CONSTITUTION

THE CANADIAN CHAPTER OF THE INTERNATIONAL COST ESTIMATING AND ANALYSIS ASSOCIATION

ARTICLE I: NAME

Section A. The name of this organization is:

THE CANADIAN CHAPTER OF THE
INTERNATIONAL COST ESTIMATING AND ANALYSIS ASSOCIATION
and its abbreviated name is:

CANADA CHAPTER, ICEAA

ARTICLE II: PRINCIPAL OFFICE

Section A. The Principal Office of this Chapter shall be at such place as may be determined by the Chapter Board of Directors provided that the Principal Office will always be located within the Boundaries of the Chapter.

Section B. The Boundaries of the Chapter shall be defined by the Board of Directors of the International Cost Estimating and Analysis Association and may be redefined by said Board from time to time in its exclusive discretion.

Section C. The Chapter Board of Directors may relocate the Principal Office as may be most expedient for the operation of the Chapter provided that the Chapter Secretary shall immediately notify the Secretary of the International Cost Estimating and Analysis Association of such relocation in writing.

ARTICLE III: FISCAL YEAR

Section A. The Fiscal Year of this Chapter shall be from 1 January through 31 December of each year.

ARTICLE IV: PURPOSES

Section A. To advance, encourage, promote and enhance the profession of cost estimating and analysis through the use of parametrics and other data-driven techniques for use by the membership as well as the general public.

Section B. To foster the professional growth of its members within the allied fields of estimating and analysis

Section C. To enhance the understanding and appreciation of using data-driven estimating and analysis techniques throughout allied fields and the general population.

Section D. To provide educational opportunities to practitioners in cost and parametric estimating and analysis, as well as with allied fields.

Section E. To establish standards in terminology, conduct, and application of estimating and analysis techniques.

Section F. To develop means to achieve and measure established standards.

Section G. To recognize achievement through an appropriate program of recognition and certification.

Section H. To provide forums and media through which experiences with all of the principles and techniques associated with data-driven cost estimating and analysis may be reported, discussed, and published in furtherance of the public interest.

Section I. To foster, promote, and conduct research in all estimating and analysis techniques.

Section J. To develop and maintain standards of proficiency and ethics.

Section K. To cooperate with other national and international organizations and individuals, having common or related proposes, in furtherance of the public interest.

ARTICLE V: CONSTRAINTS

Section A. No assets or funds of this Chapter shall inure to the benefit of, or be distributed to its members, officers, directors, or other private persons, except that the Chapter is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its Purposes set forth in this Constitution.

Section B No substantial part of the activities of this Chapter shall be spent on influencing legislation or developing, preparing, or disseminating propaganda, or participating in or

intervening in (including the publication or distribution of statements or literature) any political campaign on behalf of any candidate for public office, except that the Chapter may take a position on or make statements concerning professional standards, ethics, proficiency, research or other subjects directly related to its Purposes.

Section C. Notwithstanding any other provisions of this Constitution, this Chapter shall not conduct any activities not permitted:

1) to an organization under the *Canada Not-for-profit Corporations Act* (or corresponding provisions of any future Canadian Not-for-profit act).

2) to a non-profit organization under the *Income Tax Act* (or corresponding provisions of any future Canadian tax act).

Section D. This Chapter is a part of the International Cost Estimating and Analysis Association and shall operate and conduct all of its activities in accordance with the Constitution, By Laws, rules, regulations and direction of the International Cost Estimating and Analysis Association. The provisions of this Constitution shall, at all times, be in harmony with and controlled by the Constitution of the International Cost Estimating and Analysis Association.

Section E: Recognition of this Chapter may be withdrawn by the ICEAA Board of Directors if, in its sole opinion and discretion, the Chapter is not serving the best interests of the ICEAA.

Section F: This Chapter shall not commit the ICEAA, nor publically comment on its behalf unless specifically authorized in writing by the ICEAA Board of Directors.

ARTICLE VI: MEMBERSHIP

Section A. The membership categories shall consist of Members and Student Members.

Section B. A Member of this Chapter shall be an individual who is a Member in good standing of the International Cost Estimating and Analysis Association, whose principal address is located within the Boundaries.

Section C. A Student Member of this Chapter shall be an individual who is a Student Member in good standing of the International Cost Estimating and Analysis Association and has voluntarily expressed, by word or action, a desire to be a Student Member of this Chapter.

Section D. The qualifications for membership in any category shall be identical to the membership qualifications of the International Cost Estimating and Analysis Association.

Section E. A Member has the privilege of holding elective office, voting for Officers and Directors, petitioning for and voting on changes to the Constitution and By Laws, and nominating candidates for office.

Section F. A Student Member has no voting privileges, cannot nominate candidates for or hold elective office, and cannot petition for changes to the Constitution and By Laws.

ARTICLE VII: OFFICERS AND DIRECTORS

Section A. The Officers and Directors of this Chapter shall be a President, a Vice President, a Secretary, a Treasurer, and such number of Directors as the Board of Directors shall, from time to time, deem appropriate.

Section B. A person shall not concurrently hold more than one Chapter office or directorship.

Section C. The term of office for all Officers and Directors shall be 2 years beginning on 1 October.

Section D. The term of each officer will be limited to two (2) consecutive terms in the same office.

Section E. Each Officer and Director must be a Member in good standing of the International Cost Estimating and Analysis Association.

Section F. If the Office of President becomes vacant, the Vice President shall become President for the remainder of the vacated term.

Section G. If the Office of Vice President, Secretary, Treasurer, or Director becomes vacant, the vacant office shall be filled by appointment by the President, with the approval of a majority of the members of the Chapter Board of Directors, for the remainder of the term of the vacated office.

Section H. Nomination of all Officers and Directors shall be made as prescribed in the By Laws.

Section I. Election of Officers and Directors shall be by ballot as prescribed in the By Laws.

ARTICLE VIII: BOARD OF DIRECTORS

Section A. The governing body of the Chapter shall be a Board of Directors in which the government and management of the Chapter is vested, except as otherwise provided for in the Constitution and By Laws.

Section B. The Board of Directors shall consist of the Officers, Directors and the Immediate past President.

Section C. A quorum of the Board of Directors shall consist of 50% of the members of the Board.

Section D. The Board of Directors shall be empowered to employ individuals to perform such duties as the Board may direct within the powers vested in the Board by the Constitution and By Laws.

ARTICLE IX: COMMITTEES

Section A. Committees, composed of Chapter members in good standing, may be established by the Board of Directors, as prescribed in the By Laws.

Section B. The Committees of the Chapter shall consist of those committees deemed necessary by the Board of Directors to manage the affairs and pursue the Purposes of the Chapter.

ARTICLE X: RECORDS

Section A. A roll of members shall be accepted from the International Cost Estimating and Analysis Association and shall be maintained with such information as may be specified by the International Cost Estimating and Analysis Association. Any changes to the information contained on the membership roll received from any source other than the International Cost Estimating and Analysis Association shall be reported to said Association as soon as practicable.

Section B. A complete accounting shall be kept of all monies received and expended by the Chapter. These financial records shall be annually compiled into financial statements on the form or in the format proscribed by ICEAA. These financial statements shall be reported to the membership and to the International Cost Estimating and Analysis Association as soon as practicable, no later than 1 March of the succeeding year.

ARTICLE XI: AMENDMENTS AND DISSOLUTION

Section A. The Constitution and By Laws may be amended by letter ballot following the procedures as prescribed in the By Laws, including the requirement for approval by the ICEAA President.

Section B. An affirmative vote of two-thirds of the valid votes cast shall be required for adoption of an amendment to the Constitution.

Section C. An affirmative vote of a majority of the valid votes cast shall be required for adoption of an amendment to the By Laws.

Section D. Changes to chapter constitutions or bylaws as promulgated by the International Cost Estimating and Analysis Association shall be immediately adopted and effective as changes to this Constitution or the Chapter's By Laws.

Section E. If the Chapter is dissolved or becomes inactive for any reason as determined by the ICEAA in its exclusive discretion, its assets shall be distributed as prescribed in the By Laws.

CERTIFICATE OF ACCEPTANCE AND IMPLEMENTATION

I, Peter Weltman President (pro tem) of the CANADIAN Chapter of the International Cost Estimating and Analysis Association, do hereby affirm that this Constitution was accepted and approved by a majority of the members of the Board of Directors (pro tem) of said Chapter and that this Constitution has been implemented and is now the sole Constitution of said Chapter.

(signature)

(date) Jan 22, 2015