
THE ALBERTA INSTITUTE OF POWER ENGINEERS

1.0	The Institute.....	3
2.0	Affiliation.....	3
3.0	Definitions.....	3
4.0	Organization.....	3
5.0	Membership.....	4
5.1.	Termination of Membership.....	5
5.1.1.	Resignation.....	5
5.1.2.	Removal From Membership Roll.....	5
6.0	Certification of Members.....	5
6.1.	Certification Requirements.....	5
7.0	Meetings of the Branches.....	5
7.1.	Annual General Meeting.....	5
7.2.	Notice.....	6
7.3.	Order of Business.....	6
7.4.	Special Meetings.....	6
7.5.	Notice of Special Meetings.....	6
7.6.	Agenda for Special Meeting.....	7
7.7.	Rules of Order.....	7
7.8.	Quorum.....	7
7.9.	Voting for annual General Meeting.....	7
7.10.	Voting for Regular Branch Meetings.....	7
7.11.	Scrutinizers.....	7
8.0	The Executive Committee.....	7
8.1.	Elected Officers.....	7
8.2.	Election.....	8
8.3.	Regular Meetings.....	8
8.4.	Duties.....	8
9.0	Tenure and Election.....	8
9.1.	Officers may serve any number of terms but in one year (1) terms.....	8
9.2.	Elected.....	8
10.0	Duties of Officers.....	8
10.1.	President.....	9
10.2.	First & Second Vice-Presidents.....	9
10.3.	Past President.....	9
10.4.	Treasurer.....	9
10.5.	Secretary.....	9
10.6.	Appointed Officers.....	9
10.7.	Responsibility of the Executive Committee.....	9
10.8.	Powers.....	10
10.9.	Responsibility for Expenditures.....	10
11.0	Vacancies.....	10
11.1.	Vacating a Position.....	10
11.2.	Filling a Vacancy.....	10
11.3.	Resignation, Death, or Removal of Executive Committee Member.....	10
12.0	Audit and Borrowing.....	11

THE ALBERTA INSTITUTE OF POWER ENGINEERS

12.1. Reporting Period	11
12.2. Appointment of Auditors	11
12.3. Borrowing Powers	11
13.0 Indemnity	11
14.0 Compensation	12
15.0 Seal of the Institute	12
16.0 Amending the Bylaws	12
17.0 Notice	12
18.0 Amended Bylaws	12
19.0 Inspection of Books and Records	12
20.0 Dissolution	12
21.0 Code of Ethics	13
22.0 Signatures and addresses	14

1.0 THE INSTITUTE

The name of the Institute is The Alberta Institute of Power Engineers, hereinafter known as the AIPE.

The objects of the Institute are:

- A. To certify and give professional designations to members who meet the membership requirements of the AIPE.
- B. To protect the interests and to assist in the advancement of Power Engineers.
- C. To foster interest in, and better understanding of, Power Engineers by industry and public at large.
- D. To cooperate in the interests of the Profession with other technical organizations and with Municipal, Provincial and Federal authorities.
- E. To promote a Professional code of Ethics.
- F. To assist the Power Engineer in the discharge of his technical and civic duties.
- G. To provide a meeting place for the consideration and discussion of questions affecting the interests of Power Engineers.
- H. To provide all necessary equipment and furniture for carrying on its various objects.
- I. To buy, sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of the Association.

2.0 AFFILIATION

The AIPE is affiliated with the national Institute of Power Engineers (Dominion of Canada) (IPE). In general, the AIPE concurs with the rules and regulations of the IPE.

3.0 DEFINITIONS

Throughout this document, a word used in either gender applies also to the other gender, and a word used in the singular may apply to the plural.

4.0 ORGANIZATION

The Membership of AIPE shall be divided into Branches. Each Branch shall have its own Officers as hereinafter defined, and may establish its own Rules of Order, provided the same are not inconsistent with these bylaws and the Constitution of IPE.

Each Member shall be affiliated with the Branch of his or her choice.

THE ALBERTA INSTITUTE OF POWER ENGINEERS

The AIPE shall be administered by an Area Executive Council consisting of two elected Representatives from each Branch.

- A. An Annual Meeting of the Area Executive Council will be held at such time and in such place in each year, as may be determined by the Area Executive Council.
- B. The Area Executive Council, at their Annual Meeting, shall elect from their number a Director. They may also appoint a Secretary, a Treasurer, or a Secretary/Treasurer, either, of which shall not necessarily be an Area Representative.
- C. The Director so elected shall be the senior administrative officer and shall represent the AIPE on the National Board of Directors of IPE.
- D. In the event of a Director being elected as IPE National President, the Area Executive Council may then appoint a Provisional Director to act as the senior administrative officer, and to represent AIPE on the National Board of Directors of IPE.

5.0 MEMBERSHIP

- A. A (certified) Member is a person who has met the certification standards of the AIPE and has paid the initiation fee and dues as provided for in the Constitution of the Institute of Power Engineers. All AIPE Members in good standing will also be recognized as Members by the IPE.
- B. Life Membership will be granted to any person who has qualified as a Life Member of the Institute of Power Engineers.
- C. Honorary Membership will be granted to persons of acknowledged eminence in the engineering or allied professions who have qualified as an Honorary Member of the Institute of Power Engineers.
- D. Associate Membership may be held by any person engaged in any profession or industry allied with Power Engineering, and who has qualified according to the Membership Acceptance Standards. Associate Members will in all respects be equal to and enjoy the same privileges as Members.
- E. Corporate Membership may be held by any corporation, which has qualified according to the Membership Acceptance Standards. Corporate Members will in all respects be equal to and enjoy the same privileges as Members.
- F. Senior Membership will be granted to any person who has qualified as a Senior Member of the Institute of Power Engineers.
- G. Student Membership may be granted by a Branch to a person enrolled in a recognized Power Engineering course conducted on a full-time attendance basis by a provincial school of technology, and such membership shall be entered at the Branch level only, and shall be subject to the policies and procedures in effect at that Branch.
- H. A Member in good standing may be affiliated with the Branch of his or her choice, and at his or her request, be transferred to another Branch of his or her choice, with the approval of the Branches concerned.

5.1. TERMINATION OF MEMBERSHIP

5.1.1. Resignation

A member may resign from the Association by notifying the Branch Secretary in writing of his or her intention to resign. The resigning Member shall be liable to AIPE for all dues and all other financial obligations incurred to date on his resignation, and for the return of his Membership Certificate and other AIPE and IPE property in his or her possession. The interest of a Member shall not be transferable, and shall lapse and cease to exist upon the death or resignation of the Member.

5.1.2. Removal From Membership Roll

Subject to approval of the AIPE Executive Committee or IPE Board of Directors, a Member may be removed from the Membership Roll:

If he or she fails to comply with the provisions of these bylaws or the Constitution of the IPE.

If his or her Membership dues assessment remains unpaid (unless it has been waived or postponed by the IPE Board of Directors) for a twelve month period.

For other stated reasons, upon a two-thirds vote of the Members present at a special meeting of the Branch of his or her affiliation.

6.0 CERTIFICATION OF MEMBERS

There shall be only one category of certification as follows: Power Engineer.

6.1. CERTIFICATION REQUIREMENTS

Members, who hold a valid Power Engineer's Certificate of Competency issued by the Alberta Boiler Safety Association, and who have met the required membership standards of the AIPE, shall be entitled to use the professional designation of PE.

7.0 MEETINGS OF THE BRANCHES

Each Branch shall function to provide opportunity for each Member to have his voice in the affairs of the AIPE, to represent its Members at all levels, and in general to promote and pursue the AIPE objectives.

Annual, Special and Regular Meetings of each Branch shall be held at such time and in such place as may be determined by the Branch Executive Committee.

7.1. ANNUAL GENERAL MEETING

The Annual General Meeting of each Branch shall be held each year on a date not prior to the 1st day of January, and no later than the 31st day of December, said date to be determined by the Branch Executive Committee.

THE ALBERTA INSTITUTE OF POWER ENGINEERS

Each Branch at its Annual General Meeting shall elect a President, Vice-President or Vice-Presidents, Secretary, Treasurer, and two (2) Area Representatives.

These Officers, together with the Immediate Past President, shall constitute the Branch Executive Committee for the ensuing year. They shall appoint two (2) Auditors, not members of the Branch Executive Committee, and may appoint committees to act within the Branch jurisdiction.

7.2. NOTICE

At least one month's notice shall be given by public advertisement to all members of the Branch of the date, location and time of the Annual General Meeting.

7.3. ORDER OF BUSINESS

Order of business at the Branch Annual General Meeting shall be as follows:

- A. Acceptance of the agenda.
- B. Minutes of previous Annual General Meeting.
- C. Business arising out of the Minutes.
- D. Unfinished business.
- E. Treasurer's Report.
- F. Amendments to the bylaws.
- G. Election of members to the Executive Committee.
- H. New Business.
- I. Adjournment.

7.4. SPECIAL MEETINGS

A Special General Meeting of a Branch may be called at any time:

- A. By a resolution of the Executive Committee to that effect.
- B. On the written request of at least three members of the Executive Committee. The request must state the reason for the Special General Meeting and the motion intended to be submitted at the Special General Meeting.
- C. On the written request of at least ten of the voting members. The request must state the reason for the Special General Meeting and the motion intended to be submitted at such Special General Meeting.

7.5. NOTICE OF SPECIAL MEETINGS

The Secretary mails or delivers a notice to each member at least 21 days before the Special General Meeting. This notice shall state the place, date, time and purpose of the Special General Meeting.

7.6. AGENDA FOR SPECIAL MEETING

Only the matters set out in the notice for the Special General Meeting are considered at the Special General Meeting.

7.7. RULES OF ORDER

All meetings of the Institute shall be conducted in accordance with Robert's Rules of Order, insofar as they may apply.

7.8. QUORUM

At every Branch meeting of the Institute, a quorum shall consist of five percent of the total Members of the Branch in good standing, as shown on the Membership Roll on the date of mailing notice of such meeting. The Members constituting the quorum shall be present, personally or by proxy.

7.9. VOTING FOR ANNUAL GENERAL MEETING

The members of the Branch shall have both a voice and vote at the Branch Annual General Meeting. The President of the Branch shall only vote after the vote has resulted in a draw. The President's vote shall then become the deciding vote.

7.10. VOTING FOR REGULAR BRANCH MEETINGS

Each Executive Committee Member shall be entitled to one vote, excepting the President, who only has a deciding vote in the event of a tie.

At all Branch Meetings of the AIPE, voting shall be by a show of hands unless a vote by ballot is requested, and approved by a majority of the Members of the Executive Committee. A simple majority shall reach decisions unless otherwise required by the bylaws of the Institute or Corporation Law.

7.11. SCRUTINIZERS

If a vote by ballot is required, the chair shall appoint scrutinizers who shall total the votes and report them to the Presiding Officer, who shall announce the results to the assembly for the record.

8.0 THE EXECUTIVE COMMITTEE

The Business of the Institute shall be conducted by the Executive Committee, which shall constitute the elected Officers, along with the past president. Other members appointed by the Executive Committee shall also constitute the committee.

8.1. ELECTED OFFICERS

The elected officers of the Executive Committee shall be the President, first Vice-President, second Vice-President, Secretary and Treasurer.

8.2. ELECTION

The election of Officers shall be by secret ballot at the Institute's Annual Meeting. In the event, that only one member is nominated to run for a position, then that member shall be elected to the position by acclamation.

8.3. REGULAR MEETINGS

The Executive Committee shall meet not less than quarterly.

8.4. DUTIES

Duties of the Members of the Executive Committee shall be as defined in Section 10.

9.0 TENURE AND ELECTION

9.1. OFFICERS MAY SERVE ANY NUMBER OF TERMS BUT IN ONE YEAR (1) TERMS.

9.2. ELECTED

To be elected to the Executive Committee, a candidate must have a majority of the valid votes cast, and be a Member in good standing.

- A. In any contested election, voting shall be by secret ballot.
- B. If a person receives a majority of the valid votes cast, he/she is elected.
- C. If no person received a majority of the ballot votes cast, there shall be another ballot, from which the name of the person receiving the least number of votes in the previous ballot shall be deleted; where more than three (3) persons have contested an office, this process may be repeated, with the candidate receiving the least number of votes in any ballot being omitted from the next ballot.
- D. Where two or more candidates have the fewest (least) number of votes, the members at the meeting shall determine, by ballot, which of them shall be included in the next ballot.
- E. There shall be no proxy votes.

10.0 DUTIES OF OFFICERS

The duties of each position on the AIPE Branch Executive Committee shall be as follows, in addition to any duties prescribed by the Operational Memos of the IPE.

10.1. PRESIDENT

The President shall preside at all meetings of the Institute and shall have a deciding vote only. The President shall be an ex-officio member of all committees. The President shall assist, as necessary, in the preparation of the Budget for the following year.

10.2. FIRST & SECOND VICE-PRESIDENTS

The Vice-Presidents shall be the senior officers of the Institute next to the President, and shall preside at all meetings in the President's absence. The Vice-Presidents shall have such other duties as delegated by the President or as prescribed by the Membership.

10.3. PAST PRESIDENT

The Past President shall sit as a full member of the Executive Committee.

10.4. TREASURER

The treasurer shall receive all monies to the credit of the AIPE and shall give receipt for the same. The treasurer shall deposit all monies received in a chartered bank or other financial institution in the name of the Institute. No money shall be withdrawn from the bank without the sanction of the Executive Committee. The Treasurer shall sign all cheques drawn by the AIPE together with either the President or Vice-President. All accounts shall be paid by official cheque. The deposit hand receipt book shall be produced at all meetings and shall be properly balanced, up to-date in accordance with the bankbooks. The Treasurer shall prepare the budget, an annual report and financial statement for the Annual General Meeting. The Treasurer shall prepare a financial statement for other meetings, or as required.

10.5. SECRETARY

The Secretary shall be responsible for the preparation and custody of the minutes of proceedings of all meetings of the AIPE. Such minutes shall be maintained at all times and may be inspected after they (the minutes) have been accepted at the following meeting. The Secretary shall also complete and file the Annual Return to Corporate Registry.

10.6. APPOINTED OFFICERS

The Executive Committee shall be empowered from time to time, by resolution, to appoint Committee Chairmen who may act on behalf of the AIPE or Branch for a specific function or purpose.

10.7. RESPONSIBILITY OF THE EXECUTIVE COMMITTEE

The Executive Committee shall be responsible to the Members. They shall implement and control the policies, finances, and general affairs of the Institute in discharging its responsibilities to the Members.

10.8. POWERS

The Executive Committee has the power to make rules, regulations, and arrangements as to all matters of business, duties, management, regulations, or otherwise, so far as it is not already herein expressly provided for and so far as is consistent with the Constitution of the IPE. In keeping with their duty to enforce all the bylaws all the time, and without waiting for an official protest, or appeal, the Executive Committee shall immediately inquire into circumstances of any alleged irregularity which may be brought to their attention by a duly responsible officer or any Member and take appropriate action without delay.

10.9. RESPONSIBILITY FOR EXPENDITURES

The Executive Committee shall not be responsible for any expenditure made or any obligations assumed in the name of the AIPE by any members unless consent thereto has previously been given by the Executive Committee.

11.0 VACANCIES

11.1. VACATING A POSITION

The office of any member of the Executive Committee may be vacated upon resignation in writing.

11.2. FILLING A VACANCY

Should a vacancy occur in the Executive Committee, the other members of the Executive Committee may appoint a person to fill the vacancy until the next Annual General Meeting.

11.3. RESIGNATION, DEATH, OR REMOVAL OF EXECUTIVE COMMITTEE MEMBER

- A. An Executive Committee member may resign from office by giving one month's notice in writing. The resignation takes effect at the end of the month's notice or on the date, the Institute accepts the resignation.
- B. Voting members may remove any Executive Committee member before the end of his term. There must be a majority vote at a Special General Meeting called for this purpose.
- C. If there is a vacancy on the Executive Committee, the remaining Executive Committee members may appoint a member in good standing to fill that vacancy for the remainder of the term.
- D. Removal shall be based upon non-performance of duties, which may be evidenced by failure to attend three consecutive meetings without Executive Committee approval, or conduct deemed prejudicial to the well being of the Institute.

12.0 AUDIT AND BORROWING

12.1. REPORTING PERIOD

The fiscal year of the Association shall be from the first day of January following, both inclusive. A copy of the Annual Financial Statement, together with the Auditor's report, must be presented to each member of the Executive Committee, at least fourteen days before the date fixed for the Annual General Meeting. This same report must be presented to each member of the Institute if/when they attend the annual general meeting.

12.2. APPOINTMENT OF AUDITORS

Auditors shall be appointed annually to audit the accounts of the Association.

12.3. BORROWING POWERS

The AIPE shall not have borrowing powers.

13.0 INDEMNITY

No elected or appointed official of AIPE shall be held liable for the acts, receipts, neglects, or defaults of any other official, or for joining in any receipts, or other act for conformity, or for any loss or expense happening to AIPE through the insufficiency or deficiency of title to any property acquired by order of the Area Executive Council or Executive Committees for or on behalf of AIPE, or for the insufficiency or deficiency of any security in or upon which any of the monies of AIPE shall be invested, or for any damage arising from the bankruptcy, insolvency, or torturous act of any of the persons with whom any of the monies, securities, or effects of AIPE shall be deposited, or for any other loss occasioned by any error or judgment or oversight on his part, or for any other loss, damage, or misfortune whatever which shall happen in the execution of the duties of his office or relation thereto, unless the same shall happen through his own dishonesty.

Every elected or appointed official of AIPE and his heirs, executors, and administrators, estate and effects respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of AIPE from and against:

All costs, charges, and expenses whatsoever which such official sustains or incurs in or about an action, suit, or proceeding which is brought, commenced, or prosecuted against him, for or in respect of any act, deed, matter, or thing whatsoever heretofore or hereafter made, done, or permitted by him in or about the execution of his the duties of his office.

All other costs, charges, and expenses which such official sustains or incurs in or about or in relation to the affairs of AIPE; except such costs, charges, or expenses which are occasioned by his own willful neglect or default.

14.0 COMPENSATION

Area Executive Council members, Branch Executive Committee members, Auditors, and Committee Chairmen shall not be entitled to compensation or remuneration, except as provided for in Section 13.0.

15.0 SEAL OF THE INSTITUTE

The Executive Committee of the AIPE shall adopt a seal for use by the AIPE. The seal shall remain at all times in custody of the IPE.

16.0 AMENDING THE BYLAWS

These bylaws may be cancelled, altered or added to by a special resolution passed by a three-fourths majority voted at any Annual or Special General Meeting of the Institute.

17.0 NOTICE

The required notice of the Annual General Meeting or Special General Meeting of the Institute must include details of the proposed resolutions to change the bylaws.

18.0 AMENDED BYLAWS

The amended bylaws take effect after approval of the special resolution at the Annual General Meeting or Special General Meeting and filing with Corporate Registry for acceptance by Corporate Registry of Alberta.

19.0 INSPECTION OF BOOKS AND RECORDS

All members of this Institute shall have the opportunity to inspect books and records at the Annual General Meeting(s).

20.0 DISSOLUTION

All Assets of the AIPE shall be entrusted to the IPE, without disposal for at least five (5) years, in the event that the AIPE dissolve.

21.0 CODE OF ETHICS

All members shall so order their professional conduct as to ensure fidelity to their employer, fairness to associate and subordinate employees, continuity and economy in the service for which they are responsible, and devotion to the cardinal principles of good citizenship, courtesy and personal honour.

They shall subscribe to the provisions of the Statutes governing and identified with their profession, respecting them and assisting wherever possible with their observation and enforcement.

They shall employ all honourable means to establish and consolidate in the thought of all coming within their sphere of influence, understanding and appreciation of their vocation.

They shall, by personal example and careful instructions, pass on to such as are worthy, knowledge of their calling to the end that true foundations may underlie a forthcoming generation of their kind.

They shall not use unfair means to gain vocational advancement for themselves, nor shall they jeopardize the position of others when seeking to secure or retain employment.

They shall offer services for prospective engagement at a fair and just rate of remuneration and shall decline to subscribe to any questionable practice in this regard.

They shall hold inviolate such confidential information as may be entrusted to them concerning the technical processes and business affairs of their employer.

They shall earnestly direct attention to such hazards and dangers to life and property as may be revealed in the pursuit of their calling, and be ever prepared to sacrifice personal and private interest in the greater service of safety.

They shall, by co-operative endeavour, diligently seek to enhance the status of all members, giving freely of their knowledge and skill to this and all other engineering societies dedicated to the high ideals of honour and unselfishness in the performance of a service vital to the well-being and progress of mankind.

22.0 SIGNATURES AND ADDRESSES

Motion to accept bylaws: **Wil Amundson**

Seconded by: **Steve Ullyett**

DATED THIS 15th DAY OF November 2000 AD

Signature: **Lorne Shewfelt**

Print Name:

Address: PO Box 391, Wabamun, AB. T0E 2K0

Signature: **Henry Englehart**

Print Name:

Address: 55 Arbour Ridge Heights, NW, Calgary, AB. T36 3Z2

Signature: **Klaus Reichert**

Print Name:

Address: 177 Big Hill Circle, Airdrie, AB. T4A 1R9

Signature: **Sam Seepersad**

Print Name:

Address: 5931-157 Avenue, Edmonton, AB. T54 2P3

Signature: **Wil Amundson**

Print Name:

Address: 3720 – 62 Street, Camrose, AB. T4V 2Z9

Signature: **John Melnyk**

Print Name:

Address: 18 Mathias Ave, Spruce Grove, AB. T7X 2S2