

CFES

CANADIAN FEDERATION OF ENGINEERING STUDENTS



FCÉG

LA FÉDÉRATION CANADIENNE DES ÉTUDIANT.E.S EN GÉNIE

Canadian Federation of Engineering Students

# Constitution

English Edition

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# **1 Article 1 - General**

## **1.1 Name of the Corporation**

1. The name of the Corporation shall be “The Canadian Federation of Engineering Students”, hereafter called “the CFES”.

## **1.2 Head Office**

1. The Head Office of the CFES shall be located at the office of Engineers Canada, 55 Metcalfe Street – Suite 300, Ottawa, Ontario, K1P 6L9.

## **1.3 The Seal**

1. The Seal, an impression whereof is stamped below, shall be the Seal of the Federation.

## **1.4 Fiscal Year**

1. The fiscal year of the CFES shall conclude on 31 March each year.

## **1.5 Abbreviations and Logo**

### **1.5.1 Canadian Federation of Engineering Students**

1. The abbreviations FCEG and CFES and the logo that appears below are employed to designate the Canadian Federation of Engineering Students.
2. In this constitution, “Federation” designates the Canadian Federation of Engineering Students.

### **1.5.2 Canadian Engineering Competition**

1. The abbreviations CCI and CEC are employed to designate the Canadian Engineering Competition.
2. The Canadian Engineering Competition logo must incorporate, in part or in full, the CFES logo as established in Article 1.5.1.

### **1.5.3 Canadian Engineering Leadership Conference**

1. The abbreviation CELC is employed to designate the Canadian Federation of Engineering Students Canadian Engineering Leadership Conference.
2. The Canadian Federation of Engineering Students Canadian Engineering Leadership Conference logo must incorporate, in part or in full, the CFES logo as established in Article 1.5.1.

#### **1.5.4 Conference on Diversity in Engineering**

1. The abbreviation CDE is employed to designate the Canadian Federation of Engineering Students Conference on Diversity in Engineering.
2. The Canadian Federation of Engineering Students Conference on Diversity in Engineering logo must incorporate, in part or in full, the CFES logo as established in Article 1.5.1.

#### **1.5.5 Summit on Development of Engineering Societies**

1. The abbreviation CFES SDES is employed to designate the Canadian Federation of Engineering Students Summit on Development of Engineering Societies.
2. The Canadian Federation of Engineering Students Summit on Development of Engineering Societies logo must incorporate, in part or in full, the CFES logo as established in Article 1.5.1.

#### **1.5.6 Conference on Sustainability in Engineering**

1. The abbreviation CSE is employed to designate the Canadian Federation of Engineering Students Conference on Sustainability in Engineering.
2. The Canadian Federation of Engineering Students Conference on Sustainability in Engineering logo must incorporate, in part or in full, the CFES logo as established in Article 1.5.1.

## **2 Article 2 - Definitions**

Board Members: Members of the Board, as specified in Article 10.

Members: Member societies, as specified in Article 4.

National Executive: President and Vice-Presidents as specified in Article 6.

Resolution: Motion presented as “Proposal” and approved by a majority vote.

Special Resolution: Motion presented as “Special Proposal” and approved by a supermajority vote.

Signing Officer: Person who has the right to authorize financial transactions on behalf of the CFES, as specified in Article 13.

General Assembly: Meeting of the Members.

## **3 Article 3 - Dispositions**

### **3.1 Guiding Principles**

1. The CFES supports growth and communication within its members to ensure their moral, intellectual, cultural, academic, social and economic well-being.

2. The Federation represents and promotes Canadian undergraduate engineering students on a national and international level.
3. The CFES will not align itself with any political party.

### 3.2 Mission

1. The goal of the CFES is to solicit, represent, organize and exchange views, information and activities pertinent to the goals of the members at a national level as to ensure their moral, intellectual, cultural, academic, social and economic well-being, and to improve the quality and scope of Canadian engineering education.
2. The means by which this will be done are:
  - (a) To organize and host conferences, meetings, assemblies, exhibitions and competitions related to this end,
  - (b) To affiliate itself with any organization pursuing the same goals as those of the said corporation,
  - (c) To acquire via purchase, renting or otherwise, to possess and operate the assets, movables and real estate necessary for the accomplishment of the above mentioned goals,
  - (d) To provide to its members services of all kinds related to the above mentioned goals,
  - (e) To create, support, participate in movements, opinion campaigns or other organizations relating to these goals whenever possible,
  - (f) To encourage member and associate societies to promote the creation and exchange of pertinent information to all members and other interested parties,
  - (g) To promote the interaction of Canadian engineering students with specific interest groups (societies, associations, government and other agencies) on national and international issues of social, economic, political, legal and human concern relevant to engineering,
  - (h) To present information of relevance to appropriate government and other agencies,
  - (i) To cooperate with all engineering associations recognized by the corporation in matters of common interest,
  - (j) To promote the public image of engineering students in Canada,
  - (k) To facilitate and develop activities and services, including but not limited to CFES CELC, the Canadian Engineering Competition, the CFES Conference on Diversity in Engineering, and the CFES Summit on Development of Engineering Societies.

### 3.3 Regions

1. CFES comprises of 4 regions. They are:

- (a) Atlantic – Provinces of Prince Edward Island, of New Brunswick, of Nova Scotia, and of Newfoundland and Labrador;
- (b) Quebec – Province of Quebec;
- (c) Ontario – Province of Ontario; and
- (d) West – Provinces of British Columbia, of Alberta, of Saskatchewan, of Manitoba, and The Territory of Yukon, Territory of Nunavut and North-West Territories.

### **3.4 Official Languages**

1. All communications to the members shall be done in either official language, or both, at the member's discretion.
2. Requests for translation from one official language to the other may be made by any member organization.
3. Furthermore, all publications of the Federation shall be available simultaneously in both official languages of Canada.
4. In the case of a divergence between the English and French versions of this constitution, the English version takes precedence.
5. In the case of a divergence between the English and French versions of the rules and regulations or resolutions, the original document takes precedence over the translation as official document of the Federation.

### **3.5 Invalidation**

1. Invalid or illegal dispositions of this constitution or any other rules or regulations that the Federation should henceforth adopt will not invalidate the whole of this constitution, those rules or those regulations and they shall stay valid as if those invalid or illegal dispositions had never been included.

### **3.6 Titles**

1. Titles inserted in this constitution and in all other documents of the Federation hereafter passed are included only to facilitate reading and should not affect the interpretation of these constitution and documents.

### **3.7 Interpretation**

1. In this constitution and in all other documents of the Federation hereafter passed, unless the context otherwise requires, words importing the singular number shall include the plural number, and vice versa, and references to persons shall include firms and corporations.

### **3.8 Policy Manual**

1. Further to this constitution and the regulations contained herein, additional policies and best practices can be found in the CFES Policy Manual.

### **3.9 Document of Stances**

1. Official positions taken by the CFES can be found in the Document of Stances as outlined in the Policy Manual.

## **4 Article 4 - Membership**

### **4.1 Regular Member (Engineering Society)**

1. A regular member of the Federation is a society representing undergraduate engineering students at a Canadian higher education institution having an engineering program accredited, or in the process of accreditation, by the Canadian Engineering Accreditation Board, that represents the students' concerns to their faculty and higher education institution administration and which received the support of the General Assembly as specified in Article 4.3.2.

### **4.2 Cooperative Regular Member**

1. Multiple societies may apply to co-represent the undergraduate engineering students at their institution as if eligible to be an ordinary Regular Member as defined in Article 4.1 where there is no single society fitting the description.
2. A Cooperative Regular Member is identical to an ordinary Regular Member in all ways except the voting representative must be confirmed by each cooperative society President.

### **4.3 Application for Membership**

1. To become a regular member an organization must submit a written application to the Vice-President Finance and Administration, who must immediately inform the members of such an application.
2. The members' assembly must then make a decision regarding the organization admission, and this no later than the annual meeting following the organisation's submission of the application.

### **4.4 Observer Status (Engineering Society)**

1. An observer of the Federation is a society representing undergraduate engineering students at a Canadian higher education institution having an engineering program



accredited, or in the process of accreditation, by the Canadian Engineering Accreditation Board, that represents the students' concerns to their faculty and higher education institution administration, and which received the support of the Board as specified in the Bylaws.

2. Observer status is valid for one year after an application is approved after which point the society in question must choose to apply to become a regular member as per Article 4.1.1, apply for a one-time extension or withdraw membership both as per the Bylaws.

## **5 Article 5 - General Meetings**

### **5.1 Purpose**

1. The regularly scheduled Annual General Assembly and second General Assembly serve the purpose of allowing members to examine the activities and the accountability of the Federation.
2. An extraordinary General Assembly will be convened to address serious issues, such as the expulsion of a member or the dissolution of the Federation.

### **5.2 Annual Meetings**

1. The Annual General Assembly shall be held at CFES CELC each January.
2. A second General Assembly will be held annually at the CFES Summit on Development of Engineering Societies in early autumn.

## **6 Article 6 - National Executive**

### **6.1 Composition**

1. The National Executive shall consist of the President, the Vice President Academic, the Vice President Finance and Administration, the Vice President External, and the Vice President Services.
2. Powers and duties of members of the National Executive shall be found in the Policy Manual of the Federation.

### **6.2 Election**

1. The National Executive is elected at the Annual General Assembly.

## **6.3 Term of Office**

1. The term of office of the National Executive is the same as the fiscal year of the Federation.
2. Concluding their term in office, the Vice-President Finance and Administration will transition to the role of Outgoing Vice-President Finance and Administration, with a term concluding at the end of August.

## **7 Article 7 - Regional Ambassadors**

### **7.1 Composition**

1. The Regional Ambassadors are chosen by their respective region to represent on the Board.
2. There is one Regional Ambassador per region, and they have tasks to accomplish at both the national and regional levels.

### **7.2 Term**

1. The term of office for a Regional Ambassador shall be determined to be the same as the CFES fiscal year, unless the relevant regional organization deems otherwise.

## **8 Article 8 - National Councillors**

### **8.1 Purpose**

1. The National Councillors shall be responsible for providing a breadth of experience to the Board, the Federation, and the members, and advising where desired.
2. Leading up to their term of the office, the National Councillors shall be responsible for assisting the organizational transition process.

### **8.2 Election**

1. The two (2) National Councillors are elected at the Annual General Meeting.

### **8.3 Term**

1. The term of office for the National Councillors shall be the same as the CFES fiscal year.

## **9 Article 9 - Directors**

### **9.1 Purpose**

1. The Directors shall be the directors formally recognized by the Government of Canada and financial institutions.

### **9.2 Composition**

1. The Directors of the Federation are composed of eight (8) members.
2. The Directors are as follows:
  - (a) The President;
  - (b) The Vice President Finance and Administration;
  - (c) The four (4) Regional Ambassadors;
  - (d) The two (2) National Councillors;

## **10 Article 10 - Board**

### **10.1 Purpose**

1. A Board shall manage the property and business of the CFES.

### **10.2 Composition**

1. The Board of the Federation shall be composed of seven (7) members, hereafter referred to as Voting Board Members:
  - (a) Regional Ambassadors (4)
  - (b) National Councillors (2)
  - (c) President (1)
2. The Chair, or the Vice-Chair if fulfilling the duties of the Chair, shall only vote when there is a tie.
3. The Board shall be composed of the following non-voting members, hereafter referred to as Non-Voting Board Members:
  - (a) The Board Chair;
  - (b) The Vice President Academic;
  - (c) The Vice President Finance and Administration;
  - (d) The Vice President External;
  - (e) The Vice President Services;
  - (f) The Vice President Communications;
  - (g) Any ratified incoming representative for the Board Membership.

## **11 Article 11 - Elections**

### **11.1 General Policy**

1. The election procedures outlined in the CFES Policy Manual are valid for the election in the General Assembly or by the Board for the National Councillors, the National Executive and the Regional Ambassadors.
2. The election procedures must include a stipulation that, to be elected, a candidate must receive the absolute majority of the vote, abstentions excluded.

### **11.2 Eligibility**

1. To be eligible, the candidate for a position on the National Executive must be a member of an active member at the time of its candidature.
2. There is no specific eligibility condition for the candidate for a National Councillor position.
3. No student shall hold more than one position within the CFES Team at any given time.

## **12 Article 12 - Activities and Services**

### **12.1 Overview**

1. The activities of the Federation are the Canadian Engineering Competition (CEC), the CFES Canadian Engineering Leadership Conference (CELC), the CFES Conference on Diversity in Engineering (CDE), the CFES Conference on Sustainability in Engineering (CSE) and the CFES Summit on Development of Engineering Societies (SDES).
2. The specifications of responsibilities between the CFES and the activities are outlined in the CFES Activity Partnership Agreements.

### **12.2 Organization of Activities and Services**

#### **12.2.1 Organizing Members**

1. Only active members, as outlined in Article 4.1 of this constitution, and the Board, can organize the activities or services of the Federation.
2. Organizing Members are appointed in General Assembly.

#### **12.2.2 Activity Managers**

1. The Activity Managers are appointed by the active member appointed in General Assembly.

2. Their term of office spans from the time of appointment until the resolution of any accounts receivable or payable at the conclusion of the activity in question.
3. They have the exclusive responsibility of all that is related to their activity, including, but without limitation to, the financial accountability and their audition by an external auditor, the appointment of an organising committee, the signature of official documents, etc.
4. They answer directly to their Advisory Board, the organizing member and to the Board.

## **13 Article 13 - Financial and Legal Dispositions**

### **13.1 External Audit**

#### **13.1.1 The Federation**

1. The Federation must conduct an external audit annually.
2. The auditing entity is to be approved annually at the annual general meeting.
3. The cost of this financial review is to be estimated at the time of their approval, the total cost incurred shall be reported at every meeting of the membership.

#### **13.1.2 Activities**

1. All CFES Activities must undergo an external audit, done through the organization that handled the financial accounts for the Activity.
2. This will be either the CFES or an incorporated body as approved by the Board.
3. The CFES Audit Costs, outlined in Article 13.1.3, will only apply to host schools that use CFES bank accounts for their Activity.

### **13.2 Audit by Membership**

1. At the Summit on Development of Engineering Societies, an active member may request to audit the books of the Federation for the current year.
2. The member must report to the next Annual General Assembly.
3. If more than one member makes a request, the General Assembly, or the Board, appoint the member responsible for the audit.

## **13.3 Reimbursements**

### **13.3.1 Ordinary**

1. Board Members will be reimbursed of all costs, charges and expenses they sustain or incur in or about any action, suit or proceedings which is brought, commenced or prosecuted against them, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by them, in or about the execution of the duties of this office or in respect of any such liability.

### **13.3.2 Extraordinary**

1. The Board may authorize the reimbursement of Board Members of all other costs, charges and expenses which they sustain or incur in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by their own wilful neglect or default.

## **13.4 Trust Company**

1. The Board shall have power to authorize expenditures on behalf of the Federation from time to time and may delegate by resolution to a Board Member the right to employ and pay salaries to employees.
2. The Board shall have the power to enter into a trust arrangement with a trust company for the purpose of creating a trust fund in which the capital and interest may be made available for the benefit of promoting the interest of the Federation in accordance with such terms as the Board or members may prescribe.

## **13.5 Donations**

1. The Board shall take such steps as they may deem requisite to enable the Federation to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objectives of the Federation.

## **13.6 Power of Attorney**

1. The Board may give the Federation power of attorney to any registered dealer in securities for the purposes of the transferring of and dealing with any stocks, bonds, and other securities of the Federation.

## **13.7 Contracts**

### **13.7.1 Signing Requirements**

1. Any contracts, documents or any instruments in writing shall be signed by the Vice President Finance and administration.
2. All contracts so signed shall be binding upon the federation without any further authorization or formality if the value does not exceed \$1000.
3. Contracts, documents or any instruments in writing exceeding \$1000 requiring the signature of the Federation, shall be signed by any two members of the National Executive.
4. All contracts, documents and instruments in writing so signed shall be binding upon the Federation without any further authorization or formality if the value does not exceed \$10,000.
5. For a contract with a value in excess of \$10,000, a resolution authorizing its signing must be adopted by the Board.
6. Any contracts, documents or any instruments in writing requiring the signature of the Federation for an activity or a service shall be signed by its Activity Manager, or their delegate, also requiring the approval of the Board if in excess of \$10,000.

### **13.7.2 Special Signing Officer**

1. The Board shall have power from time to time by resolution to appoint a member of the CFES Team of the Federation to sign specific contracts, documents and instruments in writing.

## **14 Article 14 - Dissolution of the Federation**

1. The Federation will be dissolved upon resolution of a meeting of the General Assembly where no less than two thirds (2/3) of the active members must agree.
2. All liabilities will be honoured and the remaining assets will be distributed to one or more organizations with goals similar to the Federation.

## **15 Article 15 - Amendments**

### **15.1 Substantive Amendments**

1. The constitution of the Federation may be repealed or amended by resolution of the Annual General Assembly where no less than two thirds (2/3) active members present must agree.

## **15.2 Grammatical Amendments**

1. Amendments to this constitution that are simply corrective measures to ensure accurate translation and grammatical structure may be passed by the Board with a two thirds (2/3) majority, provided these amendments do not change the concept or spirit of the point being amended.

## **15.3 Temporary Amendments**

1. The Board may prescribe such rules and regulations consistent with this constitution relating to the management and operation of the Federation as they deem expedient, provided that such rules and regulations shall have force and effect only until the next annual meeting of the members of the Federation when they shall be confirmed, and failing such confirmation at such annual meeting of members shall at and from that time cease to have any force and effect.
2. Any amendments passed by the Board in this way shall be communicated to all members within 2 business days.

## **16 Article 16 - Annulment**

1. The present constitution repeals and annuls all previous constitutions to date.