Business / Open Discussion

10. Closing Remarks
    Bob van den Berg, C.E.T.

11. Adjournment

Present: Members of Council
Members of the Association
Guests

Chair’s Opening Remarks

Mr. van den Berg welcomed everyone to the 2015 Annual General Meeting of OACETT and noted that the meeting was being video-recorded and live-streamed. Mr. van den Berg then introduced Council, OACETT’s Senior Management Team and Past Presidents in attendance and the Honourable Jim Wilson, MPP for Simcoe-Grey.

Adoption of Minutes (Appendix Tab 2)

1. Moved by Diane Northey, Seconded by Joe Ciccone and Carried.
Resolved that the Minutes of the Annual General Meeting of the Ontario Association of Certified Engineering Technicians and Technologists of May 31, 2014, be accepted as presented/amended.

OACETT Update – A Year in Review

Mr. van den Berg called upon Mr. Morley to speak about the past year. Mr. Morley spoke about the year in review; future challenges and directions, and offered some commentary on the theme of this year’s AGM and Conference – “Own Your Professional Future” noting that this theme was chosen to clearly demonstrate that what we, as an Association, do today and how we, as members, plan for our future will be critical to ensuring our prosperity and success in the years to come. The workplace today is becoming increasingly complex, and organizations require talent with expertise and functional knowledge to oversee operations of highly skilled teams.

Businesses are influenced by a number of factors from globalization to changing demographics to emerging technologies. However, they know that with the right talent in place, they are well positioned to tackle both current and future opportunities. We completed our 2014 Compensation Survey and it clearly demonstrates that if you are certified you earn more in the workplace. We want to ensure that as certified engineering technicians and technologists we continue to possess marketable skills and are considered the “right talent” by not only today’s but tomorrow’s employers.

OACETT has worked closely with Professional Engineers Ontario in drafting the regulations for the Licensed Engineering Technologist class of limited engineering license under the Professional Engineers Act, and last month we learned it is now a reality. This is a result of more than a decade of collaboration between OACETT and PEO and we are pleased that PEO has officially recognized the wider range of work engineering technologists are qualified to perform, subject to meeting licensing requirements. For OACETT members who are suitably qualified, this limited license creates another pathway toward professional advancement.

OACETT has been busy developing a flexible Continuing Professional Development Plan, and through extensive communications, we have gained valuable input from members and non-members and Council will continue to keep members informed as we move forward with this very important initiative.

We have partnerships in place with CSA, Ryerson and EPIC to provide professional development courses to our members. We have also developed short non-technical sessions for our members that can be accessed via the OACETT Live YouTube channel.

We have increased our followers on our social media sites and we have all benefited from the conversations taking place between members and other industry stakeholders. This type of mentoring is valuable to us as an Association and as individuals.
We have created dedicated LinkedIn groups for Women in Technology and Road Construction and they have generated useful discussion while continuing to grow in membership. Communicating today is 24/7 through a variety of mediums and we will continue to make use of the new technology to deliver our messages to members.

Today we have guests from our counterparts across Canada who are also co-owners, along with OACETT, of Technology Professionals Canada (TPC) and Technology Accreditation Canada (TAC). Together we represent the majority of members in Canada. We can take pride in our success provincially but today’s business environment is global and through our national Associations we work together for the common goal of owning our professional future on a national and international stage. We are pleased to report that the first college accreditation through TAC occurred this year at Georgian College and we look forward to working with more colleges.

We had an extremely successful National Engineering Month (NEM) working with Professional Engineers Ontario, Engineers without Borders and the Ontario Society of Professional Engineers to engage youth and adults in the fields of engineering technology. 280 NEM funded events took place across the province and OACETT chapters ran an array of events showcasing the many aspects of engineering technology. We also continue to work with Skills Canada-Ontario to educate young people on engineering technology careers.

Changing demographics are a huge issue for any business today and OACETT is no exception. Many of our members are in the 50+ age group. We need to continue to support these members while at the same time attracting youth and college students to our Association.

We have streamlined our outreach activities for colleges, internationally educated members and industry to specialize in the needs of these channels to attract new members. We have a pilot program in place to offer students reduced membership fees when they first enter the workforce and to allow them time to get established.

We have 28 chapters and 6 regions across the province that are operated totally by volunteers. They are responsible for budgets, operations, business development, government relations, and event planning at the local level. This year we increased their funding and the funding of the regions because the work they do on behalf of members is so meaningful to us as an Association. Their hard work, dedication and passion invested in the Association is so meaningful and appreciated by all.

This year’s AGM and Conference had the largest representation we have ever had and over the past three days we have had Council meetings, regional meetings, workshops, presentations, our President’s dinner, and social events, and all of these contribute to advancing the Association.

At the centre of all activities are our day-to-day operations. As noted in Ms. Tedoldi’s Annual Report, we ended last year with 24,708 members; 17,623 of whom are certified. The ratio of certified members to total members is the highest in the history of the Association. We are financially sound with solid reserves. We have enhanced our operations to increase efficiencies, and this includes the election process, member retention programs, electronic file reviews, electronic payment processing, and the list goes on. We had a vision and we worked hard this past year to make these achievements a reality.

Mr. Morley went on to thank all the dedicated staff, Council and Chapters for all their hard work in making the Association the very best it can be.

Greetings from Other Associations and Guests

Mr. van den Berg welcomed and invited greetings from guests stating that to thank each of these individuals OACETT will make donations in their names to the Carole and George Fletcher Foundation, a Foundation that provides scholarships to assist young people across the province to pursue careers in engineering and applied science technology. The following guests brought greetings:

- Mr. John Hoicka, Senior Research & Policy Advisor – Colleges Ontario
- Mr. Keith Trulson, President – Applied Science Technologists and Technicians of British Columbia
  - Mr. Trulson presented an additional donation to the Fletcher Foundation in the amount of $1,038
• Mr. Norman Kyle, President – Association of Science and Engineering Technology Professionals of Alberta
  ○ Mr. Kyle presented an additional donation to the Fletcher Foundation in the amount of $1,800
• Mr. Thomas Chang, President – Professional Engineers of Ontario
• Ms. Karen Chan, President – The Ontario Society of Professional Engineers
• Mr. Toon Dreessen, President – The Ontario Association of Architects
• Mr. Mike Seiling, President – Ontario Building Officials Association
• Ms. Gail Smyth, Executive Director – Skills Canada – Ontario
• Mr. Sam Loggia, Program Manager – Canadian Standards Association

Acceptance of the 2014 Audited Financial Statements (Appendix Tab 3)

Ms. Tedoldi presented the 2014 Audited Financial Statements highlighting that once again OACETT has had financial and operational success in 2014. At the end of 2014 we had a surplus of $719,000 which included $226,000 in investment gains over the year. We are at the state where our current IT systems need to be upgraded as our current system is over 15 years old, and Council has authorized an IT Systems Reserve of $225,000 to be taken from the year-end surplus.

Total revenue in 2014 was over $5.6 million – 74% of revenue came from membership dues and 26% came from non-dues revenue such as application and examination fees, sponsorships, and advertising in the Ontario Technologist. We ended the year with a contingency reserve of $3.7 million which equals nine months of operating reserves which is in place to protect OACETT should there be unforeseen risks to the Association. The value of the Association’s investment portfolio on May 12th was $5.8 million.

   Resolved that the Ontario Association of Certified Engineering Technicians and Technologists Audited Financial Statements for the year ended December 31, 2014, be accepted as presented/amended.

3. Moved by Patrick Ng, Seconded by Shane Dubroy and Carried.
   Resolved that BDO Canada be re-appointed auditors for the Ontario Association of Certified Engineering Technicians and Technologists until the Annual General Meeting in 2016.

Carole and George Fletcher Foundation (Appendix Tab 4)

Mr. David Tsang, Chairman of the Carole and George Fletcher Foundation presented the Foundation report stating that with the continued support of OACETT Council in the past year, that in addition to meeting our goal of awarding a $1,000 bursary at each of the 25 Ontario colleges, full and partial endowment funds are now established for all 25 Ontario colleges. In 2014, the Carole and George Fletcher Foundation awarded bursaries to deserving students from colleges across Ontario, in addition to the Barbara and Felix Degan Award and child/grandchild of an OACETT Member Award.

The 25 for 25 Building Forward Campaign was launched in 2011 to establish a $40,000 endowed fund at each college. Interest generated from these funds is used to create a self-sustaining award of $1,000 for a worthy student in a recognized engineering technology and applied science program who best exemplifies integrity and professionalism. The 25 endowment funds total approximately $860,000 to date. It is the Foundation’s continual mission to reach $1,000,000 in endowments and beyond so that we might be in a position to increase the bursary value to off-set inflation.

Mr. Tsang then thanked fellow Trustees, Mazin Audeh, Daryl Keys, David Saunders and Bob Jameson for their hard work and dedication and thanked the membership, chapters and the various companies and organizations for their generous and continued support.

Acceptance of the Carole & George Fletcher Foundation 2014 Audited Financial Statements

Ms. Tedoldi summarized the statements noting that donations to the Foundation in 2014 were approximately $23,000 and to date in 2015, $4,873 in donations has been received. OACETT has forgiven the start-up loan of the 25 for 25 Campaign in the amount of $43,477.
The market value of the Foundation’s long term investment portfolio at the end of April this year was $141,523.

4. Moved by Jose Castillo, Seconded by Cam Johnston and Carried.
   Resolved that the Audited Financial Statements for the Carole and George Fletcher Foundation for the year ended December 31, 2014, be accepted as presented.

Appointment of the Auditors for 2015

5. Moved by Clive Banton, Seconded by Diane Northey and Carried.
   Resolved that BDO Canada be re-appointed as accountants for the Carole and George Fletcher Foundation until the Annual General Meeting in 2016.

Appointment of the Foundation Trustees

   Resolved that David Tsang, Chair, Mazin Audeh, David Saunders, Daryl Keys, David Saunders and Bob Jameson be appointed as Trustees of the Carole and George Fletcher Foundation until the Annual General Meeting in 2016.

New Business / Open Discussion

Mr. van den Berg noted that no registered resolutions had been received from the members and advised that as per By-law 19, any resolutions that may result from discussions at the current AGM will not be binding but will be taken under advisement.

Closing Remarks

Mr. van den Berg closed by stating he is privileged and honoured to be the new President noting that we can take pride in the accomplishments of the past year due in large measure to President Morley’s leadership, our Council, Chapters, dedicated volunteers and OACETT’s committed staff.

“Own Your Professional Future”, the theme for this year’s AGM, is a common theme that the workplace is changing and we need to change accordingly to ensure we maintain our competitive edge of certification within it. We are in the second year of our 5-year Strategic Plan. As business leaders we must constantly look ahead, anticipating change and developing strategies to navigate today’s global marketplace. We have to be proactive and adjust our approach and tactics whenever and wherever necessary.

Continuing Professional Development (CPD) is an initiative that we have been developing for quite some time. If we are to be considered as Technology Professionals we need to stay current with both technical and soft skills. A flexible plan is being developed to facilitate member compliance. Council will be discussing this in more detail in the coming months and will keep the membership informed as we move forward.

One of the requirements of By-Law 19, which governs your Association, is the need for a review every 5 years. This ensures By-Laws and Terms of Reference documents that govern the individual boards are relevant and up-to-date with current legislation. One of the items we need to review is the implications of ONCA, Ontario Non-Profit Corporations Act. While this act is yet to be proclaimed it is important for your Association to be prepared. A key element of ONCA will be how we treat Associate members. Under the new rules they would also be entitled to full member privileges, including the right to vote.

We are very excited about working with our valued partners of the engineering team, Professional Engineers of Ontario, on the implementation of the L.E.T. We have been waiting a long time for this and we will put the processes in place to ensure qualified members are able to capitalize on the opportunity that the limited license, with a certificate of authority to offer independent engineering services, offers.
Technology Professionals Canada and Technology Accreditation Canada, representing in excess of 85% of the technology professionals in Canada, are two Associations that we are committed to. We will continue to work with our provincial partners to deliver the best products and services and to raise our profile nationally and internationally.

We will also continue to look for efficiencies in our Association operations through the use of technology. Technology advances at a rapid pace and we as an Association require a technology roadmap of where we are today and more importantly where we want to be tomorrow to ensure our systems are keeping up with our objectives and serving our needs. The review of new information technology systems and how our processes can operate within them will be a priority for the Association in the coming year.

We are positioning our Association for the future to operate in a global environment and ensuring that our members continue to have the recognition required to remain major players in an ever-changing world.

**Adjournment**

7. **Moved by David Saunders and Carried.**
   Resolved that the 2015 Annual General Meeting of the Ontario Association of Certified Engineering Technicians and Technologists adjourn.

The Annual General Meeting of the Ontario Association of Certified Engineering Technicians and Technologists adjourned at 11:30 a.m.

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Chair  Secretary
## Summary of By-Law Changes

<table>
<thead>
<tr>
<th>Section of original By-Law 19</th>
<th>Change</th>
<th>Reason</th>
</tr>
</thead>
<tbody>
<tr>
<td>By-Law Preamble</td>
<td>Removed final sentence</td>
<td>No longer required.</td>
</tr>
<tr>
<td>“Definitions”</td>
<td>Changes to definitions for:</td>
<td>More accurately defines terms</td>
</tr>
<tr>
<td></td>
<td>• Nominating Committee</td>
<td></td>
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<td></td>
<td>• Officers</td>
<td></td>
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<tr>
<td></td>
<td>• PASB</td>
<td></td>
</tr>
<tr>
<td>“Definitions”</td>
<td>Removed definition for “Regional Councillor”</td>
<td>Not required in definitions</td>
</tr>
<tr>
<td>“Definitions”</td>
<td>Added definition for “Regional Secretary-Treasurer (RST)”</td>
<td>RST position missed from original By-Law 19</td>
</tr>
<tr>
<td>2.4.3 under “Titles and Definitions”</td>
<td>Changed the term “rules” to “policies”</td>
<td>IETO and PASB “rules” renamed to “policies”</td>
</tr>
<tr>
<td>2.7.1(b) under “Discipline, Suspension and Expulsion of Members”</td>
<td>Changed the term “rules” to “policies”</td>
<td>IETO and PASB “rules” renamed to “policies”</td>
</tr>
<tr>
<td>2.9.2 under “Certificate”</td>
<td>Deleted</td>
<td>Certificates no longer provided for Associates</td>
</tr>
<tr>
<td>2.9.4 under “Certificate”</td>
<td>Wording changed</td>
<td>Reflects wording as found in IETO Policies</td>
</tr>
<tr>
<td>2.9.5 under “Certificate”</td>
<td>Wording changed</td>
<td>Reflects wording as found in IETO Policies</td>
</tr>
<tr>
<td>New sub-section under “Certificate”</td>
<td>Added</td>
<td>Reflects wording as found in IETO Policies</td>
</tr>
<tr>
<td>2.11.1.2 under “Benefits and Awards”</td>
<td>Changed the term “rules” to “policies”</td>
<td>IETO and PASB “rules” renamed to “policies”</td>
</tr>
<tr>
<td>3.1.1(c)</td>
<td>Term “members” changed to “Councillors”</td>
<td>More accurate description</td>
</tr>
<tr>
<td>3.2.1 under “Qualification of Councillors”</td>
<td>Added “(Regional)” in final paragraph.</td>
<td>Another term for IETO and PASB Councillors</td>
</tr>
<tr>
<td>3.2 under “Qualification of Councillors”</td>
<td>Included acclaimed Councillors and added the fact that elected and acclaimed Councillors are to be Certified Members</td>
<td>Missed when writing By-Law 19</td>
</tr>
<tr>
<td>3.2.3 under “Qualifications of Councillors”</td>
<td>Removed from “on the Council”</td>
<td>Applies to all elected positions of the Association</td>
</tr>
<tr>
<td>3.2.5 under “Qualifications of Councillors”</td>
<td>Changed “A Councillor” to “Any Regional or appointed Councillor”</td>
<td>Term limits apply to all Councillors</td>
</tr>
<tr>
<td>3.2.6 under “Qualifications of Councillors”</td>
<td>Added the term “Regional”</td>
<td>For clarification</td>
</tr>
<tr>
<td>3.2.6 under “Qualifications of Councillors”</td>
<td>Removed last sentence</td>
<td>Not needed</td>
</tr>
<tr>
<td>3.4(b) under Nominations</td>
<td>Added “within the region they are to represent”</td>
<td>To match the existing policy</td>
</tr>
<tr>
<td>Topic</td>
<td>Description</td>
<td>Notes</td>
</tr>
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</tr>
<tr>
<td>4.7 “Conflict of Interest”</td>
<td>Approximately 2/3 down paragraph, added the word “with”</td>
<td>Grammar error</td>
</tr>
<tr>
<td>5.3.4 under “Regional Meetings of Members”</td>
<td>Deleted sub-section</td>
<td>Under advice of legal Counsel, not needed</td>
</tr>
<tr>
<td>Between 5.4.2 and 5.4.3</td>
<td>Added complete new section titled “Regional Secretary-Treasurer”</td>
<td>RST missed from By-Law 19 by mistake</td>
</tr>
<tr>
<td>6.3 “Non-Elected Officers”</td>
<td>Added apostrophe to “persons”</td>
<td>Grammar change</td>
</tr>
<tr>
<td>7.1.2 under “Location and Timing and Purpose of Annual Meeting”</td>
<td>Removed the first purpose listed for the annual meeting (“declaring elected a single nominee... and introducing the newly elected Councillors”)</td>
<td>Not done every year</td>
</tr>
<tr>
<td>New sub-section after 7.1.2 under “Location and Timing and Purpose of Annual Meeting”</td>
<td>Added new sub-section to declare the additional purpose of the annual meeting of Members in an election year</td>
<td>Moved from 7.1.2.</td>
</tr>
<tr>
<td>7.4 “Ballots for Council Elections”</td>
<td>Added “and Regional Secretary-Treasurer”</td>
<td>RSTs are not included on Council</td>
</tr>
<tr>
<td>7.4.3(a) under “Notice of Results”</td>
<td>Changed “President” to “Chair of the Nominating Committee”</td>
<td>To match current policies</td>
</tr>
<tr>
<td>8.1.1 under “The Institute of Engineering Technology of Ontario (IETO)”</td>
<td>Changed “mandate” to “terms of reference”</td>
<td>On advice from lawyers</td>
</tr>
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<td>Changed “mandate” to “terms of reference”</td>
<td>On advice from lawyers</td>
</tr>
<tr>
<td>9.1.1 “Fees”</td>
<td>Changed order of PASB and IETO Board</td>
<td>Fees are listed in this order</td>
</tr>
<tr>
<td>9.2 “Foundations”</td>
<td>Moved to new section 10</td>
<td>Does not belong under section 9 which is for Fees and Dues</td>
</tr>
<tr>
<td>9.2.5 under “Foundations”</td>
<td>Removed and replaced with sub-sections 10.5 to 10.7</td>
<td>More accurately reflect the actual activities and composition of Foundations</td>
</tr>
</tbody>
</table>
Ontario Association of Certified Engineering Technicians and Technologists

BY-LAW 19

To be ratified at the Annual Meeting of Members

June 5, 2010

Huntsville, Ontario
BY-LAW 19

BY-LAWS OF THE ONTARIO ASSOCIATION OF CERTIFIED ENGINEERING TECHNICIANS AND TECHNOLOGISTS

FORMER BY-LAWS

As of the coming into force of this By-law, all former by-laws of the Association are hereby repealed and this By-law is enacted in their place and stead except as herein expressly stated.

FORMER POLICIES AND PRACTICES

Such repeal shall not affect the previous operation of any by-laws so repealed or affect the validity of any act done or right, privilege, obligation or liability acquired or incurred under, or the validity of any contract or agreement made pursuant to any such by-law prior to its repeal. All officers and persons acting under any by-laws so repealed shall continue to act as if appointed under the provisions of this By-law and all resolutions of the Certified Members or of Council with continuing effect passed under any repealed by-law shall continue to be good and valid except to the extent inconsistent with this By-law and until amended or repealed. Notwithstanding the foregoing, for the purposes of determining term limits for elected or appointed Councillors and officers of the Association pursuant to the provisions of this By-law, terms served by such individuals prior to the coming into force of this By-law shall not be considered.

THE ACT

The provisions of this By-law are intended to be in accordance with the provisions of the Ontario Association of Certified Engineering Technicians and Technologists Act 1998, Chapter Pr 7 Statutes of Ontario, 1998, Bill Pr 25, (herein called the Act).

Information in the Act is generally not repeated in the By-law; consequently the Act and the By-law must be used together.
# TABLE OF CONTENTS

1. THE ASSOCIATION ................................................................. 3
   1.1 Head Office ................................................................. 3
   1.2 Financing and Banking ............................................. 3
   1.3 Execution of Contracts ............................................. 3
   1.4 Auditors .................................................................... 4
   1.5 e-Association ............................................................ 4

2. MEMBERS ........................................................................ 4
   2.1 Admission of Members ............................................. 4
   2.2 Classes of Members .................................................. 4
   2.3 Member Registration Requirements ....................... 5
   2.4 Titles and Designations ............................................. 5
   2.5 Compliance and Code of Ethics ............................... 6
   2.6 Resignation of Member ............................................. 6
   2.7 Discipline, Suspension and Expulsions of Members .... 6
   2.8 Reinstatement .......................................................... 7
   2.9 Certificate .................................................................. 8
   2.10 Certified Member Identification Stamp ................... 8

2.11 Benefits and Awards ..................................................... 9
   2.11.1 Benefits ............................................................... 9
   2.11.2 Awards ............................................................... 9

3. COUNCIL (BOARD OF DIRECTORS) ................................. 9
   3.1 Council Members ...................................................... 9
   3.2 Qualification of Councillors ...................................... 10
   3.3 Term of Office .......................................................... 11
   3.4 Nominations ............................................................. 12
   3.5 Vacancies - Council .................................................. 13
   3.6 Removals ................................................................. 13
      3.6.1 Removal by Council .......................................... 13
      3.6.2 Removal by Certified Members ......................... 13
   3.7 Delegation of Council’s Power ................................... 13
4. COUNCIL MEETINGS, INDEMNIFICATION, CONFLICT OF INTEREST AND POLICY REVIEW ................................................................. 14
   4.1 Place of Meeting, Calling Meetings .................................................................................................................. 14
   4.2 Chairperson .................................................................................................................................................. 14
   4.3 Quorum ......................................................................................................................................................... 14
   4.4 Voting and Conduct .................................................................................................................................. 14
   4.5 Guests of Council ....................................................................................................................................... 15
   4.6 Indemnification ........................................................................................................................................... 15
   4.7 Conflict of Interest ..................................................................................................................................... 15
   4.8 Policy Review ............................................................................................................................................. 16
5. REGIONS .............................................................................................................................................................. 16
   5.1 Regions ....................................................................................................................................................... 16
   5.2 Regional Boundaries .................................................................................................................................. 16
   5.3 Regional Meetings of Members ....................................................................................................................... 16
   5.4 Regional Councils ........................................................................................................................................ 18
      5.4.1 Management of PASB Regional Activities ......................................................................................... 18
      5.4.2 Regional Council Chair .......................................................................................................................... 18
      5.4.3 Regional Secretary - Treasurer ........................................................................................................... 18
      5.4.4 Procedures ........................................................................................................................................... 20
      5.4.5 Quorum ................................................................................................................................................. 20
      5.4.6 Removal of PASB Regional Councillors .............................................................................................. 20
      5.4.7 Activities in a Region ............................................................................................................................ 20
   5.5 Chapters ....................................................................................................................................................... 20
6. OFFICERS ............................................................................................................................................................. 21
   6.1 Officers ......................................................................................................................................................... 21
      6.1.1 The President .......................................................................................................................................... 21
      6.1.2 The President-Elect ............................................................................................................................... 21
      6.1.3 The Past President .................................................................................................................................. 21
      6.1.4 Vice-President IETO ............................................................................................................................ 21
      6.1.5 Vice-President PASB ............................................................................................................................ 21
      6.1.6 Chief Executive Officer (CEO) ............................................................................................................... 21
      6.1.7 Registrar ............................................................................................................................................... 22
      6.1.8 Secretary ............................................................................................................................................... 22
6.1.9  Treasurer .................................................................................................. 22
6.1.10 Other Officers .......................................................................................... 22
6.2  Term of Office ................................................................................................. 23
6.3  Non-Elected Officers ..................................................................................... 23

7.  MEMBERS MEETINGS ........................................................................................ 23
7.1  Location and Timing and Purpose of Annual Meeting ....................................... 23
7.2  Notice for Member Meetings ........................................................................... 23
7.3  Motions and Resolutions .................................................................................. 24
7.4  Ballots for Council Elections ............................................................................ 24
7.5  Quorum ............................................................................................................. 25
7.6  Chair of Meetings .............................................................................................. 25
7.7  Voting Rights .................................................................................................... 25
7.8  Proxy .................................................................................................................. 25
7.9  Adjournment ..................................................................................................... 26

8.  BOARDS AND COMMITTEES ............................................................................ 26
8.1  The Institute of Engineering Technology of Ontario (IETO) .................................. 26
8.2  The Professional Affairs and Services Board (PASB) .......................................... 26
8.3  The OACETT Administration Board (OAB) ....................................................... 26
8.4  Nominating Committee ................................................................................... 26
8.5  Other Committees of Council .......................................................................... 26

9.  FEES AND DUES ............................................................................................... 27
9.1  Fees .................................................................................................................... 27
9.2  Foundations ....................................................................................................... 27

10. Foundations ........................................................................................................ 27
<table>
<thead>
<tr>
<th>Term</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>“Association”</td>
<td>means OACETT.</td>
</tr>
<tr>
<td>“Certification”</td>
<td>means the process by which an individual submits to an evaluation of his/her qualifications by IETO. IETO then certifies that the individual has met all the requirements for a certification category, in a branch (or discipline) of Engineering Technology or Applied Science recognized by IETO.</td>
</tr>
<tr>
<td>“Certified Member”</td>
<td>means an individual who has been entered into the Register of the Association as a Certified Technician, a Certified Engineering Technician, an Applied Science Technologist or a Certified Engineering Technologist.</td>
</tr>
<tr>
<td>“Chapter”</td>
<td>means a local chapter of a Region formed in accordance with clause 5.5.1.</td>
</tr>
<tr>
<td>“Council”</td>
<td>means the OACETT Council.</td>
</tr>
<tr>
<td>“Councillor”</td>
<td>means a member of Council.</td>
</tr>
<tr>
<td>“Discipline Committee”</td>
<td>means the discipline committee of IETO.</td>
</tr>
<tr>
<td>“IETO”</td>
<td>means the Institute of Engineering Technology of Ontario, a committee of council which manages the registration process and certain functions dealing with professional qualification, certification, admissions, discipline, standards and education. IETO will carry out other duties as mandated by Council.</td>
</tr>
<tr>
<td>“IETO Councillor”</td>
<td>means a Councillor elected regionally by Certified Members of the Association to serve as a member of Council and as a member of IETO.</td>
</tr>
<tr>
<td>“Member”</td>
<td>means a Certified Member or an Associate Member.</td>
</tr>
<tr>
<td>“National Association”</td>
<td>means any national association comprised of representatives of various provincial associations representing engineering technologists and applied science technologists.</td>
</tr>
<tr>
<td>“Nominating Committee”</td>
<td>means the committee established by Council and composed of Council Certified members, Members for the purpose of determining eligibility of candidates for elected offices, council positions and other boards, committees and representatives on Council and on committees on which OACETT has representation.</td>
</tr>
<tr>
<td>“OAB”</td>
<td>means the OACETT Administration Board, which fulfils the function of an Executive Committee and carries out other duties as defined in this By-law.</td>
</tr>
<tr>
<td>“OACETT”</td>
<td>means the Ontario Association of Certified Engineering Technicians and Technologists.</td>
</tr>
<tr>
<td>“Officers”</td>
<td>means the President, Past President, President-Elect, Vice-Presidents and Vice-Chairs of IETO and PASB, the Secretary, Treasurer, CEO and Registrar are officers of the Association. Other officers may be appointed by Council.</td>
</tr>
<tr>
<td>“PASB”</td>
<td>means the OACETT Professional Affairs and Services Board. The PASB is responsible for promoting the Engineering and Applied Sciences Program.</td>
</tr>
</tbody>
</table>

Comment [s2]: As per changes submitted at 2013 AGM.

Comment [s3]: As per changes submitted at 2013 AGM.
Science Technology profession and for the delivery of services to members and external clients. The PASB will carry out other duties as mandated by Council.

<table>
<thead>
<tr>
<th>Term</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>“PASB Councillor”</td>
<td>means a Councillor elected regionally by Certified Members of the Association to serve as a member of Council and as a member of the PASB.</td>
</tr>
<tr>
<td>“Past President”</td>
<td>means the former President whose term has most recently expired.</td>
</tr>
<tr>
<td>“President-Elect”</td>
<td>means the individual elected by Certified members to assist the President and to be acclaimed as President upon the completion of his/her term.</td>
</tr>
<tr>
<td>“Regional CouncillorSecretary Treasurer (RST)”</td>
<td>means a councillor on a Regional Council the Secretary Treasurer elected regionally by Certified Members of the Association.</td>
</tr>
<tr>
<td>“Regions”</td>
<td>means the regions of the province established for the purposes of administration and election by Council from time to time in accordance with this By-Law.</td>
</tr>
<tr>
<td>“Register”</td>
<td>means the register of the Association.</td>
</tr>
<tr>
<td>“Registration”</td>
<td>means the process by which an individual, certified by IETO as a Certified Technician, a Certified Engineering Technician, an Applied Science Technologist or a Certified Engineering Technologist, is entered into the Register of the Association as a Certified Member of the Association.</td>
</tr>
</tbody>
</table>

Comment [s4]: As per changes submitted at 2013 AGM.
1 **THE ASSOCIATION**

1.1 **Head Office**

Until changed in accordance with the *Corporations Act* (Ontario), the head office of the Association shall be at such location within the Greater Toronto Area in Ontario as determined from time to time by Council.

1.2 **Financing and Banking**

1.2.1 The financial year of the Association shall end on the thirty-first day of December in each year unless otherwise determined by Council by special resolution and only on the advice of the auditors of the Association.

1.2.2 The Association’s bank account shall be maintained at such bank or trust company as Council by resolution may designate, and all banking business or part thereof, shall be transacted on the Association’s behalf as Council may, from time to time, authorize by resolution and to the extent provided in such authority.

1.2.3 Any surplus derived from carrying on the affairs and business of the Association shall be devoted and applied solely in promoting and carrying out its objectives and purposes and shall not be divided among its Members.

1.3 **Execution of Contracts**

Contracts, documents or instruments in writing requiring the signature of the Association may be signed by

i. the CEO, or

ii. in the absence of the CEO, by the President and Treasurer, or

iii. in the absence of both the CEO and the Treasurer, by the President and an officer of the Association designated by the OAB or Council.

And all contracts, documents or instruments in writing so signed shall be binding upon the Association without any further authorization or formality. Notwithstanding the foregoing, the CEO may choose to delegate signing authority for contracts that are administrative or operational in nature to designated members of staff of the Association, provided that the contracts are related to goods and services that have been budgeted for and previously approved by the OAB or Council. In addition, any contract relating to goods and services having a cost in excess of $25,000 that have not been budgeted for and approved in advance, shall require the prior approval of either the OAB or Council before being signed pursuant to any provision of this clause.
1.4 Auditors

The Members shall, at each annual meeting, appoint an auditor to audit the accounts of the Association and to hold office until the next annual meeting, provided that Council may fill any casual vacancy in the office of the auditor. Council shall fix the remuneration of the auditor. The annual report of the auditors for the prior year shall be read to the Members present at the annual meeting of Members in accordance with the Corporations Act (Ontario).

1.5 e-Association

The Council may, from time to time, establish policies and standards concerning the electronic transmission of Association information and facilitating the Association’s activities relating to and making use of electronic communications including, but not limited to email and other web-based communications and electronic signatures.

2 MEMBERS

2.1 Admission of Members

Council specifically delegates to IETO the admission of applicants to membership, effective when the Registrar has been advised by IETO and has recorded the applicant in the Register of the Association. Council will confirm the admission of Members annually upon receipt of IETO’s notice to Council of the admissions to membership for the prior year.

2.1.1 An application for admission, registration, reinstatement or reclassification is referred to herein as an application for registration. Applicants for registration shall make application to the Registrar and shall submit the required fee.

The Registrar shall confirm that the application is complete and shall present it and all pertinent data to the Admissions Committee of IETO. The Admissions Committee shall assess whether the applicant meets the requirements for a category of certification or associate membership as defined in the By-law or the rules of IETO.

The Admissions Committee shall provide a recommendation with respect to each applicant to the IETO Board. The IETO Board may confirm, reject, vary or provide conditions to the Admissions Committee’s recommendation for each applicant and will provide a recommendation to the Registrar. The Registrar shall notify the applicant of his/her decision with respect to registration. The Registrar shall have the discretion to waive certain administrative requirements for registration, other than conditions for certification in accordance with the policies established and adopted by IETO.

2.2 Classes of Members

The classes of members are:
(a) **Certified Members** comprised of individuals who are Certified Technicians, Certified Engineering Technicians, Applied Science Technologists or Certified Engineering Technologists and are so registered in the Register of the Association.

(b) **Associate Members** comprised of individuals who, while not certified as in (a) above, are in training to become certified and have been listed in the Register of the Association as an Associate in one of the following categories:

i. Associate;

ii. Associate-Student; or

iii. Such other category of Associate member as may be established by Council on the recommendation of IETO from time to time, including the categories established for those Associates in the area of road construction.

2.3 **Member Registration Requirements**

2.3.1 Registration requirements for each of the various classes and categories of Members set out in clause 2.2 shall be determined by IETO from time to time.

2.4 **Titles and Designations**

2.4.1 Titles and designations included in section 10 of the Act are “protected titles and designations”.

2.4.2 Other titles or designations which have been utilized prior to the passage of this By-law or which will be awarded by IETO subsequent to the passage of this By-law, but which are not included in section 10 of the Act, shall be known as “non-protected titles and designations.”

2.4.3 Titles and designations, which have been awarded to individuals and which are no longer awarded to new applicants, may continue to be used by the individuals to whom they have been awarded so long as their membership in the Association is continuous. If an individual ceases to be a Member, upon reinstatement of their membership in the Association, they will be awarded the title or designation for their qualifications in use, at the time of reinstatement in accordance with this By-law and IETO rules/policies.

2.4.4 **Protected Titles and Designations**

Protected titles and designations for Certified Members of the Association will be awarded upon registration as a Certified Member of the Association.

2.4.5 **Use of Titles**

No person shall use a protected title or designation (section 10 of the Act) unless it was granted to him/her by IETO upon being registered as a Certified Member of the Association, or upon being reclassified within the Certified Member certification
categories. He/she shall cease to use such title and designation immediately when he/she is no longer a Certified Member in good standing in accordance with clause 2.6.

2.5. Compliance and Code of Ethics

2.5.1 All Members shall abide by and comply with the Act, the By-laws and the resolutions of the Association.

2.5.2 All Members shall respond, within the time frame requested, to communications from the Association.

2.5.3 The Code of Ethics of the Association

All Members shall abide by and comply with the Code of Ethics and Rules of Professional Conduct established by Council and as may be amended by Council from time to time.

2.6 Resignation of Member

2.6.1 Any Member may resign by a written submission to the Registrar.

2.6.2 A Member is deemed to have resigned if six months after the annual invoice date his/her dues remain unpaid, subject to clause 9.1.5. Notwithstanding the foregoing, IETO may, in cases of illness, disability, financial hardship or other extenuating circumstances, reinstate a Member who has been deemed to have resigned pursuant to this clause, and may waive some or all of the conditions for reinstatement set out in clause 2.8.1.

2.6.3 Associates listed in the Register of the Association after July 01, 2005 may have a date established by IETO by which they must become certified. Failure to achieve certification by the date specified for certification on any notification received by the Associate from the Association shall be deemed to constitute a resignation.

2.6.4 Surrender of Titles, Designations, Certificate and Stamp

2.6.4.1 An individual who resigns or is deemed to have resigned shall surrender his/her Certificate of Membership to the Registrar forthwith, when notified of the cessation of his/her membership.

2.6.4.2 An individual who was certified shall also return their Member Identification Stamp to the Registrar forthwith, when notified of the cessation of his/her membership.

2.6.4.3 It is an offence to use protected designations or titles after cessation of membership.

2.7 Discipline, Suspension and Expulsions of Members

2.7.1 IETO, after giving notice in accordance with the provision of this section of the By-law, may reprimand, suspend or expel a Member, either absolutely or on condition for:
(a) professional misconduct as defined in this By-law, the Rules of Professional Conduct or the Code of Ethics;

(b) incompetence, as defined in the rules established by IETO.

2.7.2 A person who has had his/her membership revoked or suspended as the result of a proceeding before the Discipline Committee of IETO, may apply in writing to the Registrar to have his/her membership reinstated and a new certificate issued or the suspension removed.

2.7.3 A person, whose membership is subject to terms, conditions or limitations as a result of a proceeding before the Discipline Committee, may apply in writing to the Registrar for the removal or modification of the terms, conditions or limitations.

2.7.4 An application under clause 2.8.1 or 2.8.2 shall not be made before the expiry of the period fixed for the purpose by the Discipline Committee.

2.7.5 If the Discipline Committee did not fix a time period for an application under clause 2.8.1 or 2.8.2 it shall not be made earlier than one year from the date of the last order made by the Discipline Committee.

2.7.6 The Registrar shall refer an application under clause 2.8.1 or 2.8.2 to IETO.

2.8 Reinstatement

2.8.1 A former member who has resigned or is deemed to have resigned may make application to the Registrar to be reinstated. Reinstatement may be granted when the following conditions have been met:

(a) the application for reinstatement is received within five (5) years from the date of resignation;

(b) payment is submitted with the application for the current year dues and the reinstatement fee; and

(c) the individual has met any conditions that are imposed for reinstatement, such as the requirement to meet certification requirements for former associates deemed to have resigned due to time limits established by IETO to achieve certification.

2.8.2 IETO shall maintain membership records of former members for a period of five (5) years. A former member who applies for reinstatement more than five (5) years after the effective date of resignation shall be treated as a new applicant.

2.8.3 An application for reinstatement of membership, from an individual who has been suspended or expelled from the Association for disciplinary reasons, shall be submitted in accordance with clause 2.7 of this By-law.
2.9 **Certificate**

2.9.1 Upon acceptance as a Certified Member in the Association, an individual shall be issued a certificate of membership in his/her respective certification category, under the seal of the Association and the signature of the Registrar.

2.9.2 Upon acceptance as an Associate, an individual (other than a student in the Associate category) shall be issued a certificate, with the associate category designated, under the signature of the Registrar.

2.9.3 All certificates are the property of the Association.

2.9.4 In every case where registration and certification is an issue, the production of a copy of the Register, certified under the hand of the Registrar, is sufficient evidence of all persons who are registered and of the disciplines for which they are registered in lieu of the production of the original Register, and any certificate upon such copy of the register purporting to be signed by a person in his/her capacity as Registrar is proof, in the absence of evidence to the contrary, that such a person is the Registrar without any proof of his/her signature or his/her being in fact the Registrar. Should proof of registration and certification be required, a copy of the Register, certified by the Registrar, is sufficient evidence of any individual’s registration and certification and the disciplines for which they are registered.

2.9.5 The absence of the name of any person from a copy of the Register produced under section 2.9.4 is proof, in the absence of evidence to the contrary, that the person is not registered, and the absence of the designation of a particular discipline in respect of the registration of a Member in a copy of the Register produced under clause 2.9.4 is proof, in the absence of evidence to the contrary, that the person is not registered in respect of such discipline. Alternatively, the absence of the name of any person from a copy of the Register produced by the Registrar is evidence that the person is not registered in the Association and the absence of the designation within a specific discipline attributed to a Member is evidence that the person is not registered within that discipline.

2.9.6 Unless proof to the contrary exists, for either clause 2.9.3 or 2.9.4, the Certificate of the Registrar will be sufficient proof of him/her being the Registrar.

2.10 **Certified Member Identification Stamp**

2.10.1 The use of the official mark impressed into the Certified Member Identification Stamp may be licensed and issued to Certified Members in good standing.

2.10.2 The Certified Member Identification Stamp shall be used in association with, and affixed to, work prepared by or prepared under the supervision of the Member to whom the stamp has been licensed. Use of the Certified Member Identification Stamp shall be strictly limited to documents describing work, or containing information that is within the scope of practice defined by the Member’s certification category and his/her academic qualifications, training and experience.
2.10.3 The Certified Member Identification Stamp remains the property of the Association.

2.11 Benefits and Awards

2.11.1 Benefits

2.11.1.1 Certified Members shall be entitled to use the protected titles and designations awarded to them upon registration as a Certified Member or in accordance with the award approved by Council.

2.11.1.2 Certified Members may wear the Engineering Technology Ring, in accordance with Council policy and with rules established by IETO.

2.11.1.3 Certified Members and Associates may utilize the other benefits and services available within the Association, in accordance with Council policy and PASB rules. The PASB shall maintain a listing of all benefits and services available through the Association complete with eligibility requirements.

2.11.2 Awards

Council may establish awards in its policies to recognize the contribution of both Members and non-members to the Association, to the profession or to society. The awards and the awards program will be managed by the PASB, who may make rules to administer the program where that detail is not included in Council policy.

3 COUNCIL (BOARD OF DIRECTORS)

3.1 Council Members

3.1.1 The affairs of OACETT shall be managed by a Council, in accordance with section 4 of the Act, comprised of the following members:

(a) the following Councillors, each of whom shall be a Certified Member, shall be elected or acclaimed:

   i. a PASB Councillor and an IETO Councillor in respect of each Region established pursuant to clause 5.1;
   
   ii. the President-Elect;
   
   iii. the Vice-President PASB; and
   
   iv. the Vice-President IETO;

(b) the following Councillors shall be acclaimed:

   i. the President, who shall be Chair; and
   
   ii. the Past-President;
(c) subject to clause 3.1.2, such additional members Councillors as may be appointed by Council which may include representatives from other professional organizations, the public, government or educational institutions.

3.1.2 Not less than seventy-five per cent of Councillors must be elected (or acclaimed) by Certified Members.

3.1.3 Inability to Serve, Prior to Taking Office

If at any time, in the period from and including January 15th, to and including the end of the last business session at the Council meeting following January 15th, nominees die, become unable or unwilling to serve and by virtue thereof the election procedure set out in this section is rendered inoperative, the President shall cause the Nominating Committee to obtain or make new nominations in such manner as the committee may determine.

3.2 Qualification of Councillors

3.2.1 Eligibility for Councillors

In addition to any regional requirements or specific requirements for a particular office, every prospective Councillor shall meet the following criteria:

(a) shall not be less than eighteen (18) years of age;

(b) shall not have been found by the courts to be of unsound mind;

(c) shall not be a bankrupt. No undischarged bankrupt shall be nominated, elected or appointed as a Councillor, and if a Councillor becomes a bankrupt, he or she ceases to be a Councillor; and

(d) shall be resident of Canada.

In addition, IETO and PASB (Regional) Councillors must be resident or employed in the region in which he/she is nominated. Any individual nominated for election to Council must also be a Certified Member of the Association in good standing.

3.2.2 All elected or acclaimed Councillors shall be Certified Members. An elected or acclaimed Councillor who ceases to be a Certified Member in good standing shall cease to be a Councillor.

3.2.3 No person shall accept a nomination for more than one elected position on of the Council of the Association at any one time. An elected Councillor shall not serve as an elected member of a chapter executive.

3.2.4 No person who has served as President of the Association shall accept a nomination for the office of President-Elect, Vice President IETO, or Vice President PASB during the
five (5) years immediately following that person’s serving as President of the Association.

3.2.5 Any Regional or appointed Regional Councillor shall not serve the Association in that capacity for more than six (6) consecutive years. However, a former Councillor may run for re-election or be reappointed, after an absence of two (2) years.

3.2.6 Candidates for election as Vice-President of the Association shall have served one term (two years) as a PASB or IETO (Regional) Councillor. Candidates for election as President-Elect shall have served a minimum of four years as a Regional Councillor and/or Vice-President. All elected officers, PASB Councillors, IETO Councillors, Regional Secretary-Treasurer, Chapter Chairs and Chapter Vice-Chairs Councillors shall be Certified Members.

3.2.7 A Vice-President shall not serve the Association in that capacity for more than six (6) consecutive years. However, a Former Vice-President may run for re-election after an absence of two (2) years.

3.2.8 A Councillor ceases to hold office when the Councillor:

(a) dies or resigns;

(b) is removed in accordance with the By-law; or

(c) becomes disqualified under clause 3.2.1 or ceases to be qualified under clause 3.2.2.

A resignation of a Councillor becomes effective at the time the written resignation is received by the Association or at the time specified in the resignation, whichever is later.

3.2.9 Waiver of Qualifications

Notwithstanding any other provision in this By-law, in the event of a vacancy arising on the Council, the PASB, IETO or any Regional Council, and the members of the Nominating Committee reasonably believe that an appropriate qualified candidate is not available, the Nominating Committee shall be entitled to recommend any candidate to fill such vacancy who does not meet the minimum service requirements or consecutive term requirements set out elsewhere in this By-law, provided that (i) the Nominating Committee shall provide not less than 21 days notice to the membership that, in light of the vacancy, it will be considering candidates who do not fully meet the qualification requirements, and (ii) in no event shall the Nominating Committee recommend any candidate who does not qualify under clause 3.2.1.

3.3 Term of Office

3.3.1 Except where noted otherwise in the By-law, the term of office for Councillors shall be two years.
3.3.2 The term of office by appointment shall be no more than two (2) years with reappointment at the end of the term. Individuals may be re-appointed on completion of a term.

3.4 Nominations

3.4.1 Nominees for the positions of President Elect, the Vice-President IETO and the Vice President PASB must be nominated by at least five (5) Certified Members in good standing.

3.4.2 Nominees for the positions of PASB Councillor and IETO Councillor must be nominated by at least two (2) Certified Members in good standing within the region they are to represent.

Comment [s8]: As per changes submitted at 2013 AGM.
3.5 Vacancies - Council

Vacancies in Council, however caused, may, so long as a quorum of Councillors remains in office, be filled by the Councillors from among the qualified Certified Members of the Association, or such vacancy may be filled at the next annual meeting of Members at which the Councillors are elected for the ensuing year. In the event that a replacement is required for the President, then the President-Elect shall, ipso facto, become President. A vacancy in the office of the President-Elect shall be filled by the calling of a special election by Council.

A vacancy in the office of the Vice-President IETO shall be filled by the Vice-Chair IETO. A vacancy in the office of the Vice-President PASB shall be filled by the Vice-Chair PASB. A replacement for a PASB or IETO Councillor shall be resident or employed in the Region where the vacancy exists at the time of his/her appointment.

3.6 Removals

3.6.1 Removal by Council

The Council, by two-thirds majority, may remove any Councillor and declare the seat vacant if the Councillor:

(a) ceases to be qualified to hold office in accordance with clause 3.2.1 of this By-law, or

(b) fails to meet the commitments of office because of incapacity, excess absenteeism or other shortcomings as determined by Council.

3.6.2 Removal by Certified Members

The Certified Members of the Association may, by resolution passed by at least two-thirds of the votes cast at a general or special Association meeting, remove any or all of the President, President-Elect, Vice-President (IETO) or the Vice-President (PASB), before the expiration of his/her term of office, and may, by a majority of the votes cast at that meeting, elect any qualified person in their stead for the remainder of their term; provided that the notice calling such special or general meeting shall contain specific notice of the intention to pass such resolution of removal and election. The Association Secretary shall call such a meeting upon the requisition in writing of one hundred Certified Members in good standing in accordance with the Act.

3.7 Delegation of Council’s Power

Council may delegate any or all of its powers except where specifically restricted by the Act. Notwithstanding that Council has delegated certain powers, acts, or functions, Council has the right and power to require a review of any action taken by those to whom Council has made delegation or to require a variation in any act or rules created by those to whom Council has delegated some or all its powers.
4 COUNCIL MEETINGS, INDEMNIFICATION, CONFLICT OF INTEREST AND POLICY REVIEW

4.1 Place of Meeting, Calling Meetings

4.1.1 Except as otherwise required by law, Council may hold its meetings at such place or places, as it may from time to time determine. No formal notice of any such meeting shall be necessary if all the members of Council are present or those absent have signified their consent to the meeting being held in their absence, whether before or after the meeting is held.

4.1.2 Meetings of Council shall be formally called by the Secretary on the direction of the President, or, in the absence of the President, by the Past President, or in the absence of the Past President, the President-Elect, or in the absence of the President-Elect, by one of the Vice-Presidents or on the direction in writing of one-half of the voting members of Council.

4.1.3 Notice of meetings shall be given personally, delivered by prepaid mail, by electronic communication media or by any means accepted by the Council, to each member of Council, not later than ten (10) days before the meeting is to take place. The Statutory Declaration of the Secretary or President, President-Elect, Past-President or a Vice-President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice.

4.2 Chairperson

Meetings of Council shall be chaired by the President, or in the absence of the President by the Past President, or in his/her absence by the President-Elect, or in his/her absence by one of the Vice-Presidents, or in the absence of all these, by a member of Council selected by Council.

4.3 Quorum

A majority of the elected and appointed members of Council shall form a quorum for the transaction of business. A Councillor may not appoint a proxy for a meeting of Council.

4.4 Voting and Conduct

4.4.1 Questions arising at any meeting of Council shall, unless otherwise expressly herein provided, be decided by a majority of votes. The Chair shall vote only when votes are evenly divided. However, in no case shall votes of non-elected members of Council outnumber those votes of elected members of Council. A vote shall be taken by ballot if so requested by a member of Council present, but if no request is made, the votes shall be taken in the usual way by assent and dissent. A declaration by the Chair that a resolution has been carried or defeated, and an entry to that effect in the Minutes of the Council, shall be admissible in evidence as prima facie proof of fact without further proof of the number or proportion of the votes recorded in favour or against such resolution.
4.4.2 In the event that a Council decision is required between Council meetings, a verbal, written or electronic ballot vote may be taken of all available members of Council providing a quorum of Councillors participates. The majority decision shall be recorded in the minutes of the next Council meeting.

4.5 Guests of Council

4.5.1 Except by invitation of the President on behalf of Council, no persons other than members of Council and employees of the Association shall be present at meetings of Council.

4.6 Indemnification

Every Councillor or officer of the Association or any other person who has undertaken or is about to undertake any liability on behalf of the Association and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Association, from and against,

(a) all costs, charges and expenses whatsoever which such Councillor, officer or other person sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her, for or in respect of any act, deed, manner or thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his or her office; and

(b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default.

4.7 Conflict of Interest

In the event that a Councillor has a vested interest in any matter concerning a resolution before Council the Councillor shall disclose in writing to Council or request to have entered in the minutes of the meeting of Council the nature and extent of his or her interest. The disclosure required by this clause shall be made at the meeting at which the matter is first considered, or if the Councillor was not then interested, at the first meeting after he or she becomes so interested. A Councillor who has a vested interest in any matter concerning a resolution before the Council shall not attend any part of a meeting during which the matter is discussed and shall not vote on any resolution concerning the matter. If no quorum for Council meeting exists solely because a Councillor is not permitted to be present at that portion of the meeting pursuant to this clause, the remaining Councillors shall be deemed to constitute a quorum for the purposes of voting on the matter. Where a material contract is made or a material transaction is entered into between OACETT and a Councillor or officer of OACETT, the Councillor or officer is not accountable to OACETT or its Members for any profit or gain realized from the contract or transaction and the contract or transaction is neither void nor voidable, if the Councillor or officer disclosed his or her interest in accordance with this By-law and the contract or transaction was reasonable and fair to OACETT at the time it was so
approved. Notwithstanding anything in this clause, a Councillor or officer, acting honestly and in good faith, is not accountable to OACETT or to its Members for any profit or gain realized from any such contract or transaction by reason only of his or her holding the office of Councillor or officer, and the contract or transaction, if it was reasonable and fair to OACETT at the time it was approved, is not by reason only of the Councillor’s or officer’s interest therein void or voidable, where, the contract or transaction is confirmed or approved by special resolution at a meeting of the Members duly called for that purpose.

4.8 Policy Review

Council shall review the following documents and policies at least once every five (5) years to determine whether any amendments to such documents are required considering both corporate governance principles and the Association’s needs:

(a) this By-law;
(b) the IETO terms of reference;
(c) the PASB terms of reference;
(d) the OAB terms of reference;
(e) the Code of Ethics and Rules of Professional Conduct for the Association;
(f) the nominating committee terms of reference; and
(g) the rules governing committee procedures.

5 REGIONS

5.1 Regions

The province shall be divided into a minimum of four and a maximum of eight Regions as determined by Council from time to time.

5.2 Regional Boundaries

PASB shall be responsible for the review of and recommendations to Council in respect of regional boundaries. The regional boundaries shall be reviewed and confirmed no less frequently than every three years (provided that Council may review and amend regional boundaries at any time).

5.3 Regional Meetings of Members

5.3.1 At any meeting of the Members of a Region, each Certified Member in good standing present at the meeting shall have one vote. The Members present are considered to be delegates for the Members of the Region and shall not be entitled to appoint a proxy.
5.3.2 Chair of a Regional Meeting of Members

The PASB Councillor for a specific Region shall chair regional meetings of the Members. In his/her absence, the meeting shall be chaired by the Regional Secretary-Treasurer. In the absence of both of these persons, a Chair shall be selected by and from the Members at the meeting.

5.3.3 Secretary of a Regional Meeting of Members

3.7.1 The Regional Secretary-Treasurer shall act as Secretary for the meeting and in his/her absence; a Secretary shall be selected by and from the Members at the meeting.

**Election of Regional Members**

In addition to any other general or special meeting of the Members of a Region, a meeting of the Members of each Region shall be held in each year in which Members of Council are elected for the election of a PASB Councillor, IETO Councillor and Regional Secretary-Treasurer for such Region. Regional Secretary-Treasurers are not members of Council. This meeting shall be held prior to the annual meeting of Members, and after the fifth (5th) day of April.

5.3.4 Notice of a Regional Meeting of Members

Notice of a general, special or election regional meeting of the Members shall be given in accordance with clause 7.2.1, except that a minimum of only ten (10) days’ notice shall be required.

5.3.5 Procedures

Except where otherwise expressly provided, the provisions of this By-law regarding meetings of the Members of the Association, respecting adjournments, errors, omissions, the giving of notice and procedures generally, shall apply to Regional Meetings of Members.

5.3.6 Quorum

A quorum for regional meetings of Members shall be no fewer than ten (10) Certified Members.

5.3.7 Voting

Except where otherwise provided, any question shall be determined by majority vote of Certified Members. The Chair of the meeting shall have a vote, to be cast only in the event of a tie.

5.3.8 Removal of Regional Representatives

The Certified Members of a Region may petition for the holding of a special or general meeting of the Members of the Region, and may remove a PASB Councillor, IETO
Councillor or Regional Secretary-Treasurer at that meeting, provided that the notice
calling such general or special meeting contains specific notice of the intention to pass
such resolution of removal and election. The Regional Secretary-Treasurer shall call such
a meeting upon the written requisition of fifty Certified Members in good standing of the
respective Region. A quorum for such a meeting shall be twenty-five Certified Members
in good standing of the respective Region. (Note a PASB Councillor and a Regional
Secretary-Treasurer may also be removed by the Regional Council as in clause 5.4.5)

5.4 Regional Councils

5.4.1 Management of PASB Regional Activities

The activities of a Region shall be managed by a Regional Council. Each Regional
Council shall consist of:

(a) the PASB Councillor for the Region;
(b) the IETO Councillor for the Region;
(c) the Regional Secretary-Treasurer for such Region; and
(d) in respect of each Chapter in such Region, up to two (2) Certified Members who are
   executive members of such Chapter, and who have been appointed by such Chapter.

5.4.2 Regional Council Chair

The PASB Councillor elected by the Region shall chair the Regional Council.

5.4.3 Regional Secretary-Treasurer

The Regional Secretary-Treasurer fulfils the duties of a secretary and treasurer for the
Regional Council.

5.4.3.1 Eligibility for Regional Secretary-Treasurers

In addition to any regional requirements or specific requirements for a particular office,
every prospective Councillor Regional Secretary-Treasurer shall meet the following
criteria:

(a) shall not be less than eighteen (18) years of age;
(b) shall not have been found by the courts to be of unsound mind;
(c) shall not be a bankrupt. No undischarged bankrupt shall be nominated, elected or
   appointed as a Councillor Regional Secretary-Treasurer, and if a Councillor Regional
   Secretary-Treasurer becomes a bankrupt, he or she ceases to be a Regional Secretary-
   Treasurer, and
(d) shall be resident of Canada.
In addition, Regional Secretary-Treasurers must be resident or employed in the region in which he/she is nominated. Any individual nominated for election to position of Regional Council Secretary-Treasurer must also be a Certified Member of the Association in good standing.

5.4.3.2 A Regional Secretary-Treasurer who ceases to be a Certified Member in good standing shall cease to be a Councillor Regional Secretary-Treasurer.

5.4.3.3 No person shall accept a nomination for more than one elected position of the Association at any one time. A Regional Secretary-Treasurer shall not serve as an elected member of a chapter executive shall accept a nomination for more than one elected position on the Council of the Association at any one time. A Regional Secretary-Treasurer shall not serve as an elected member of a chapter executive.

5.4.3.4 A Regional Secretary-Treasurer shall not serve the Association in that capacity for more than six (6) consecutive years. However, a former Regional Secretary-Treasurer may run for re-election or be reappointed, after an absence of two (2) years.

5.4.3.5 All Regional Secretary-Treasurers shall be Certified Members.

5.4.3.6 A Regional Secretary-Treasurer ceases to hold office when the Councillor Regional Secretary-Treasurer:

(a) dies or resigns;

(b) is removed in accordance with the By-law; or

(c) becomes disqualified under clause 35.24.3.1 or ceases to be qualified under clause 35.24.3.2.

A resignation of a Regional Secretary-Treasurer becomes effective at the time the written resignation is received by the Association or at the time specified in the resignation, whichever is later.

5.4.3.7 Waiver of Qualifications

Notwithstanding any other provision in this By-law, in the event of a vacancy arising on the Council, the PASB, IETO, or any Regional Council with a Regional Secretary-Treasurer position, and the members of the Nominating Committee reasonably believe that an appropriate qualified candidate is not available, the Nominating Committee shall be entitled to recommend any candidate to fill such vacancy who does not meet the minimum service requirements or consecutive term requirements set out elsewhere in this By-law, provided that (i) the Nominating Committee shall provide not less than 21 days notice to the membership that, in light of the vacancy, it will be considering candidates who do not fully meet the qualification requirements, and (ii) in no event shall the Nominating Committee recommend any candidate who does not qualify under clause 35.24.3.1.
5.4.3.8 Term of Office

Except where noted otherwise in the By-law, the term of office for Regional Secretary-Treasurers shall be two years.

5.4.4 Procedures

Except where otherwise expressly provided, the provisions of this By-law regarding meetings of the Members of the Association, respecting adjournments, errors, omissions, the giving of notice and procedures generally, shall apply to Regional Council meetings.

5.4.5 Quorum

A quorum for Regional Council meetings shall be a majority of Regional Council members.

5.4.6 Removal of PASB Regional Councillors

In the event that a PASB Regional Councillor does not, or cannot, meet the obligations of office or ceases to be qualified to hold office, then the Regional Council may, by a two thirds majority, vote to remove that individual from office prior to the expiry of his/her term.

Vacancies created by a removal would be filled by the Regional Council from amongst individuals qualified.

5.4.7 Activities in a Region

Activities in a Region shall be governed by the By-law, Council policy and the OAB rules.

5.5 Chapters

5.5.1 Chapters may be formed with the approval of the Regional Council and the PASB on a geographic basis, or centred on a community of shared interest within the Region. Chapters shall co-operate with, and be co-ordinated by the Regional Councils and the PASB. Chapter executive members shall be elected by the Certified Members of the Chapter at the annual meeting of the Chapter. The Chapter Chair and Vice-Chair shall be Certified Members of the Association. An elected member of OACETT’s Council shall not serve as an elected member of a Chapter executive.

5.5.2 A Chapter Chair shall not serve the Chapter in that capacity for more than five (5) consecutive years. However a former Chapter Chair may run for re-election after an absence of two (2) years. In the event that the operation of this section would result in the dormancy of a chapter, the maximum term limit may be waived by PASB on the recommendation of the PASB Councillor for the relevant region.

5.5.3 Chapter representatives and appointed officers shall serve a one year-term.
6 OFFICERS

6.1 Officers

6.1.1 The President

The President will preside at meetings of the Members and of the Council. The President is a member of Council, the OAB and shall be an ex-officio member of the Association’s Boards and Committees. The President shall have served a term as President-Elect and will be acclaimed President on completion of that term. Upon expiration of his or her term as President, the President will be appointed by Council as (i) the Past-President, and (ii) at the discretion of Council, may be appointed as the National Association Director.

6.1.2 The President-Elect

The President-Elect shall assist the President in carrying out the administration of the Association. The President-Elect will normally chair the OAB. The President-Elect on completion of his/her term shall be acclaimed as President. The President-Elect is a member of Council.

6.1.3 The Past President

The Past President is the most immediate Past President. In the event that the Past President is unwilling or unable to serve, then the office shall be filled by the next most immediate Past President prepared to serve.

The Past President is a member of Council and the OAB. The Past President will chair the Nominating Committee.

6.1.4 Vice-President IETO

The Vice-President IETO shall have responsibility for, and shall chair IETO. The Vice-President IETO is a member of Council and the OAB.

6.1.5 Vice-President PASB

The Vice-President PASB shall have responsibility for, and shall chair the PASB. The Vice-President PASB is a member of Council and the OAB.

6.1.6 Chief Executive Officer (CEO)

The CEO shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The CEO shall perform all such duties inherent in this office or as may be assigned by the Council and shall manage the affairs of the OACETT according to the provisions of this By-law, including the general management and direction of the Association’s business
and affairs and the power to appoint or remove any and all employees and agents of the Association who are not elected or appointed by Council, and to settle the terms of their employment and remuneration.

6.1.7 Registrar

The Registrar shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The Registrar shall keep a complete and accurate Register of the Association’s membership in all categories including names and addresses, and of applicants (whether accepted or not). The Registrar shall record, or cause to be recorded, receipt of applications for membership, dates for registration, renewal or reinstatement of membership, receipt of dues, and levies and such further and other information as may be directed by IETO. The Registrar shall fulfil the duties as outlined in this By-law with respect to registration, discipline and appeals thereof and perform such other duties assigned by Council or IETO. The Registrar may be asked to provide advice to Council, the OAB and the IETO Board.

6.1.8 Secretary

The Secretary shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The Secretary shall give, or cause to be given, notice of meetings of the Members and Council. The Secretary shall enter or cause to be entered all minutes of all proceedings at such meetings in books kept for that purpose. The Secretary’s position may be combined with the Treasurer’s position.

6.1.9 Treasurer

The Treasurer shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The Treasurer shall cause to be kept full and accurate books of account in which shall be recorded all receipts and disbursements of the Association. The Treasurer shall control the deposit of money, the safe keeping of securities and the disbursement of the funds of the Association. The Treasurer shall render to Council whenever required an account of all transactions and of the financial position of the Association. The Treasurer shall perform such other duties as may from time to time be prescribed by Council. The Treasurer’s position may be combined with the Secretary’s position.

6.1.10 Other Officers

Other officers may be appointed by Council from time to time as appropriate.
6.2 Term of Office

Except where noted otherwise in the By-law, the term of office for elected persons shall be two years.

6.3 Non-Elected Officers

A non-elected officer of the Association appointed by Council may only be removed from office by a majority vote of Council. However, notwithstanding the foregoing, an officer who is also an employee of the Association shall cease to be an officer immediately upon the termination of such person's employment.

7 MEMBERS MEETINGS

7.1 Location and Timing and Purpose of Annual Meeting

7.1.1 The annual meeting and any special meetings of the Members of the Association shall be held at such time and place in Ontario as may be approved by Council, and in accordance with the Act, provided the annual meeting is held each year after April 30th and prior to July 1st.

7.1.2 The annual meeting of Members shall be for the purpose of declaring elected a single nominee for each of the elected positions and introducing the newly elected, acclaimed and appointed Councillors, and for presentation to the Members of such other matters as are required by the Act or the By-law, which were listed in the notice calling the meeting.

7.1.3 In an election year, the annual meeting of Members shall also be for the purpose of declaring elected a single nominee for each of the elected positions and introducing the newly elected, acclaimed and appointed Councillors.

7.2 Notice for Member Meetings

7.2.1 Notice of the annual meeting and of any special meeting shall be given at least thirty (30) days before the date thereof, except where herein otherwise provided, and shall state any business to be brought before the meeting and shall be deemed effectively and sufficiently given when mailed by prepaid post, or given by electronic means, or if contained in the newsletter or other printed matter, so sent to all Certified Members of the Association entitled to vote at the meeting. The Statutory Declaration of the Secretary of the Association that notice has been given pursuant to this by-law shall be sufficient and conclusive evidence of the giving of such notice.

7.2.2 Whenever, under the provisions of the By-law of the Association, notice is required to be given or a publication made, unless otherwise specified and then only to the extent therein, such notice may be given either personally, or by electronic communication media, or by depositing same at Canada Post addressed to the individual at his/her address as it is last recorded in the books of the Association. Notice of documents and any enclosure so sent by post shall be deemed to be given at the time of the deposit at
Canada Post, or if by electronic media, shall be deemed given at the time the electronic communication was initiated.

7.2.3 Whenever notices may not be mailed by reason of the refusal of the Canadian postal authorities to accept the notices for mailing, or the notice cannot be provided by electronic means, then the Association may cause the notice to be published on three occasions in the business section of a daily newspaper covering each city in which there are at least one hundred Members. Such newspaper notices need not reproduce the material, which accompanies the notice, if the newspaper notice includes information as to places where Members may attend to collect such accompanying material.

7.2.4 Any error or omission in giving notice of any Association meeting will not invalidate such meeting or make void any proceedings taken thereat or pursuant thereto.

7.3 Motions and Resolutions

Except as provided in the Act, business brought before the annual or any special meeting of the Members for which prior notice of business was not given in accordance with clause 7.2 and which results in the passage of a resolution(s), shall not be binding upon Council. Council will, however, take such resolution(s) under advisement for further study and possible action.

7.4 Ballots for Council and Regional Secretary-Treasurer Elections

7.4.1 Ballots for the election of a single nominee for each position of President-Elect, Vice-President (IETO), Vice-President (PASB), and for the selection of a single nominee for each position of PASB Councillor, IETO Councillor and Regional Secretary-Treasurer for each Region, shall be cast electronically via the internet between March 10<sup>th</sup> and March 31<sup>st</sup> in any election year. The balloting process will be carried out by secure electronic means via the internet. Only Certified Members are eligible to cast a ballot. The Association will suggest alternatives for Certified Members not having a computer or ready internet access to obtain electronic access to balloting.

7.4.2 Counting Ballots

All ballots shall be counted electronically with the results reported to the returning officer and then stored in safe-keeping, with the number of votes for each candidate and the result of the count kept secret until after the Chair of the Nominating Committee, the President and the candidate are notified of the election results. The names of the successful candidates may then be made public.

The procedure to be followed in all respects in counting the ballots shall be as follows:

(a) Where there are two or more candidates for a position, the candidate with the greater number of votes is elected.

(b) Whenever there is a tie, the President shall cast the deciding vote.
7.4.3 Notice of Results

(a) The President or Chair of the Nominating Committee will report the result of such selection at or before the final business session of Council held prior to the annual meeting.

(b) The President will declare the names of the successful candidates to be elected at the annual meeting of Members.

7.4.4 Destruction of the Ballots

The ballot results shall be destroyed on a motion of Council after the election results have been reported to Council.

7.5 Quorum

A quorum for meetings of Members of the Association shall be forty (40) Certified Members in good standing as defined in clauses 2.2 and 2.3 of this By-law, including proxies, except where herein otherwise provided.

7.6 Chair of Meetings

Annual or special meetings of the Members shall be chaired by the President, or in his/her absence, by the Past President, or in his/her absence by the President-Elect, or in his/her absence by one of the Vice-Presidents, or in the absence of all these, by an individual selected by and from the Members present at the meeting.

7.7 Voting Rights

Except as herein otherwise provided; only Certified Members in good standing shall be entitled to vote on each question arising at any meeting of the Members of the Association, including special or annual meetings.

7.8 Proxy

At any annual or special meeting of the Members, a proxy who has been appointed by a Certified Member in good standing shall be entitled to exercise the same voting rights that a Certified Member appointing him/her would be entitled to exercise, if he/she were present at the meeting, unless those rights have been restricted in the instrument granting the proxy. A proxy may also be given to the Association with instructions from the Member on the casting of their vote by the Secretary of the Association on the specific motions announced as being brought before the meeting. An instrument appointing a proxy shall be in writing and shall be acted on only if it has been deposited either at the Head Office, or with the Secretary of the Association, not less than forty-eight (48) hours prior to the day of the meeting or any adjournment thereof. A proxy shall expire at the close of the meeting for which it was intended or at the close of any adjournment thereof. A proxy-holder other than the Secretary of the Association must be a Certified Member in good standing.
A proxy may be revoked by an instrument in writing executed by a Certified Member or by his/her attorney authorized in writing and deposited either at the Head Office, at or with the Secretary of the Association at any time prior to the start of the meeting, or any adjournment thereof, at which the proxy is to be used. The proxy is revoked upon either of such deposits.

7.9 Adjournment

Any Association meeting may be adjourned at any time to reconvene at any time and any business may be transacted at the reconvened meeting that might have been transacted at the original meeting. The date, the time and the place to reconvene an adjourned meeting shall be determined prior to adjournment of the meeting.

8 BOARDS AND COMMITTEES

8.1 The Institute of Engineering Technology of Ontario (IETO)

8.1.1 The objects of the Association as outlined in section 2, subsection 1 through 5 of the Act shall be carried out under the direction of IETO. Council shall establish the IETO Board with such composition as Council may from time to time determine. Council shall establish a mandate for the IETO Board and confer on the Board the rights and responsibilities as Council may from time to time determine.

8.2 The Professional Affairs and Services Board (PASB)

8.2.1 The PASB shall have responsibility for implementing Council policies. Council shall establish a mandate for the PASB and confer on the PASB the rights and responsibilities as Council may from time to time determine.

8.3 The OACETT Administration Board (OAB)

8.3.1 Council may delegate to the OAB any powers that Council may exercise subject to such restrictions, if any, as may be imposed from time to time by Council or by law. Council shall establish the OAB with such composition as Council may from time to time determine. Council shall establish a mandate for the OAB and confer on the OAB the rights and responsibilities as Council may from time to time determine.

8.4 Nominating Committee

8.4.1 Council shall establish a Nominating Committee with such composition as Council may from time to time determine. Council shall establish a mandate for the Nominating Committee and confer on it the rights and responsibilities as Council may from time to time determine.

8.5 Other Committees of Council

8.5.1 Council may from time to time appoint other committees as standing committees or may appoint special committees to carry out specific time limited tasks.
9 FEES AND DUES

9.1 Fees

9.1.1 Subject to the recommendation of either PASB or the IETO Board or PASB, as the case may be, Council shall approve the fees to be levied for activities, including but not limited to the following:

(a) application fees for membership, reclassification, reinstatement and similar fees;

(b) examination fees;

(c) appeal fees;

(d) annual registration maintenance fees, including each Member’s fair share of the cost of developing and maintaining standards at both the provincial and national levels and the non-recoverable portion of the Association’s accreditation costs; and

(e) services fees.

9.1.2 National Association Fees

National Association fees shall be approved by Council.

9.1.3 Fees Administration

The OAB shall determine the cost, and consequently the fee per Member, required for administration, which would include, but not be limited to, costs associated with billing and fee collection. Also included shall be the cost of the salaries, wages and benefits for staff, cost of the annual meeting and Council costs, including any committees that respond directly to Council, the cost of elections, conducting stakeholder relations, undertaking and implementing the strategic and business plan, including such things as advocacy, government relations and other activities and functions. This fee would also include the generation of reserves, building funds and similar requirements.

9.1.4 Cost Recovery

Whenever practical and equitable the Association’s cost of providing services, applicable to some, but not all or most of the Members, should be recoverable.

9.1.5 PASB may establish policies and procedures regarding exemptions from payment of dues in cases of illness, disability, financial hardship or other extenuating circumstances.

10 Foundations

10.1 The Association may establish foundations to reflect its responsibility to the public for the betterment of humanity.
10.2 Foundations established shall be responsible to the Members and shall report annually to the annual meeting of Members.

10.3 The Association may provide assistance with the administration and operation of the Foundations and in the solicitation of contributions from within and beyond the membership of the Association.

10.4 The Council may direct some of its financial resources to fund such Foundations.

10.5 The **Certified Members foundation trustees** shall **be appointed** by Council the Certified Members.

10.6 **The foundation shall be comprised of:**

1. **approve terms of reference for such Foundations**
   - the Association’s CEO as President;
   - and

2. **appoint Trustees to administer the Foundation for a three-year term, with one Trustee being appointed each year:**
   - Certified Members as Trustees

10.7 **appoint auditors annually; and**

10.7.1 **The Trustees shall:**

10.7.1.1 **provide other guidance as may be required when the Foundation reports to the annual meeting of Members:**

10.7.1.2 **Approve the Terms of Reference for the foundation; and**

10.7.2 **Serve a three year term with the opportunity for renewal of their appointment but cannot serve more than three consecutive terms.**
Ontario Association of Certified Engineering Technicians and Technologists

BY-LAW 19

TO BE RATIFIED AT THE ANNUAL MEETING OF MEMBERS JUNE 4, 2016
HAMILTON, ONTARIO
BY-LAW 19

BY-LAWS OF THE ONTARIO ASSOCIATION OF CERTIFIED ENGINEERING TECHNICIANS AND TECHNOLOGISTS

FORMER BY-LAWS

As of the coming into force of this By-law, all former by-laws of the Association are hereby repealed and this By-law is enacted in their place and stead except as herein expressly stated.

FORMER POLICIES AND PRACTICES

Such repeal shall not affect the previous operation of any by-laws so repealed or affect the validity of any act done or right, privilege, obligation or liability acquired or incurred under, or the validity of any contract or agreement made pursuant to any such by-law prior to its repeal. All officers and persons acting under any by-laws so repealed shall continue to act as if appointed under the provisions of this By-law and all resolutions of the Certified Members or of Council with continuing effect passed under any repealed by-law shall continue to be good and valid except to the extent inconsistent with this By-law and until amended or repealed.

THE ACT

The provisions of this By-law are intended to be in accordance with the provisions of the Ontario Association of Certified Engineering Technicians and Technologists Act 1998, Chapter Pr 7 Statutes of Ontario, 1998, Bill Pr 25, (herein called the Act).

Information in the Act is generally not repeated in the By-law; consequently the Act and the By-law must be used together.
# TABLE OF CONTENTS

1. **THE ASSOCIATION** .................................................................................................................. 3  
   1.1 Head Office .......................................................................................................................... 3  
   1.2 Financing and Banking ........................................................................................................ 3  
   1.3 Execution of Contracts ........................................................................................................ 3  
   1.4 Auditors ................................................................................................................................ 4  
   1.5 e-Association ...................................................................................................................... 4  

2. **MEMBERS** ............................................................................................................................. 4  
   2.1 Admission of Members ........................................................................................................ 4  
   2.2 Classes of Members ............................................................................................................. 4  
   2.3 Member Registration Requirements ..................................................................................... 5  
   2.4 Titles and Designations ......................................................................................................... 5  
   2.5 Compliance and Code of Ethics ............................................................................................ 6  
   2.6 Resignation of Member ......................................................................................................... 6  
   2.7 Discipline, Suspension and Expulsions of Members ............................................................... 7  
   2.8 Reinstatement ...................................................................................................................... 7  
   2.9 Certificate ........................................................................................................................... 8  
   2.10 Certified Member Identification Stamp ............................................................................... 8  
   2.11 Benefits and Awards ............................................................................................................ 8  
      2.11.1 Benefits .................................................................................................................... 8  
      2.11.2 Awards .................................................................................................................... 9  

3. **COUNCIL (BOARD OF DIRECTORS)** ................................................................................... 9  
   3.1 Council Members .................................................................................................................. 9  
   3.2 Qualification of Councillors ................................................................................................ 10  
   3.3 Term of Office ...................................................................................................................... 11  
   3.4 Nominations ......................................................................................................................... 12  
   3.5 Vacancies - Council ............................................................................................................ 12  
   3.6 Removals ............................................................................................................................. 12  
      3.6.1 Removal by Council .................................................................................................... 12  
      3.6.2 Removal by Certified Members ................................................................................ 12  
   3.7 Delegation of Council’s Power ............................................................................................. 13
4. COUNCIL MEETINGS, INDEMNIFICATION, CONFLICT OF INTEREST AND POLICY REVIEW ...................................................... 13
   4.1 Place of Meeting, Calling Meetings .................................................. 13
   4.2 Chairperson .................................................................................... 13
   4.3 Quorum ............................................................................................ 13
   4.4 Voting and Conduct ........................................................................ 14
   4.5 Guests of Council ............................................................................ 14
   4.6 Indemnification ................................................................................ 14
   4.7 Conflict of Interest ........................................................................... 14
   4.8 Policy Review .................................................................................. 15

5. REGIONS ........................................................................................................ 16
   5.1 Regions ............................................................................................. 16
   5.2 Regional Boundaries ......................................................................... 16
   5.3 Regional Meetings of Members .......................................................... 16
   5.4 Regional Councils ............................................................................. 17
      5.4.1 Management of PASB Regional Activities ................................. 17
      5.4.2 Regional Council Chair ............................................................ 17
      5.4.3 Regional Secretary-Treasurer ................................................... 17
      5.4.4 Procedures ................................................................................ 19
      5.4.5 Quorum ..................................................................................... 19
      5.4.6 Removal of PASB Councillors .................................................. 20
      5.4.7 Activities in a Region ................................................................. 20
   5.5 Chapters ............................................................................................. 20

6. OFFICERS ..................................................................................................... 20
   6.1 Officers ............................................................................................... 20
      6.1.1 The President ............................................................................ 20
      6.1.2 The President-Elect ................................................................. 20
      6.1.3 The Past President ................................................................... 20
      6.1.4 Vice-President IETO ............................................................... 21
      6.1.5 Vice-President PASB ............................................................... 21
      6.1.6 Chief Executive Officer (CEO) ................................................. 21
      6.1.7 Registrar .................................................................................. 21
      6.1.8 Secretary .................................................................................. 21
6.1.9 Treasurer ................................................................. 22
6.1.10 Other Officers .......................................................... 22
6.2 Term of Office ............................................................. 22
6.3 Non-Elected Officers .................................................... 22
7. MEMBERS MEETINGS .................................................. 22
7.1 Location and Timing and Purpose of Annual Meeting .......... 22
7.2 Notice for Member Meetings ............................................ 23
7.3 Motions and Resolutions ............................................... 23
7.4 Ballots for Council Elections ........................................... 24
7.5 Quorum ........................................................................ 25
7.6 Chair of Meetings ........................................................ 25
7.7 Voting Rights ................................................................ 25
7.8 Proxy ........................................................................... 25
7.9 Adjournment ................................................................ 25
8. BOARDS AND COMMITTEES ........................................ 26
8.1 The Institute of Engineering Technology of Ontario (IETO) ...... 26
8.2 The Professional Affairs and Services Board (PASB) .......... 26
8.3 The OACETT Administration Board (OAB) ....................... 26
8.4 Nominating Committee .................................................. 26
8.5 Other Committees of Council .......................................... 26
9. FEES AND DUES ....................................................... 26
9.1 Fees ........................................................................... 26
10. FOUNDATIONS .......................................................... 26
**DEFINITIONS**

<table>
<thead>
<tr>
<th>Term</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>“Association”</td>
<td>means OACETT.</td>
</tr>
<tr>
<td>“Certification”</td>
<td>means the process by which an individual submits to an evaluation of his/her qualifications by IETO. IETO then certifies that the individual has met all the requirements for a certification category, in a branch (or discipline) of Engineering Technology or Applied Science recognized by IETO.</td>
</tr>
<tr>
<td>“Certified Member”</td>
<td>means an individual who has been entered into the Register of the Association as a Certified Technician, a Certified Engineering Technician, an Applied Science Technologist or a Certified Engineering Technologist.</td>
</tr>
<tr>
<td>“Chapter”</td>
<td>means a local chapter of a Region formed in accordance with clause 5.5.1.</td>
</tr>
<tr>
<td>“Council”</td>
<td>means the OACETT Council.</td>
</tr>
<tr>
<td>“Councillor”</td>
<td>means a member of Council.</td>
</tr>
<tr>
<td>“Discipline Committee”</td>
<td>means the discipline committee of IETO.</td>
</tr>
<tr>
<td>“IETO”</td>
<td>means the Institute of Engineering Technology of Ontario, a committee of council which manages the registration process and certain functions dealing with professional qualification, certification, admissions, discipline, standards and education. IETO will carry out other duties as mandated by Council.</td>
</tr>
<tr>
<td>“IETO Councillor”</td>
<td>means a Councillor elected regionally by Certified Members of the Association to serve as a member of Council and as a member of IETO.</td>
</tr>
<tr>
<td>“Member”</td>
<td>means a Certified Member or an Associate Member.</td>
</tr>
<tr>
<td>“National Association”</td>
<td>means any national association comprised of representatives of various provincial associations representing engineering technologists and technicians and applied science technologists.</td>
</tr>
<tr>
<td>“Nominating Committee”</td>
<td>means the committee established by Council and composed of Certified Members for the purpose of determining eligibility of candidates for elected office, council positions and other boards, committees and representatives on Council and on committees on which OACETT has representation.</td>
</tr>
<tr>
<td>“OAB”</td>
<td>means the OACETT Administration Board, which fulfils the function of an Executive Committee and carries out other duties as defined in this By-law.</td>
</tr>
<tr>
<td>“OACETT”</td>
<td>means the Ontario Association of Certified Engineering Technicians and Technologists.</td>
</tr>
<tr>
<td>“Officers”</td>
<td>means the President, Past President, President-Elect, and Vice-Presidents of IETO and PASB, the Secretary, Treasurer, CEO and Registrar are officers of the Association. Other officers may be appointed by Council.</td>
</tr>
<tr>
<td>“PASB”</td>
<td>means the OACETT Professional Affairs and Services Board which is responsible for promoting the Engineering and Applied Science.</td>
</tr>
</tbody>
</table>
Technology profession and for the delivery of services to members and external clients. The PASB will carry out other duties as mandated by Council.

<table>
<thead>
<tr>
<th><strong>“PASB Councillor”</strong></th>
<th>means a Councillor elected regionally by Certified Members of the Association to serve as a member of Council and as a member of the PASB.</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>“Past President”</strong></td>
<td>means the former President whose term has most recently expired.</td>
</tr>
<tr>
<td><strong>“President-Elect”</strong></td>
<td>means the individual elected by Certified members to assist the President and to be acclaimed as President upon the completion of his/her term.</td>
</tr>
<tr>
<td><strong>“Regional Secretary Treasurer (RST)”</strong></td>
<td>means the Secretary Treasurer elected regionally by Certified Members of the Association.</td>
</tr>
<tr>
<td><strong>“Regions”</strong></td>
<td>means the regions of the province established for the purposes of administration and election by Council from time to time in accordance with this By-Law.</td>
</tr>
<tr>
<td><strong>“Register”</strong></td>
<td>means the register of the Association.</td>
</tr>
<tr>
<td><strong>“Registration”</strong></td>
<td>means the process by which an individual, certified by IETO as a Certified Technician, a Certified Engineering Technician, an Applied Science Technologist or a Certified Engineering Technologist, is entered into the Register of the Association as a Certified Member of the Association.</td>
</tr>
</tbody>
</table>
1. **THE ASSOCIATION**

1.1 **Head Office**

Until changed in accordance with the *Corporations Act* (Ontario), the head office of the Association shall be at such location within the Greater Toronto Area in Ontario as determined from time to time by Council.

1.2 **Financing and Banking**

1.2.1 The financial year of the Association shall end on the thirty-first day of December in each year unless otherwise determined by Council by special resolution and only on the advice of the auditors of the Association.

1.2.2 The Association’s bank account shall be maintained at such bank or trust company as Council by resolution may designate, and all banking business or part thereof, shall be transacted on the Association’s behalf as Council may, from time to time, authorize by resolution and to the extent provided in such authority.

1.2.3 Any surplus derived from carrying on the affairs and business of the Association shall be devoted and applied solely in promoting and carrying out its objectives and purposes and shall not be divided among its Members.

1.3 **Execution of Contracts**

Contracts, documents or instruments in writing requiring the signature of the Association may be signed by

i. the CEO, or

ii. in the absence of the CEO, by the President and Treasurer, or

iii. in the absence of both the CEO and the Treasurer, by the President and an officer of the Association designated by the OAB or Council.

And all contracts, documents or instruments in writing so signed shall be binding upon the Association without any further authorization or formality. Notwithstanding the foregoing, the CEO may choose to delegate signing authority for contracts that are administrative or operational in nature to designated members of staff of the Association, provided that the contracts are related to goods and services that have been budgeted for and previously approved by the OAB or Council. In addition, any contract relating to goods and services having a cost in excess of $25,000 that have not been budgeted for and approved in advance, shall require the prior approval of either the OAB or Council before being signed pursuant to any provision of this clause.
1.4 Auditors

The Members shall, at each annual meeting, appoint an auditor to audit the accounts of the Association and to hold office until the next annual meeting, provided that Council may fill any casual vacancy in the office of the auditor. Council shall fix the remuneration of the auditor. The annual report of the auditors for the prior year shall be read to the Members present at the annual meeting of Members in accordance with the Corporations Act (Ontario).

1.5 e-Association

The Council may, from time to time, establish policies and standards concerning the electronic transmission of Association information and facilitating the Association’s activities relating to and making use of electronic communications including, but not limited to email and other web-based communications and electronic signatures.

2 MEMBERS

2.1 Admission of Members

Council specifically delegates to IETO the admission of applicants to membership, effective when the Registrar has been advised by IETO and has recorded the applicant in the Register of the Association. Council will confirm the admission of Members annually upon receipt of IETO’s notice to Council of the admissions to membership for the prior year.

2.1.1 An application for admission, registration, reinstatement or reclassification is referred to herein as an application for registration. Applicants for registration shall make application to the Registrar and shall submit the required fee.

The Registrar shall confirm that the application is complete and shall present it and all pertinent data to the Admissions Committee of IETO. The Admissions Committee shall assess whether the applicant meets the requirements for a category of certification or associate membership as defined in the By-law or the rules of IETO.

The Admissions Committee shall provide a recommendation with respect to each applicant to the IETO Board. The IETO Board may confirm, reject, vary or provide conditions to the Admissions Committee’s recommendation for each applicant and will provide a recommendation to the Registrar. The Registrar shall notify the applicant of his/her decision with respect to registration. The Registrar shall have the discretion to waive certain administrative requirements for registration, other than conditions for certification in accordance with the policies established and adopted by IETO.

2.2 Classes of Members

The classes of members are:
(a) **Certified Members** comprised of individuals who are Certified Technicians, Certified Engineering Technicians, Applied Science Technologists or, Certified Engineering Technologists and are so registered in the Register of the Association.

(b) **Associate Members** comprised of individuals who, while not certified as in (a) above, are in training to become certified and have been listed in the Register of the Association as an Associate in one of the following categories:

   i. Associate;

   ii. Associate-Student; or

   iii. such other category of Associate member as may be established by Council on the recommendation of IETO from time to time, including the categories established for those Associates in the area of road construction.

### 2.3 Member Registration Requirements

2.3.1 Registration requirements for each of the various classes and categories of Members set out in clause 2.2 shall be determined by IETO from time to time.

### 2.4 Titles and Designations

2.4.1 Titles and designations included in section 10 of the Act are “protected titles and designations”.

2.4.2 Other titles or designations which have been utilized prior to the passage of this By-law or which will be awarded by IETO subsequent to the passage of this By-law, but which are not included in section 10 of the Act, shall be known as “non-protected titles and designations.”

2.4.3 Titles and designations, which have been awarded to individuals and which are no longer awarded to new applicants, may continue to be used by the individuals to whom they have been awarded so long as their membership in the Association is continuous. If an individual ceases to be a Member, upon reinstatement of their membership in the Association, they will be awarded the title or designation for their qualifications in use, at the time of reinstatement in accordance with this By-law and IETO policies.

2.4.4 Protected Titles and Designations

Protected titles and designations for Certified Members of the Association will be awarded upon registration as a Certified Member of the Association.
2.4.5 Use of Titles

No person shall use a protected title or designation (section 10 of the Act) unless it was granted to him/her by IETO upon being registered as a Certified Member of the Association, or upon being reclassified within the Certified Member certification categories. He/she shall cease to use such title and designation immediately when he/she is no longer a Certified Member in good standing in accordance with clause 2.6.

2.5 Compliance and Code of Ethics

2.5.1 All Members shall abide by and comply with the Act, the By-laws and the resolutions of the Association.

2.5.2 All Members shall respond, within the time frame requested, to communications from the Association.

2.5.3 The Code of Ethics of the Association

All Members shall abide by and comply with the Code of Ethics and Rules of Professional Conduct established by Council and as may be amended by Council from time to time.

2.6 Resignation of Member

2.6.1 Any Member may resign by a written submission to the Registrar.

2.6.2 A Member is deemed to have resigned if six months after the annual invoice date his/her dues remain unpaid, subject to clause 9.1.5. Notwithstanding the foregoing, IETO may, in cases of illness, disability, financial hardship or other extenuating circumstances, reinstate a Member who has been deemed to have resigned pursuant to this clause, and may waive some or all of the conditions for reinstatement set out in clause 2.8.1.

2.6.3 Associates listed in the Register of the Association after July 01, 2005 may have a date established by IETO by which they must become certified. Failure to achieve certification by the date specified for certification on any notification received by the Associate from the Association shall be deemed to constitute a resignation.

2.6.4 Surrender of Titles, Designations, Certificate and Stamp

2.6.4.1 An individual who resigns or is deemed to have resigned shall surrender his/her Certificate of Membership to the Registrar forthwith, when notified of the cessation of his/her membership.

2.6.4.2 An individual who was certified shall also return their Member Identification Stamp to the Registrar forthwith, when notified of the cessation of his/her membership.
It is an offence to use protected designations or titles after cessation of membership.

2.7 **Discipline, Suspension and Expulsions of Members**

2.7.1 IETO, after giving notice in accordance with the provision of this section of the By-law, may reprimand, suspend or expel a Member, either absolutely or on condition for:

(a) professional misconduct as defined in this By-law, the Rules of Professional Conduct or the Code of Ethics;

(b) incompetence, as defined in the policies established by IETO.

2.7.2 A person who has had his/her membership revoked or suspended as the result of a proceeding before the Discipline Committee of IETO, may apply in writing to the Registrar to have his/her membership reinstated and a new certificate issued or the suspension removed.

2.7.3 A person, whose membership is subject to terms, conditions or limitations as a result of a proceeding before the Discipline Committee, may apply in writing to the Registrar for the removal or modification of the terms, conditions or limitations.

2.7.4 An application under clause 2.8.1 or 2.8.2 shall not be made before the expiry of the period fixed for the purpose by the Discipline Committee.

2.7.5 If the Discipline Committee did not fix a time period for an application under clause 2.8.1 or 2.8.2 it shall not be made earlier than one year from the date of the last order made by the Discipline Committee.

2.7.6 The Registrar shall refer an application under clause 2.8.1 or 2.8.2 to IETO.

2.8 **Reinstatement**

2.8.1 A former member who has resigned or is deemed to have resigned may make application to the Registrar to be reinstated. Reinstatement may be granted when the following conditions have been met:

(a) the application for reinstatement is received within five (5) years from the date of resignation;

(b) payment is submitted with the application for the current year dues and the reinstatement fee; and

(c) the individual has met any conditions that are imposed for reinstatement, such as the requirement to meet certification requirements for former associates deemed to have resigned due to time limits established by IETO to achieve certification.
2.8.2 IETO shall maintain membership records of former members for a period of five (5) years. A former member who applies for reinstatement more than five (5) years after the effective date of resignation shall be treated as a new applicant.

2.8.3 An application for reinstatement of membership, from an individual who has been suspended or expelled from the Association for disciplinary reasons, shall be submitted in accordance with clause 2.7 of this By-law.

2.9 Certificate

2.9.1 Upon acceptance as a Certified Member in the Association, an individual shall be issued a certificate of membership in his/her respective certification category, under the seal of the Association and the signature of the Registrar.

2.9.2 All certificates are the property of the Association.

2.9.3 Should proof of registration and certification be required, a copy of the Register, certified by the Registrar, is sufficient evidence of any individual’s registration and certification and the disciplines for which they are registered.

2.9.4 Alternatively, the absence of the name of any person from a copy of the Register produced by the Registrar is evidence that the person is not registered in the Association and the absence of the designation within a specific discipline attributed to a Member is evidence that the person is not registered within that discipline.

2.9.5 Unless proof to the contrary exists, for either clause 2.9.3 or 2.9.4, the Certificate of the Registrar will be sufficient proof of him/her being the Registrar.

2.10 Certified Member Identification Stamp

2.10.1 The use of the official mark impressed into the Certified Member Identification Stamp may be licensed and issued to Certified Members in good standing.

2.10.2 The Certified Member Identification Stamp shall be used in association with, and affixed to, work prepared by or prepared under the supervision of the Member to whom the stamp has been licensed. Use of the Certified Member Identification Stamp shall be strictly limited to documents describing work, or containing information that is within the scope of practice defined by the Member’s certification category and his/her academic qualifications, training and experience.

2.10.3 The Certified Member Identification Stamp remains the property of the Association.

2.11 Benefits and Awards

2.11.1 Benefits
2.11.1.1 Certified Members shall be entitled to use the protected titles and designations awarded to them upon registration as a Certified Member or in accordance with the award approved by Council.

2.11.1.2 Certified Members may wear the Engineering Technology Ring, in accordance with Council policy and with policies established by IETO.

2.11.1.3 Certified Members and Associates may utilize the other benefits and services available within the Association, in accordance with Council policy and PASB rules. The PASB shall maintain a listing of all benefits and services available through the Association complete with eligibility requirements.

2.11.2 Awards

Council may establish awards in its policies to recognize the contribution of both Members and non-members to the Association, to the profession or to society. The awards and the awards program will be managed by the PASB, who may make rules to administer the program where that detail is not included in Council policy.

3 COUNCIL (BOARD OF DIRECTORS)

3.1 Council Members

3.1.1 The affairs of OACETT shall be managed by a Council, in accordance with section 4 of the Act, comprised of the following members:

(a) the following Councillors, each of whom shall be a Certified Member, shall be elected or acclaimed:

i. a PASB Councillor and an IETO Councillor in respect of each Region established pursuant to clause 5.1;

ii. the President-Elect;

iii. the Vice-President PASB; and

iv. the Vice-President IETO;

(b) the following Councillors shall be acclaimed:

i. the President, who shall be Chair; and

ii. the Past-President;

(c) subject to clause 3.1.2, such additional Councillors as may be appointed by Council which may include representatives from other professional organizations, the public, government or educational institutions.
3.1.2 Not less than seventy-five per cent of Councillors must be elected (or acclaimed) by Certified Members.

3.1.3 Inability to Serve, Prior to Taking Office

If at any time, in the period from and including January 15th, to and including the end of the last business session at the Council meeting following January 15th, nominees die, become unable or unwilling to serve and by virtue thereof the election procedure set out in this section is rendered inoperative, the President shall cause the Nominating Committee to obtain or make new nominations in such manner as the committee may determine.

3.2 Qualification of Councillors

3.2.1 Eligibility for Councillors

In addition to any regional requirements or specific requirements for a particular office, every prospective Councillor shall meet the following criteria:

(a) shall not be less than eighteen (18) years of age;

(b) shall not have been found by the courts to be of unsound mind;

(c) shall not be a bankrupt. No undischarged bankrupt shall be nominated, elected or appointed as a Councillor, and if a Councillor becomes a bankrupt, he or she ceases to be a Councillor; and

(d) shall be resident of Canada.

In addition, IETO and PASB Councillors must be resident or employed in the region in which he/she is nominated. Any individual nominated for election to Council must also be a Certified Member of the Association in good standing.

3.2.2 All elected or acclaimed Councillors shall be Certified Members. An elected or acclaimed Councillor who ceases to be a Certified Member in good standing shall cease to be a Councillor.

3.2.3 No person shall accept a nomination for more than one elected position of the Association at any one time. A Councillor shall not serve as an elected member of a chapter executive.

3.2.4 No person who has served as President of the Association shall accept a nomination for the office of President-Elect, Vice President IETO, or Vice President PASB during the five (5) years immediately following that person’s serving as President of the Association.
3.2.5 Any Regional or appointed Councillor shall not serve the Association in that capacity for more than six (6) consecutive years. However, a former Councillor may run for re-election or be reappointed, after an absence of two (2) years.

3.2.6 Candidates for election as Vice-President of the Association shall have served one term (two years) as a PASB or IETO Councillor. Candidates for election as President-Elect shall have served a minimum of four years as a Regional Councillor and/or Vice-President.

3.2.7 A Vice-President shall not serve the Association in that capacity for more than six (6) consecutive years. However, a Former Vice-President may run for re-election after an absence of two (2) years.

3.2.8 A Councillor ceases to hold office when the Councillor:

(a) dies or resigns;

(b) is removed in accordance with the By-law; or

(c) becomes disqualified under clause 3.2.1 or ceases to be qualified under clause 3.2.2.

A resignation of a Councillor becomes effective at the time the written resignation is received by the Association or at the time specified in the resignation, whichever is later.

3.2.9 Waiver of Qualifications

Notwithstanding any other provision in this By-law, in the event of a vacancy arising on the Council, the PASB, IETO or any Regional Council, and the members of the Nominating Committee reasonably believe that an appropriate qualified candidate is not available, the Nominating Committee shall be entitled to recommend any candidate to fill such vacancy who does not meet the minimum service requirements or consecutive term requirements set out elsewhere in this By-law, provided that (i) the Nominating Committee shall provide not less than 21 days notice to the membership that, in light of the vacancy, it will be considering candidates who do not fully meet the qualification requirements, and (ii) in no event shall the Nominating Committee recommend any candidate who does not qualify under clause 3.2.1.

3.3 Term of Office

3.3.1 Except where noted otherwise in the By-law, the term of office for Councillors shall be two years.

3.3.2 The term of office by appointment shall be no more than two (2) years with reappointment at the end of the term. Individuals may be re-appointed on completion of a term.
3.4 Nominations

3.4.1 Nominees for the positions of President Elect, the Vice-President IETO and the Vice President PASB must be nominated by at least five (5) Certified Members in good standing.

3.4.2 Nominees for the positions of PASB Councillor and IETO Councillor must be nominated by at least two (2) Certified Members in good standing within the region they are to represent.

3.5 Vacancies - Council

Vacancies in Council, however caused, may, so long as a quorum of Councillors remains in office, be filled by the Councillors from among the qualified Certified Members of the Association, or such vacancy may be filled at the next annual meeting of Members at which the Councillors are elected for the ensuing year. In the event that a replacement is required for the President, then the President-Elect shall, ipso facto, become President. A vacancy in the office of the President-Elect shall be filled by the calling of a special election by Council.

A vacancy in the office of the Vice-President IETO shall be filled by the Vice-Chair IETO. A vacancy in the office of the Vice-President PASB shall be filled by the Vice-Chair PASB. A replacement for a PASB or IETO Councillor shall be resident or employed in the Region where the vacancy exists at the time of his/her appointment.

3.6 Removals

3.6.1 Removal by Council

The Council, by two-thirds majority, may remove any Councillor and declare the seat vacant if the Councillor:

(a) ceases to be qualified to hold office in accordance with clause 3.2.1 of this By-law, or

(b) fails to meet the commitments of office because of incapacity, excess absenteeism or other shortcomings as determined by Council.

3.6.2 Removal by Certified Members

The Certified Members of the Association may, by resolution passed by at least two-thirds of the votes cast at a general or special Association meeting, remove any or all of the President, President-Elect, Vice-President (IETO) or the Vice-President (PASB), before the expiration of his/her term of office, and may, by a majority of the votes cast at that meeting, elect any qualified person in their stead for the remainder of their term; provided that the notice calling such special or general meeting shall contain specific notice of the intention to pass such resolution of
removal and election. The Association Secretary shall call such a meeting upon the requisition in writing of one hundred Certified Members in good standing in accordance with the Act.

3.7 Delegation of Council’s Power

Council may delegate any or all of its powers except where specifically restricted by the Act. Notwithstanding that Council has delegated certain powers, acts, or functions, Council has the right and power to require a review of any action taken by those to whom Council has made delegation or to require a variation in any act or rules created by those to whom Council has delegated some or all its powers.

4. COUNCIL MEETINGS, INDEMNIFICATION, CONFLICT OF INTEREST AND POLICY REVIEW

4.1 Place of Meeting, Calling Meetings

4.1.1 Except as otherwise required by law, Council may hold its meetings at such place or places, as it may from time to time determine. No formal notice of any such meeting shall be necessary if all the members of Council are present or those absent have signified their consent to the meeting being held in their absence, whether before or after the meeting is held.

4.1.2 Meetings of Council shall be formally called by the Secretary on the direction of the President, or, in the absence of the President, the Past President, or in the absence of the Past President, the President-Elect, or in the absence of the President-Elect, by one of the Vice-Presidents or on the direction in writing of one-half of the voting members of Council.

4.1.3 Notice of meetings shall be given personally, delivered by prepaid mail, by electronic communication media or by any means accepted by the Council, to each member of Council, not later than ten (10) days before the meeting is to take place. The Statutory Declaration of the Secretary or President, President-Elect, Past-President or a Vice-President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice.

4.2 Chairperson

Meetings of Council shall be chaired by the President, or in the absence of the President by the Past President, or in his/her absence by the President-Elect, or in his/her absence by one of the Vice-Presidents, or in the absence of all these, by a member of Council selected by Council.

4.3 Quorum

A majority of the elected and appointed members of Council shall form a quorum for the transaction of business. A Councillor may not appoint a proxy for a meeting of Council.
4.4 Voting and Conduct

4.4.1 Questions arising at any meeting of Council shall, unless otherwise expressly herein provided, be decided by a majority of votes. The Chair shall vote only when votes are evenly divided. However, in no case shall votes of non-elected members of Council outnumber those votes of elected members of Council. A vote shall be taken by ballot if so requested by a member of Council present, but if no request is made, the votes shall be taken in the usual way by assent and dissent. A declaration by the Chair that a resolution has been carried or defeated, and an entry to that effect in the Minutes of the Council, shall be admissible in evidence as *prima facie* proof of fact without further proof of the number or proportion of the votes recorded in favour or against such resolution.

4.4.2 In the event that a Council decision is required between Council meetings, a verbal, written or electronic ballot vote may be taken of all available members of Council providing a quorum of Councillors participates. The majority decision shall be recorded in the minutes of the next Council meeting.

4.5 Guests of Council

4.5.1 Except by invitation of the President on behalf of Council, no persons other than members of Council and employees of the Association shall be present at meetings of Council.

4.6 Indemnification

Every Councillor or officer of the Association or any other person who has undertaken or is about to undertake any liability on behalf of the Association and his or her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Association, from and against,

(a) all costs, charges and expenses whatsoever which such Councillor, officer or other person sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her, for or in respect of any act, deed, manner or thing whatsoever, made, done or permitted by him or her, in or about the execution of the duties of his or her office; and

(b) all other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own wilful neglect or default.

4.7 Conflict of Interest

In the event that a Councillor has a vested interest in any matter concerning a resolution before Council the Councillor shall disclose in writing to Council or request to have entered in the minutes of the meeting of Council the nature and
extent of his or her interest. The disclosure required by this clause shall be made at the meeting at which the matter is first considered, or if the Councillor was not then interested, at the first meeting after he or she becomes so interested. A Councillor who has a vested interest in any matter concerning a resolution before the Council shall not attend any part of a meeting during which the matter is discussed and shall not vote on any resolution concerning the matter. If no quorum for Council meeting exists solely because a Councillor is not permitted to be present at that portion of the meeting pursuant to this clause, the remaining Councillors shall be deemed to constitute a quorum for the purposes of voting on the matter. Where a material contract is made or a material transaction is entered into between OACETT and a Councillor or officer of OACETT, the Councillor or officer is not accountable to OACETT or its Members for any profit or gain realized from the contract or transaction and the contract or transaction is neither void nor voidable, if the Councillor or officer disclosed his or her interest in accordance with this By-law and the contract or transaction was reasonable and fair to OACETT at the time it was so approved. Notwithstanding anything in this clause, a Councillor or officer, acting honestly and in good faith, is not accountable to OACETT or to its Members for any profit or gain realized from any such contract or transaction by reason only of his or her holding the office of Councillor or officer, and the contract or transaction, if it was reasonable and fair to OACETT at the time it was approved, is not by reason only of the Councillor’s or officer’s interest therein void or voidable, where, the contract or transaction is confirmed or approved by special resolution at a meeting of the Members duly called for that purpose.

### 4.8 Policy Review

Council shall review the following documents and policies at least once every five (5) years to determine whether any amendments to such documents are required considering both corporate governance principles and the Association’s needs:

(a) this By-law;

(b) the IETO terms of reference;

(c) the PASB terms of reference;

(d) the OAB terms of reference;

(e) the Code of Ethics and Rules of Professional Conduct for the Association;

(f) the nominating committee terms of reference; and

(g) the rules governing committee procedures.
5. REGIONS

5.1 Regions

The province shall be divided into a minimum of four and a maximum of eight Regions as determined by Council from time to time.

5.2 Regional Boundaries

PASB shall be responsible for the review of and recommendations to Council in respect of regional boundaries. The regional boundaries shall be reviewed and confirmed no less frequently than every three years (provided that Council may review and amend regional boundaries at any time).

5.3 Regional Meetings of Members

5.3.1 At any meeting of the Members of a Region, each Certified Member in good standing present at the meeting shall have one vote. The Members present are considered to be delegates for the Members of the Region and shall not be entitled to appoint a proxy.

5.3.2 Chair of a Regional Meeting of Members

The PASB Councillor for a specific Region shall chair regional meetings of the Members. In his/her absence, the meeting shall be chaired by the Regional Secretary-Treasurer. In the absence of both of these persons, a Chair shall be selected by and from the Members at the meeting.

5.3.3 Secretary of a Regional Meeting of Members

The Regional Secretary-Treasurer shall act as Secretary for the meeting and in his/her absence; a Secretary shall be selected by and from the Members at the meeting.

5.3.4 Notice of a Regional Meeting of Members

Notice of a general, special or election regional meeting of the Members shall be given in accordance with clause 7.2.1, except that a minimum of only ten (10) days’ notice shall be required.

5.3.5 Procedures

Except where otherwise expressly provided, the provisions of this By-law regarding meetings of the Members of the Association, respecting adjournments, errors, omissions, the giving of notice and procedures generally, shall apply to Regional Meetings of Members.
5.3.6 Quorum

A quorum for regional meetings of Members shall be no fewer than ten (10) Certified Members.

5.3.7 Voting

Except where otherwise provided, any question shall be determined by majority vote of Certified Members. The Chair of the meeting shall have a vote, to be cast only in the event of a tie.

5.3.8 Removal of Regional Representatives

The Certified Members of a Region may petition for the holding of a special or general meeting of the Members of the Region, and may remove a PASB Councillor, IETO Councillor or Regional Secretary-Treasurer at that meeting, provided that the notice calling such general or special meeting contains specific notice of the intention to pass such resolution of removal and election. The Regional Secretary-Treasurer shall call such a meeting upon the written requisition of fifty Certified Members in good standing of the respective Region. A quorum for such a meeting shall be twenty-five Certified Members in good standing of the respective Region. (Note a PASB Councillor and a Regional Secretary-Treasurer may also be removed by the Regional Council as in clause 5.4.5)

5.4 Regional Councils

5.4.1 Management of PASB Regional Activities

The activities of a Region shall be managed by a Regional Council. Each Regional Council shall consist of:

(a) the PASB Councillor for the Region;
(b) the IETO Councillor for the Region;
(c) the Regional Secretary-Treasurer for such Region; and
(d) in respect of each Chapter in such Region, up to two (2) Certified Members who are executive members of such Chapter, and who have been appointed by such Chapter.

5.4.2 Regional Council Chair

The PASB Councillor elected by the Region shall chair the Regional Council.

5.4.3 Regional Secretary-Treasurer

The Regional Secretary-Treasurer fulfils the duties of a secretary and treasurer for the Regional Council.
5.4.3.1 Eligibility for Regional Secretary-Treasurers

In addition to any regional requirements or specific requirements for a particular office, every prospective Regional Secretary-Treasurer shall meet the following criteria:

(a) shall not be less than eighteen (18) years of age;

(b) shall not have been found by the courts to be of unsound mind;

(c) shall not be a bankrupt. No undischarged bankrupt shall be nominated, elected or appointed as a Regional Secretary-Treasurer, and if a Regional Secretary-Treasurer becomes a bankrupt, he or she ceases to be a Regional Secretary-Treasurer; and

(d) shall be resident of Canada.

In addition, Regional Secretary-Treasurers must be resident or employed in the region in which he/she is nominated. Any individual nominated for election to position of Regional Secretary-Treasurer must also be a Certified Member of the Association in good standing.

5.4.3.2 A Regional Secretary-Treasurer who ceases to be a Certified Member in good standing shall cease to be a Regional Secretary-Treasurer.

5.4.3.3 No person shall accept a nomination for more than one elected position of the Association at any one time. A Regional Secretary-Treasurer shall not serve as an elected member of a chapter executive

5.4.3.4 A Regional Secretary-Treasurer shall not serve the Association in that capacity for more than six (6) consecutive years. However, a former Regional Secretary-Treasurer may run for re-election or be reappointed, after an absence of two (2) years.

5.4.3.5 All Regional Secretary-Treasurers shall be Certified Members.

5.4.3.6 A Regional Secretary-Treasurer ceases to hold office when the Regional Secretary-Treasurer:

(a) dies or resigns;

(b) is removed in accordance with the By-law; or

(c) becomes disqualified under clause 5.4.3.1 or ceases to be qualified under clause 5.4.3.2.
A resignation of a Regional Secretary-Treasurer becomes effective at the time the written resignation is received by the Association or at the time specified in the resignation, whichever is later.

5.4.3.7 Waiver of Qualifications

Notwithstanding any other provision in this By-law, in the event of a vacancy arising with a Regional Secretary-Treasurer position, and the members of the Nominating Committee reasonably believe that an appropriate qualified candidate is not available, the Nominating Committee shall be entitled to recommend any candidate to fill such vacancy who does not meet the minimum service requirements or consecutive term requirements set out elsewhere in this By-law, provided that (i) the Nominating Committee shall provide not less than 21 days notice to the membership that, in light of the vacancy, it will be considering candidates who do not fully meet the qualification requirements, and (ii) in no event shall the Nominating Committee recommend any candidate who does not qualify under clause 5.4.3.1.

5.4.3.8 Term of Office

Except where noted otherwise in the By-law, the term of office for Regional Secretary-Treasurers shall be two years.

5.4.4 Procedures

Except where otherwise expressly provided, the provisions of this By-law regarding meetings of the Members of the Association, respecting adjournments, errors, omissions, the giving of notice and procedures generally, shall apply to Regional Council meetings.

5.4.5 Quorum

A quorum for Regional Council meetings shall be a majority of Regional Council members.

5.4.6 Removal of PASB Regional Councillors

In the event that a PASB Regional Councillor does not, or cannot, meet the obligations of office or ceases to be qualified to hold office, then the Regional Council may, by a two thirds majority, vote to remove that individual from office prior to the expiry of his/her term.

Vacancies created by a removal would be filled by the Regional Council from amongst individuals qualified.
5.4.7 Activities in a Region

Activities in a Region shall be governed by the By-law, Council policy and the OAB rules.

5.5 Chapters

5.5.1 Chapters may be formed with the approval of the Regional Council and the PASB on a geographic basis, or centred on a community of shared interest within the Region. Chapters shall co-operate with, and be co-ordinated by the Regional Councils and the PASB. Chapter executive members shall be elected by the Certified Members of the Chapter at the annual meeting of the Chapter. The Chapter Chair and Vice-Chair shall be Certified Members of the Association. An elected member of OACETT’s Council shall not serve as an elected member of a Chapter executive.

5.5.2 A Chapter Chair shall not serve the Chapter in that capacity for more than five (5) consecutive years. However a former Chapter Chair may run for re-election after an absence of two (2) years. In the event that the operation of this section would result in the dormancy of a chapter, the maximum term limit may be waived by PASB on the recommendation of the PASB Councillor for the relevant region.

5.5.3 Chapter representatives and appointed officers shall serve a one year-term.

6 OFFICERS

6.1 Officers

6.1.1 The President

The President will preside at meetings of the Members and of the Council. The President is a member of Council, the OAB and shall be an ex-officio member of the Association’s Boards and Committees. The President shall have served a term as President-Elect and will be acclaimed President on completion of that term. Upon expiration of his or her term as President, the President will be appointed by Council as (i) the Past-President, and (ii) at the discretion of Council, may be appointed as the National Association Director.

6.1.2 The President-Elect

The President-Elect shall assist the President in carrying out the administration of the Association. The President-Elect will normally chair the OAB. The President-Elect on completion of his/her term shall be acclaimed as President. The President-Elect is a member of Council.
6.1.3 The Past President

The Past President is the most immediate Past President. In the event that the Past President is unwilling or unable to serve, then the office shall be filled by the next most immediate Past President prepared to serve.

The Past President is a member of Council and the OAB. The Past President will chair the Nominating Committee.

6.1.4 Vice-President IETO

The Vice-President IETO shall have responsibility for, and shall chair IETO. The Vice-President IETO is a member of Council and the OAB.

6.1.5 Vice-President PASB

The Vice-President PASB shall have responsibility for, and shall chair the PASB. The Vice-President PASB is a member of Council and the OAB.

6.1.6 Chief Executive Officer (CEO)

The CEO shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The CEO shall perform all such duties inherent in this office or as may be assigned by the Council and shall manage the affairs of the OACETT according to the provisions of this By-law, including the general management and direction of the Association’s business and affairs and the power to appoint or remove any and all employees and agents of the Association who are not elected or appointed by Council, and to settle the terms of their employment and remuneration.

6.1.7 Registrar

The Registrar shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The Registrar shall keep a complete and accurate Register of the Association’s membership in all categories including names and addresses, and of applicants (whether accepted or not). The Registrar shall record, or cause to be recorded, receipt of applications for membership, dates for registration, renewal or reinstatement of membership, receipt of dues, and levies and such further and other information as may be directed by IETO. The Registrar shall fulfil the duties as outlined in this By-law with respect to registration, discipline and appeals thereof and perform such other duties assigned by Council or IETO. The Registrar may be asked to provide advice to Council, the OAB and the IETO Board.

6.1.8 Secretary
The Secretary shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The Secretary shall give, or cause to be given, notice of meetings of the Members and Council. The Secretary shall enter or cause to be entered all minutes of all proceedings at such meetings in books kept for that purpose. The Secretary’s position may be combined with the Treasurer’s position.

6.1.9 Treasurer

The Treasurer shall be appointed by Council annually at the first meeting of Council and shall hold office at the pleasure of the Council.

The Treasurer shall cause to be kept full and accurate books of account in which shall be recorded all receipts and disbursements of the Association. The Treasurer shall control the deposit of money, the safe keeping of securities and the disbursement of the funds of the Association. The Treasurer shall render to Council whenever required an account of all transactions and of the financial position of the Association. The Treasurer shall perform such other duties as may from time to time be prescribed by Council. The Treasurer’s position may be combined with the Secretary’s position.

6.1.10 Other Officers

Other officers may be appointed by Council from time to time as appropriate.

6.2 Term of Office

Except where noted otherwise in the By-law, the term of office for elected persons shall be two years.

6.3 Non-Elected Officers

A non-elected officer of the Association appointed by Council may only be removed from office by a majority vote of Council. However, notwithstanding the foregoing, an officer who is also an employee of the Association shall cease to be an officer immediately upon the termination of such person’s employment.

7 MEMBERS MEETINGS

7.1 Location and Timing and Purpose of Annual Meeting

7.1.1 The annual meeting and any special meetings of the Members of the Association shall be held at such time and place in Ontario as may be approved by Council, and in accordance with the Act, provided the annual meeting is held each year after April 30th and prior to July 1st.
7.1.2 The annual meeting of Members shall be for the purpose of presenting to the Members matters as are required by the Act or the By-law, which were listed in the notice calling the meeting.

7.1.3 In an election year, the annual meeting of Members shall also be for the purpose of declaring elected a single nominee for each of the elected positions and introducing the newly elected, acclaimed and appointed Councillors.

7.2 Notice for Member Meetings

7.2.1 Notice of the annual meeting and of any special meeting shall be given at least thirty (30) days before the date thereof, except where herein otherwise provided, and shall state any business to be brought before the meeting and shall be deemed effectively and sufficiently given when mailed by prepaid post, or given by electronic means, or if contained in the newsletter or other printed matter, so sent to all Certified Members of the Association entitled to vote at the meeting. The Statutory Declaration of the Secretary of the Association that notice has been given pursuant to this by-law shall be sufficient and conclusive evidence of the giving of such notice.

7.2.2 Whenever, under the provisions of the By-law of the Association, notice is required to be given or a publication made, unless otherwise specified and then only to the extent therein, such notice may be given either personally, or by electronic communication media, or by depositing same at Canada Post addressed to the individual at his/her address as it is last recorded in the books of the Association. Notice of documents and any enclosure so sent by post shall be deemed to be given at the time of the deposit at Canada Post, or if by electronic media, shall be deemed given at the time the electronic communication was initiated.

7.2.3 Whenever notices may not be mailed by reason of the refusal of the Canadian postal authorities to accept the notices for mailing, or the notice cannot be provided by electronic means, then the Association may cause the notice to be published on three occasions in the business section of a daily newspaper covering each city in which there are at least one hundred Members. Such newspaper notices need not reproduce the material, which accompanies the notice, if the newspaper notice includes information as to places where Members may attend to collect such accompanying material.

7.2.4 Any error or omission in giving notice of any Association meeting will not invalidate such meeting or make void any proceedings taken thereat or pursuant thereto.

7.3 Motions and Resolutions

Except as provided in the Act, business brought before the annual or any special meeting of the Members for which prior notice of business was not given in accordance with clause 7.2 and which results in the passage of a resolution(s), shall
not be binding upon Council. Council will, however, take such resolution(s) under advisement for further study and possible action.

7.4 **Ballots for Council and Regional Secretary-Treasurer Elections**

7.4.1 Ballots for the election of a single nominee for each position of President-Elect, Vice-President (IETO), Vice-President (PASB), and for the selection of a single nominee for each position of PASB Councillor, IETO Councillor and Regional Secretary-Treasurer for each Region, shall be cast electronically via the internet between March 10th and March 31st in any election year. The balloting process will be carried out by secure electronic means via the internet. Only Certified Members are eligible to cast a ballot. The Association will suggest alternatives for Certified Members not having a computer or ready internet access to obtain electronic access to balloting.

7.4.2 **Counting Ballots**

All ballots shall be counted electronically with the results reported to the returning officer and then stored in safe-keeping, with the number of votes for each candidate and the result of the count kept secret until after the Chair of the Nominating Committee, the President and the candidate are notified of the election results. The names of the successful candidates may then be made public.

The procedure to be followed in all respects in counting the ballots shall be as follows:

(a) Where there are two or more candidates for a position, the candidate with the greater number of votes is elected.

(b) Whenever there is a tie, the President shall cast the deciding vote.

7.4.3 **Notice of Results**

(a) The Chair of the Nominating Committee will report the result of such selection at or before the final business session of Council held prior to the annual meeting.

(b) The President will declare the names of the successful candidates to be elected at the annual meeting of Members.

7.4.4 **Destruction of the Ballots**

The ballot results shall be destroyed on a motion of Council after the election results have been reported to Council.
7.5 Quorum

A quorum for meetings of Members of the Association shall be forty (40) Certified Members in good standing as defined in clauses 2.2 and 2.3 of this By-law, including proxies, except where herein otherwise provided.

7.6 Chair of Meetings

Annual or special meetings of the Members shall be chaired by the President, or in his/her absence, by the Past President, or in his/her absence by the President-Elect, or in his/her absence by one of the Vice-Presidents, or in the absence of all these, by an individual selected by and from the Members present at the meeting.

7.7 Voting Rights

Except as herein otherwise provided; only Certified Members in good standing shall be entitled to vote on each question arising at any meeting of the Members of the Association, including special or annual meetings.

7.8 Proxy

At any annual or special meeting of the Members, a proxy who has been appointed by a Certified Member in good standing shall be entitled to exercise the same voting rights that a Certified Member appointing him/her would be entitled to exercise, if he/she were present at the meeting, unless those rights have been restricted in the instrument granting the proxy. A proxy may also be given to the Association with instructions from the Member on the casting of their vote by the Secretary of the Association on the specific motions announced as being brought before the meeting. An instrument appointing a proxy shall be in writing and shall be acted on only if it has been deposited either at the Head Office, or with the Secretary of the Association, not less than forty-eight (48) hours prior to the day of the meeting or any adjournment thereof. A proxy shall expire at the close of the meeting for which it was intended or at the close of any adjournment thereof. A proxy-holder other than the Secretary of the Association must be a Certified Member in good standing.

A proxy may be revoked by an instrument in writing executed by a Certified Member or by his/her attorney authorized in writing and deposited either at the Head Office, at or with the Secretary of the Association at any time prior to the start of the meeting, or any adjournment thereof, at which the proxy is to be used. The proxy is revoked upon either of such deposits.

7.9 Adjournment

Any Association meeting may be adjourned at any time to reconvene at any time and any business may be transacted at the reconvened meeting that might have been transacted at the original meeting. The date, the time and the place to reconvene an adjourned meeting shall be determined prior to adjournment of the meeting.
8 BOARDs AND COMMITTEES

8.1 The Institute of Engineering Technology of Ontario (IETO)

8.1.1 The objects of the Association as outlined in section 2, subsection 1 through 5 of the Act shall be carried out under the direction of IETO. Council shall establish the IETO Board with such composition as Council may from time to time determine. Council shall establish a Terms of Reference for the IETO Board and confer on the Board the rights and responsibilities as Council may from time to time determine.

8.2 The Professional Affairs and Services Board (PASB)

8.2.1 The PASB shall have responsibility for implementing Council policies. Council shall establish a Terms of Reference for the PASB and confer on the PASB the rights and responsibilities as Council may from time to time determine.

8.3 The OACETT Administration Board (OAB)

8.3.1 Council may delegate to the OAB any powers that Council may exercise subject to such restrictions, if any, as may be imposed from time to time by Council or by law. Council shall establish the OAB with such composition as Council may from time to time determine. Council shall establish a Terms of Reference for the OAB and confer on the OAB the rights and responsibilities as Council may from time to time determine.

8.4 Nominating Committee

8.4.1 Council shall establish a Nominating Committee with such composition as Council may from time to time determine. Council shall establish a mandate for the Nominating Committee and confer on it the rights and responsibilities as Council may from time to time determine.

8.5 Other Committees of Council

8.5.1 Council may from time to time appoint other committees as standing committees or may appoint special committees to carry out specific time limited tasks.

9 FEES AND DUES

9.1 Fees

9.1.1 Subject to the recommendation of either the IETO Board or PASB, as the case may be, Council shall approve the fees to be levied for activities, including but not limited to the following:

(a) application fees for membership, reclassification, reinstatement and similar fees;
(b) examination fees;

(c) appeal fees;

(d) annual registration maintenance fees, including each Member’s fair share of the cost of developing and maintaining standards at both the provincial and national levels and the non-recoverable portion of the Association’s accreditation costs; and

(e) services fees.

9.1.2 National Association Fees

National Association fees shall be approved by Council.

9.1.3 Fees Administration

The OAB shall determine the cost, and consequently the fee per Member, required for administration, which would include, but not be limited to, costs associated with billing and fee collection. Also included shall be the cost of the salaries, wages and benefits for staff, cost of the annual meeting and Council costs, including any committees that respond directly to Council, the cost of elections, conducting stakeholder relations, undertaking and implementing the strategic and business plan, including such things as advocacy, government relations and other activities and functions. This fee would also include the generation of reserves, building funds and similar requirements.

9.1.4 Cost Recovery

Whenever practical and equitable the Association’s cost of providing services, applicable to some, but not all or most of the Members, should be recoverable.

9.1.5 PASB may establish policies and procedures regarding exemptions from payment of dues in cases of illness, disability, financial hardship or other extenuating circumstances.

10 Foundations

10.1 The Association may establish foundations to reflect its responsibility to the public for the betterment of humanity.

10.2 Foundations established shall be responsible to the Members and shall report annually to the annual meeting of Members.

10.3 The Association may provide assistance with the administration and operation of the Foundations and in the solicitation of contributions from within and beyond the membership of the Association.
10.4 The Council may direct some of its financial resources to fund such Foundations.

10.5 The foundation trustees shall be confirmed by the Certified Members.

10.6 The foundation shall be comprised of:

(a) the Association’s CEO as President; and

(b) Certified Members as Trustees

10.7 The Trustees shall:

(a) Approve the Terms of Reference for the foundation; and

(b) Serve a three year term with the opportunity for renewal of their appointment but cannot serve more than three consecutive terms.
Ontario Association of Certified Engineering Technicians and Technologists
Financial Statements
For the year ended December 31, 2015

<table>
<thead>
<tr>
<th>Contents</th>
</tr>
</thead>
<tbody>
<tr>
<td>Independent Auditor’s Report</td>
</tr>
<tr>
<td>Financial Statements</td>
</tr>
<tr>
<td>Statement of Financial Position</td>
</tr>
<tr>
<td>Statement of Operations</td>
</tr>
<tr>
<td>Statement of Changes in Net Assets</td>
</tr>
<tr>
<td>Statement of Cash Flows</td>
</tr>
<tr>
<td>Notes to Financial Statements</td>
</tr>
<tr>
<td>Schedule 1 - Operating Expenditures</td>
</tr>
<tr>
<td>Schedule 2 - Program and Other Expenditures</td>
</tr>
</tbody>
</table>
Independent Auditor's Report

To the Members of
Ontario Association of Certified Engineering Technicians and Technologists

We have audited the accompanying financial statements of Ontario Association of Certified Engineering Technicians and Technologists, which comprise the statement of financial position as at December 31, 2015 and the statement of operations, statement of changes in net assets and statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements present fairly, in all material respects, the financial position of the Association as at December 31, 2015 and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

BDO Canada LLP
Chartered Professional Accountants, Licensed Public Accountants
Mississauga, Ontario
February 26, 2016

BDO Canada LLP, a Canadian limited liability partnership, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.
## Ontario Association of Certified Engineering Technicians and Technologists
### Statement of Financial Position

<table>
<thead>
<tr>
<th>December 31</th>
<th>2015</th>
<th>2014</th>
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<tbody>
<tr>
<td><strong>Assets</strong></td>
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<td></td>
</tr>
<tr>
<td><strong>Current</strong></td>
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<td></td>
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<tr>
<td>Cash and cash equivalents</td>
<td>$278,933</td>
<td>$341,093</td>
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<td>Accounts receivable</td>
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<td>Prepaid expenses</td>
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<td><strong>Capital assets (Note 2)</strong></td>
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<td><strong>Investments (Note 3)</strong></td>
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<td><strong>Pension asset (Note 4)</strong></td>
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<tr>
<td><strong>Total Assets</strong></td>
<td><strong>$6,665,011</strong></td>
<td><strong>$6,723,941</strong></td>
</tr>
</tbody>
</table>

| **Liabilities and Net Assets** |       |       |
| **Current** |       |       |
| Accounts payable and accrued liabilities | $295,129 | $296,657 |
| Fees received in advance | 2,100,873 | 2,056,753 |
| Leasehold inducement - current portion (Note 5) | 16,459 | 16,459 |
| **Total Current Liabilities** | **2,412,461** | **2,389,869** |
| **Leasehold Inducement (Note 5)** |       |       |
| 93,265 | 109,724 |
| **Total Liabilities** | **2,505,726** | **2,499,593** |
| **Net assets** |       |       |
| **Net assets represented by:** |       |       |
| Internally restricted for specific purposes: |       |       |
| IT systems fund | 325,000 | 225,000 |
| Legal fund | 75,000 | 75,000 |
| Contingency fund | 2,147,277 | 2,147,277 |
| Unrestricted - operating fund | 1,191,290 | 1,282,803 |
| Invested in capital assets | 420,718 | 514,268 |
| **Total Net Assets** | **4,159,285** | **4,244,348** |

| **Total** | **$6,665,011** | **$6,723,941** |

---

On behalf of the Board:

Bob van den Berg, C.E.T., President

Greg Miller, C.E.T., President-Elect

The accompanying notes are an integral part of these financial statements.
# Ontario Association of Certified Engineering Technicians and Technologists

## Statement of Operations

For the year ended December 31

<table>
<thead>
<tr>
<th>Revenue</th>
<th>2015 Budget (Unaudited)</th>
<th>2015 Actual</th>
<th>2014 Actual</th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual membership fees</td>
<td>$4,224,000</td>
<td>$4,277,697</td>
<td>$4,221,359</td>
</tr>
<tr>
<td>Examination fees</td>
<td>169,000</td>
<td>112,753</td>
<td>144,361</td>
</tr>
<tr>
<td>Application and registration fees</td>
<td>238,000</td>
<td>237,785</td>
<td>228,651</td>
</tr>
<tr>
<td>Advertising</td>
<td>40,000</td>
<td>43,538</td>
<td>62,308</td>
</tr>
<tr>
<td>Other</td>
<td>75,300</td>
<td>56,851</td>
<td>57,357</td>
</tr>
<tr>
<td>PPE manual</td>
<td>132,000</td>
<td>114,003</td>
<td>108,327</td>
</tr>
<tr>
<td>Seminar</td>
<td>64,000</td>
<td>23,569</td>
<td>51,797</td>
</tr>
<tr>
<td>Rent</td>
<td>46,000</td>
<td>45,932</td>
<td>45,878</td>
</tr>
<tr>
<td>CTEN</td>
<td>123,000</td>
<td>110,611</td>
<td>122,747</td>
</tr>
<tr>
<td>Sponsorship</td>
<td>506,000</td>
<td>453,275</td>
<td>476,365</td>
</tr>
<tr>
<td><strong>Total Revenue</strong></td>
<td><strong>5,617,300</strong></td>
<td><strong>5,476,014</strong></td>
<td><strong>5,519,150</strong></td>
</tr>
</tbody>
</table>

| Operating expenditures (Schedule 1) | 639,600 | 651,472 | 581,103 |

| Program and other expenditures (Schedule 2) | 1,409,800 | 1,346,399 | 1,138,239 | 2,753,200 | 2,530,930 | 2,535,508 | 334,200 | 326,199 | 306,525 | 330,800 | 296,611 | 274,731 |

| **Total Operating Expenditures** | **4,828,000** | **4,500,139** | **4,255,003** |

| Excess of revenue over expenditures before amortization and contributions | 149,700 | 324,403 | 683,044 |

| Amortization | (151,500) | (143,609) | (148,063) |

| Forgiveness of loan with Carole and George Fletcher Foundation | - | - | (43,477) |

| Excess of revenue over expenditures before undernoted item | (1,800) | 180,794 | 491,504 |

| Investment income (loss) | 1,800 | (225,157) | 227,794 |

| Excess (deficiency) of revenue over expenditures for the year | $ - | $(44,363) | $719,298 |

The accompanying notes are an integral part of these financial statements.
# Ontario Association of Certified Engineering Technicians and Technologists

**Statement of Changes in Net Assets**

For the year ended December 31

<table>
<thead>
<tr>
<th>Fund balances, beginning of year</th>
<th>Invested in Capital assets</th>
<th>Legal Fund</th>
<th>Contingency Fund</th>
<th>IT Systems Fund</th>
<th>Operating Fund</th>
<th>Total</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ 514,268</td>
<td>$ 75,000</td>
<td>$ 2,147,277</td>
<td>$ 225,000</td>
<td>$ 1,282,803</td>
<td>$ 4,244,348</td>
<td>$3,870,893</td>
<td></td>
</tr>
<tr>
<td>Capital assets purchased, net</td>
<td>50,059</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>(50,059)</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Fund transfer</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>128,997</td>
<td>(128,997)</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>
| Pension remeasurements and other items | -                      | -          | -                | -               | (40,700)       | (40,700) | (345,843) |}
| Excess (deficiency) of revenue over expenditures | (143,609) | - | - | (28,997) | 128,243 | (44,363) | 719,298 |

Fund balances, end of year

<table>
<thead>
<tr>
<th>Invested in Capital assets</th>
<th>Legal Fund</th>
<th>Contingency Fund</th>
<th>IT Systems Fund</th>
<th>Operating Fund</th>
<th>Total</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ 420,718</td>
<td>$ 75,000</td>
<td>$ 2,147,277</td>
<td>$ 325,000</td>
<td>$ 1,191,290</td>
<td>$ 4,159,285</td>
<td>$4,244,348</td>
</tr>
</tbody>
</table>
## Ontario Association of Certified Engineering Technicians and Technologists
### Statement of Cash Flows

For the year ended December 31

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash provided by (used in)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Operating activities</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Excess (deficiency) of revenue over expenses for the year</td>
<td>$ (44,363)</td>
<td>$ 719,298</td>
</tr>
<tr>
<td>Adjustments to reconcile excess of revenue over expenses for the year to net cash provided by operating activities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Amortization</td>
<td>143,609</td>
<td>148,063</td>
</tr>
<tr>
<td>Leasehold inducement</td>
<td>(16,459)</td>
<td>(16,458)</td>
</tr>
<tr>
<td>Unrealized loss (gain) on investments</td>
<td>225,708</td>
<td>(225,947)</td>
</tr>
<tr>
<td>Changes in non-cash working capital balances</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Accounts receivable</td>
<td>(31,286)</td>
<td>36,703</td>
</tr>
<tr>
<td>Inventory</td>
<td>(3,254)</td>
<td>3,656</td>
</tr>
<tr>
<td>Prepaid expenses</td>
<td>6,352</td>
<td>20,286</td>
</tr>
<tr>
<td>Pension asset contributions</td>
<td>(35,000)</td>
<td>(161,243)</td>
</tr>
<tr>
<td>Accounts payable and accrued liabilities</td>
<td>(1,528)</td>
<td>(8,404)</td>
</tr>
<tr>
<td>Fees received in advance</td>
<td>44,120</td>
<td>91,422</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>287,899</td>
<td>607,376</td>
</tr>
<tr>
<td><strong>Investing activities</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Purchase of investments, net</td>
<td>(300,000)</td>
<td>(500,000)</td>
</tr>
<tr>
<td>Purchase of capital assets</td>
<td>(51,720)</td>
<td>(96,955)</td>
</tr>
<tr>
<td>Disposal of capital assets</td>
<td></td>
<td>1,661</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>(350,59)</td>
<td>(596,955)</td>
</tr>
<tr>
<td><strong>Increase (decrease) in cash and cash equivalents during the year</strong></td>
<td>(62,160)</td>
<td>10,421</td>
</tr>
<tr>
<td><strong>Cash and cash equivalents, beginning of year</strong></td>
<td>341,093</td>
<td>330,672</td>
</tr>
<tr>
<td><strong>Cash and cash equivalents, end of year</strong></td>
<td>$ 278,933</td>
<td>$ 341,093</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
Ontario Association of Certified Engineering Technicians and Technologists
Notes to Financial Statements

December 31, 2015

1. Significant Accounting Policies

Nature of Organization
The Association is constituted by the Ontario Association of Certified Engineering Technicians and Technologists Act, 1998, of the Province of Ontario. As the professional association for engineering technicians and technologists, it establishes standards for its members and provides training, professional development and various member services. The Association is a not-for-profit organization and is exempt from income tax.

Cash and cash equivalents
Cash and cash equivalents consist of cash and money market investments with a maturity of less than three months at time of purchase. These are reported at fair value.

Inventory
Inventory consists of jewellery and novelties and is stated at the lower of cost and replacement cost which is not in excess of net realizable value. Cost is generally determined on the first-in, first-out basis.

Capital Assets
Capital assets which include the intangible assets computer software and membership database are stated at cost less accumulated amortization. Amortization is provided on the straight-line basis over the expected useful lives of the assets as follows:

- Computer equipment and software - 3 years
- Furniture and equipment - 10 years
- Leasehold improvements - over the term of the lease
- Membership database - 5 years

Financial Instruments
Financial instruments are recorded at fair value when acquired or issued. In subsequent periods, equities traded in an active market are reported at fair value, with any unrealized gains and losses reported in operations. In addition all bonds and guaranteed investment certificates have been designated to be in the fair value category, with gains and losses reported in operations. All other financial instruments are reported at cost or amortized costs less impairment when changes in circumstances indicate the asset could be impaired. Transaction costs on the acquisition, sale or issue of financial instruments are expensed for those items remeasured at fair value at each statement of financial position date and charged to the financial instrument for those measured at amortized cost.

Leasehold Inducements
Leasehold inducements are amortized over the term of the lease.
Ontario Association of Certified Engineering Technicians
and Technologists

Notes to Financial Statements

December 31, 2015

1. Significant Accounting Policies (continued)

Fees Received in Advance

Fees received in advance consist of membership fees, examination fees, and miscellaneous deposits which relate to the subsequent fiscal year.

Revenue Recognition

Membership Fees
The Association follows the deferral method of accounting for membership fees. Membership fees are recognized as revenue proportionately over the membership period to which they relate. Membership fees are recognized when the amount can be reasonably estimated and collection is reasonably assured.

Examination, Application, and Registration Fees
 Fees are recognized in the year in which the services are provided.

Investment Income
Investment income includes dividends, interest income and realized and unrealized investment gains and losses.

Unrealized gains and losses on financial assets are included in investment income and recognized as revenue in the statement of operations, in the appropriate deferred contributions balance or reported directly in net assets, depending on the nature of any external restrictions imposed on the investment income.

Inventory
Revenue earned from sale of inventory is recognized in the period in which the goods are shipped.

Sponsorship Revenue
Sponsorship revenue is recognized in the period in which the amounts are received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

All other revenue items are recognized when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Donated Capital Assets, Materials and Services
Donated capital assets are recorded at fair value when fair value can be reasonably estimated. Due to the difficulty in determining their fair value, donated materials and services are not recognized in the financial statements.
Ontario Association of Certified Engineering Technicians
and Technologists
Notes to Financial Statements

December 31, 2015

1. Significant Accounting Policies (continued)

Use of Estimates

The preparation of financial statements in accordance with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from management’s best estimates as additional information becomes available in the future.

Internally Restricted Funds

As noted below, part of the Association’s fund balances have been internally restricted as approved by the Association’s Council. Transfers among funds are recorded as approved by the Council.

IT Systems Fund

The IT Systems Fund was established to be utilized to fund IT expenses to upgrade or replace the Association’s existing IT systems.

Legal Fund

The Legal Fund was established to be utilized to fund unexpected legal expenses of the Association.

Contingency Fund

The Contingency Fund was established to be utilized to fund unexpected operating expenses of the Association.

Employee Future Benefits

The Association has defined benefit pension plans and provides certain post retirement benefits consisting of health and other benefits for retirees. The accrued benefit obligation is determined using the actuarial valuation for funding purposes which determines the obligation based on management’s best estimate of salary escalation, terminations, and retirement ages of plan members. Also, adjustments for plan amendments, changes in assumptions and experience gains and losses are charged to the statement of changes in net assets as they occur. Pension fund assets are valued at fair value at the balance sheet date. The total cost of the defined benefit plan for the period is comprised of the current service cost, finance cost, and remeasurements and other items. The current service cost and finance cost are charged to operations for the period, while remeasurements and other items are charged directly to the net assets as they occur.
Ontario Association of Certified Engineering Technicians and Technologists
Notes to Financial Statements

December 31, 2015

2. Capital Assets

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Accumulated Amortization</td>
<td>Accumulated Amortization</td>
</tr>
<tr>
<td></td>
<td>Cost</td>
<td>Amortization</td>
</tr>
<tr>
<td>Computer equipment</td>
<td>$457,114</td>
<td>$430,655</td>
</tr>
<tr>
<td>Computer software</td>
<td>334,191</td>
<td>330,433</td>
</tr>
<tr>
<td>Furniture and equipment</td>
<td>611,300</td>
<td>509,837</td>
</tr>
<tr>
<td>Leasehold improvements</td>
<td>152,927</td>
<td>39,566</td>
</tr>
<tr>
<td>Membership database</td>
<td>853,414</td>
<td>677,737</td>
</tr>
<tr>
<td></td>
<td></td>
<td>2,408,946</td>
</tr>
</tbody>
</table>

Cost less accumulated amortization

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$420,718</td>
<td>$514,268</td>
</tr>
</tbody>
</table>

3. Investments

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and short-term money market</td>
<td>$12,101</td>
<td>$12,245</td>
</tr>
<tr>
<td>Mutual funds</td>
<td>391,910</td>
<td>392,892</td>
</tr>
<tr>
<td>Portfolio shares</td>
<td>3,477,948</td>
<td>4,092,209</td>
</tr>
<tr>
<td>Fixed income</td>
<td>1,184,270</td>
<td>745,731</td>
</tr>
<tr>
<td>Foreign securities</td>
<td>251,140</td>
<td>-</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$5,317,369</td>
<td>$5,243,077</td>
</tr>
</tbody>
</table>
Ontario Association of Certified Engineering Technicians and Technologists
Notes to Financial Statements

December 31, 2015

4. Pension Plan

The Association has funded a defined benefit plan providing pension benefits which covers substantially all its employees hired before December 31, 2007. The pension plan provides pension benefits based on length of service and final average earnings.

The Association uses the funding valuation approach to measure its accrued benefit obligations. The most recent actuarial valuation was as of January 1, 2014.

The funded status of the defined benefit plan is as follows:

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accrued benefit obligation</td>
<td>$(4,592,900)</td>
<td>$(4,544,400)</td>
</tr>
<tr>
<td>Fair value of plan assets</td>
<td>5,089,300</td>
<td>5,046,500</td>
</tr>
<tr>
<td>Funded status - plan surplus</td>
<td>496,400</td>
<td>502,100</td>
</tr>
<tr>
<td>Valuation allowance</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Accrued benefit asset</td>
<td>$496,400</td>
<td>$502,100</td>
</tr>
</tbody>
</table>

The following details significant components and assumptions of the Association’s pension plan:

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash Flows</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employer contributions</td>
<td>$60,000</td>
<td>$161,700</td>
</tr>
<tr>
<td>Benefit payments</td>
<td>(174,400)</td>
<td>(174,400)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Actuarial Assumptions</th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Discount rate</td>
<td>5.00 %</td>
<td>5.00 %</td>
</tr>
<tr>
<td>Interest rate of return on assets</td>
<td>5.00 %</td>
<td>5.00 %</td>
</tr>
<tr>
<td>Inflation rate</td>
<td>2.50 %</td>
<td>2.50 %</td>
</tr>
<tr>
<td>Salary projection rate</td>
<td>3.75 %</td>
<td>3.75 %</td>
</tr>
</tbody>
</table>

The Association maintains a defined contribution pension plan for employees, matching the employee contributions up to a maximum of 5% of gross earnings with an additional automatic 3% annual employer contribution not subject to matching. The pension expense for the year relating to this was $154,693 (2014 - $159,107).
Ontario Association of Certified Engineering Technicians
and Technologists
Notes to Financial Statements

December 31, 2015

5. Leasehold Inducement

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Original inducement</td>
<td>$148,127</td>
<td>$148,127</td>
</tr>
<tr>
<td>Accumulated amortization</td>
<td>(38,403)</td>
<td>(21,944)</td>
</tr>
<tr>
<td>Less: Current portion</td>
<td>109,724</td>
<td>126,183</td>
</tr>
<tr>
<td>(16,459)</td>
<td>16,459</td>
<td></td>
</tr>
<tr>
<td></td>
<td>$93,265</td>
<td>$109,724</td>
</tr>
</tbody>
</table>

6. Commitments

The Association leases its premises and certain office equipment under long-term operating leases with annual base commitments over the next five years and thereafter are as follows:

<table>
<thead>
<tr>
<th></th>
<th>Premises</th>
<th>Office Equipment</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>2016</td>
<td>160,726</td>
<td>9,275</td>
<td>170,001</td>
</tr>
<tr>
<td>2017</td>
<td>167,310</td>
<td>4,375</td>
<td>171,685</td>
</tr>
<tr>
<td>2018</td>
<td>170,601</td>
<td>3,385</td>
<td>173,986</td>
</tr>
<tr>
<td>2019</td>
<td>173,893</td>
<td>3,385</td>
<td>177,278</td>
</tr>
<tr>
<td>2020</td>
<td>175,539</td>
<td>1,693</td>
<td>177,232</td>
</tr>
<tr>
<td>2021 and thereafter</td>
<td>234,052</td>
<td>-</td>
<td>234,052</td>
</tr>
</tbody>
</table>

7. Contingencies

The Association is party to legal proceedings arising out of the normal course of business. The results of these litigations cannot be predicted with certainty, and management is of the opinion that the outcome of these proceedings is not determinable. Any loss resulting from these proceedings will be charged to operations in the period the loss is determined.
8. Financial Instrument Risk

The Association may be exposed to a variety of financial risks including interest rate risk and market value risk. The Association manages its risk by forecasting cash flows from operations and anticipating any investing and financing activities. A summary of the various risks which the Association is exposed to as a result of their operations is summarized below.

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Association is exposed to credit risk resulting from the possibility that a customer or counterparty to a financial instrument defaults on their financial obligation; if there is a concentration of transactions carried out with the same counterparty; or of financial obligations which have similar economic characteristics such that they could be similarly affected by changes in economic conditions. The Association’s financial instruments that are exposed to concentrations of credit risk relate primarily to the accounts receivable. Management believes this risk is minimized by the credit worthiness of its customers.

Currency Risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. As at year end, investments of $251,140 (2014 - $nil) are in US dollars and converted into Canadian dollars. Currency risk is new in the current year.

Interest rate risk

Interest rate risk is the potential for financial loss caused by fluctuations in fair value or future cash flows of financial instruments because of changes in market interest rates. The Association is exposed to this risk through its investments. This risk has not changed from prior years.

Market value risk

Market value risk is the risk of potential loss caused by the fluctuations in fair value or future cash flows of financial instruments by changes in their underlying market value. The Association is exposed to this risk through its investments. This risk has not changed from prior years.

9. Budgeted Figures

The budgeted figures presented for comparison purposes are unaudited and are those approved by Council, reclassified to conform with the financial statement presentation. The approval of the balanced budget took place November 28, 2014.

10. Comparative Figures

Comparative figures have been reclassified to conform with the current year’s financial statement presentation.
<table>
<thead>
<tr>
<th>Description</th>
<th>2015 Budget (Unaudited)</th>
<th>2015 Actual</th>
<th>2014 Actual</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accommodation</td>
<td>$305,000</td>
<td>$321,087</td>
<td>$310,565</td>
</tr>
<tr>
<td>Equipment leases and rentals</td>
<td>13,500</td>
<td>13,317</td>
<td>13,468</td>
</tr>
<tr>
<td>Insurance</td>
<td>9,000</td>
<td>8,735</td>
<td>8,853</td>
</tr>
<tr>
<td>Telephone and communications</td>
<td>70,000</td>
<td>53,553</td>
<td>53,178</td>
</tr>
<tr>
<td>Office</td>
<td>20,000</td>
<td>19,714</td>
<td>18,141</td>
</tr>
<tr>
<td>Public Relations/Marketing</td>
<td>1,000</td>
<td>1,104</td>
<td>1,036</td>
</tr>
<tr>
<td>Technology Professionals Canada</td>
<td>221,100</td>
<td>233,962</td>
<td>175,862</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$639,600</strong></td>
<td><strong>$651,472</strong></td>
<td><strong>$581,103</strong></td>
</tr>
</tbody>
</table>

For the year ended December 31, 2015
### Ontario Association of Certified Engineering Technicians and Technologists
#### Schedule 2 - Program and Other Expenditures

For the year ended December 31, 2015

<table>
<thead>
<tr>
<th></th>
<th>Budget (Unaudited)</th>
<th>IETO ($)</th>
<th>PASB ($)</th>
<th>Administration ($)</th>
<th>2015 Total ($)</th>
<th>2014 Total ($)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Communications</td>
<td>$279,000</td>
<td>$2,226</td>
<td>$255,875</td>
<td>-</td>
<td>$258,101</td>
<td>$225,685</td>
</tr>
<tr>
<td>Council and committees</td>
<td>$713,100</td>
<td>$228,553</td>
<td>$237,246</td>
<td>$352,499</td>
<td>$818,298</td>
<td>$679,977</td>
</tr>
<tr>
<td>Operating priorities</td>
<td>$417,700</td>
<td>$29,283</td>
<td>$125,644</td>
<td>$115,073</td>
<td>$270,000</td>
<td>$232,577</td>
</tr>
<tr>
<td><strong>Total program expenses</strong></td>
<td>$1,409,800</td>
<td>$260,062</td>
<td>$618,765</td>
<td>$467,572</td>
<td>$1,346,399</td>
<td>$1,138,239</td>
</tr>
<tr>
<td>Staff</td>
<td>$2,753,200</td>
<td>$741,905</td>
<td>$646,830</td>
<td>$1,142,195</td>
<td>$2,530,930</td>
<td>$2,535,508</td>
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<tr>
<td>Office</td>
<td>$334,200</td>
<td>$27,609</td>
<td>$27,147</td>
<td>$271,443</td>
<td>$326,199</td>
<td>$306,525</td>
</tr>
<tr>
<td>Services purchased</td>
<td>$330,800</td>
<td>$98,386</td>
<td>$28,742</td>
<td>$169,483</td>
<td>$296,611</td>
<td>$274,731</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$4,828,000</strong></td>
<td><strong>$1,127,962</strong></td>
<td><strong>$1,321,484</strong></td>
<td><strong>$2,050,693</strong></td>
<td><strong>$4,500,139</strong></td>
<td><strong>$4,255,003</strong></td>
</tr>
</tbody>
</table>
Carole and George Fletcher Foundation
Financial Statements
For the year ended December 31, 2015
(Unaudited - See Notice to Reader)

Contents

Notice to Reader 2

Financial Statements

Statement of Financial Position 3

Statement of Operations and Fund Balances 4
Notice to Reader

On the basis of information provided by management, we have compiled the statement of financial position of Carole and George Fletcher Foundation as at December 31, 2015 and statement of operations and fund balances for the year then ended.

We have not performed an audit or a review engagement in respect of these financial statements and, accordingly, we express no assurance thereon.

Readers are cautioned that these statements may not be appropriate for their purposes.

BDO Canada LLP
Chartered Professional Accountants, Licensed Public Accountants
Mississauga, Ontario
March 23, 2016
# Carole and George Fletcher Foundation

**Statement of Financial Position**

(UNAUDITED - SEE NOTICE TO READER)

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Assets</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Current</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash</td>
<td>$2,993</td>
<td>$3,089</td>
</tr>
<tr>
<td>Due from OACETT</td>
<td>13,188</td>
<td></td>
</tr>
<tr>
<td><strong>Investments</strong></td>
<td>111,420</td>
<td>140,661</td>
</tr>
<tr>
<td><strong>Net assets</strong></td>
<td>$127,601</td>
<td>$143,750</td>
</tr>
</tbody>
</table>

Net assets represented by:

<table>
<thead>
<tr>
<th></th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Restricted</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>The Kiani Foundation Engineering Technology Endowment Fund</td>
<td>18,250</td>
<td>20,000</td>
</tr>
<tr>
<td>Dr. Felix and Barbara Degan Award Fund</td>
<td>2,238</td>
<td>3,034</td>
</tr>
<tr>
<td>Lahde Award Fund</td>
<td>2,310</td>
<td>3,132</td>
</tr>
<tr>
<td>Endowment Fund</td>
<td>29,999</td>
<td>40,673</td>
</tr>
<tr>
<td><strong>Unrestricted</strong></td>
<td>74,804</td>
<td>76,911</td>
</tr>
<tr>
<td><strong>Total Net Assets</strong></td>
<td>$127,601</td>
<td>$143,750</td>
</tr>
</tbody>
</table>

On behalf of the Board:

[Signatures]

Trustee:

[Signatures]

Trustee:

[Signatures]
# Carole and George Fletcher Foundation

## Statement of Operations and Fund Balances
(Unaudited - See Notice to Reader)

For the year ended December 31 2014

<table>
<thead>
<tr>
<th>Fund</th>
<th>Restricted</th>
<th>The Kiani Foundation Engineering Technology Endowment Fund</th>
<th>Dr. Felix and Barbara Degan Award Fund</th>
<th>Lahde Fund</th>
<th>Endowment Fund</th>
<th>Unrestricted</th>
<th>2015</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenue</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Donations</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$ 18,819</td>
<td>$ 18,819</td>
<td>$ 23,088</td>
</tr>
<tr>
<td>Investment (loss) income</td>
<td>(1,750)</td>
<td>(796)</td>
<td>(822)</td>
<td>(10,674)</td>
<td>(15,199)</td>
<td>(29,241)</td>
<td>16,962</td>
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</tr>
<tr>
<td>Other income</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>43,477</td>
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<tr>
<td></td>
<td>(1,750)</td>
<td>(796)</td>
<td>(822)</td>
<td>(10,674)</td>
<td>3,620</td>
<td>(10,422)</td>
<td>83,527</td>
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<tr>
<td><strong>Expenses</strong></td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Bank charges</td>
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<td>96</td>
<td>96</td>
<td>124</td>
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<tr>
<td>Bursary</td>
<td></td>
<td></td>
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<td></td>
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<td>2,631</td>
<td>2,631</td>
<td>41,519</td>
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<tr>
<td>Consulting Services</td>
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<td>770</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Scholarships and awards</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>3,000</td>
<td>3,000</td>
<td>6,000</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>5,727</td>
<td>5,727</td>
<td>48,413</td>
</tr>
<tr>
<td><strong>Excess of revenue (deficiency) over expenses for the year</strong></td>
<td>(1,750)</td>
<td>(796)</td>
<td>(822)</td>
<td>(10,674)</td>
<td>(2,107)</td>
<td>(16,149)</td>
<td>35,114</td>
<td></td>
</tr>
<tr>
<td>Fund balance, beginning of year</td>
<td>20,000</td>
<td>3,034</td>
<td>3,132</td>
<td>40,673</td>
<td>76,911</td>
<td>143,750</td>
<td>108,636</td>
<td></td>
</tr>
<tr>
<td><strong>Fund balance, end of year</strong></td>
<td>$18,250</td>
<td>$2,238</td>
<td>$2,310</td>
<td>$29,999</td>
<td>$74,804</td>
<td>$127,601</td>
<td>$143,750</td>
<td></td>
</tr>
</tbody>
</table>