

BY-LAWS OF THE SOCIETY OF STRUCTURAL ENGINEERS, SRI LANKA

Preamble

- (i) The Society of Structural Engineers, Sri Lanka, established in the year 1990 was incorporated by an Act of Parliament termed “Society of Structural Engineers of Sri Lanka (Incorporation) Act No. 40 of 2009”.
- (ii) As per the above Act, the Society is empowered to make By-laws and Rules to facilitate the activities of the Society.
- (iii) The By-laws and Rules were approved by the Members of the Society at the Special General Meeting held on 09th October 2010.

The clause 5.6 of By-Laws was amended in the Annual General Meeting held on 06th December 2016.

The clause 7.2 of By-Laws was amended in the Annual General Meeting held on 05th December 2017.

The clause 8.4d was added to the By-Laws in the Annual General Meeting held on 05th December 2017.

- (iv) The following By-laws and Rules set out the powers, duties and responsibilities of the Members of the Society and its Executive Committee.

SOCIETY OF STRUCTURAL ENGINEERS OF SRI LANKA
INCORPORATION ACT NO. 40 OF 2009

BY-LAWS OF THE SOCIETY OF STRUCTURAL ENGINEERS, SRI LANKA

1. **DEFINITIONS**

- 1.1 Unless there shall be something in the subject or context that is inconsistent therewith, the words standing in the first column of the following table shall bear the meaning set opposite them respectively in the second column thereof.

WORDS	MEANING
Act	Society of Structural Engineers of Sri Lanka (Incorporation) Act No. 40 of 2009.
Society	Society of Structural Engineers of Sri Lanka
Structural Engineer	A person possessing the necessary qualifications to practice the Profession of Structural Engineering. Structural Engineers analyse, design, plan, and research structural components and structural systems to achieve design goals and ensure the safety and comfort of users or occupants. Their work takes account mainly of safety, technical, economic and environmental concerns, but they may also consider aesthetic and social factors.
Member	A member of the Society whose name appears in the Register of Members of the Society.
Committee	Executive Committee of the Society of Structural Engineers of Sri Lanka. Other sub committees may be appointed by the Executive Committee as need arises.
Structural Engineering	The application of engineering and scientific knowledge or management skills to the provision of services in connection with the design, construction, maintenance, repair and demolition of structures.
Seal	The Common Seal of the Society.
Month	The calendar month.

- 1.2 Words importing the masculine include the feminine gender and vice versa.

- 1.3 Words importing the singular number include the plural and vice versa.

- 1.4 Words importing persons include corporations.

1.5 These articles shall be construed with reference to the provisions of the Act and the words or terms used in these Articles shall be taken as having the same meaning as if they were used in the Act except where herein provided otherwise.

2. **OBJECTS**

2.1. The Society is established for the objects expressed in the Society of Structural Engineers of Sri Lanka (Incorporation) Act No. 40 of 2009.

2.2. The Society may undertake all or any of the objects enumerated in the above Act and may abandon or keep in abeyance any objects undertaken by it.

3. **NUMBER OF MEMBERS**

The number of Members of the Society is unlimited.

4. **POWER TO CHARGE FEES AND SUBSCRIPTIONS**

The Society shall have the right in law, on appropriate recommendations from the Committee, to charge admission fees, registration fees, transfer fees, sponsorship fees and subscriptions and to charge for services provided to its members and the public.

5. **MEMBERSHIP**

5.1 Every person whose election to the Society has been approved by the Executive Committee and whose name appears in the Register of Members of the Society shall be a Member of the Society.

5.2

i. The membership shall consist of Honorary Fellows, Fellows, Members, Associate Members and Student Members. The names of all Members shall be entered in the Register of the Society maintained for that purpose. A Member who changes his name in accordance with the law or as a result of marriage shall thereupon inform the Secretary of his/her changed name and the Secretary shall amend the Register accordingly. The Secretary may request necessary proof for this purpose and the Member shall submit such documents to establish the changed name. It is also the responsibility of such Member to provide any other information in order to satisfy the Secretary with respect to the changed name and unless the Secretary is satisfied with this information, the name of such Member will not be amended in the Register.

ii. The Classes of Membership shall be as follows:

Corporate Member

Honorary Fellow Member
Fellow Member
Member

Non-Corporate member

Associate Member
Student Member

- iii. Corporate Members of the Society shall be entitled to the use of the following abbreviated designations appropriate to their class.

Honorary Fellow Member	“Hon. F.S.S.E.(S.L.)”
Fellow Member	“F.S.S.E.(S.L.)”
Member	“M.S.S.E.(S.L.)”

- iv. Any person who has ceased to be on the Register of Members will not be entitled to make use of any designation implying connection with the Society.

5.3 Honorary Fellow

A person of eminence who, in the opinion of the Executive Committee, has made an outstanding contribution in the field of Structural Engineering or in a closely allied field may be elected an Honorary Fellow of the Society by a two-thirds majority of the total number of members of the Executive Committee.

5.4 Fellow Member

A Member of the Society over 35 years of age and who has obtained Member status and holding Corporate Membership of a recognised Institution in Civil/Structural Engineering and practicing the profession of Structural Engineering for a period of not less than 10 years after achieving Member status is eligible to be a Fellow Member upon and after an assessment by a Review Panel appointed by the Executive Committee.

5.5 Member

Every Candidate for admission or transfer to the Class of member shall satisfy that he is:-

- A. A Sri Lankan resident who is not less than 25 years of Age.

AND

- B. A person holding a recognized degree in Civil and/or Structural Engineering from a University, and holding Corporate Membership of a recognised Institution in Civil/Structural Engineering and practicing the profession of Structural Engineering for a minimum period of four years after obtaining the degree.

Such a person shall be eligible to apply for election as a Member of the Society and if found suitable after an assessment by a professional review panel appointed by the Executive Committee, shall be elected as a Member of the Society.

5.6 Associate

Any person holding a recognised degree in Civil/ Structural Engineering from a University and/ or any person who is an Associate Member of the Institution of Engineers, Sri Lanka

and practicing in the field of Structural Engineering shall be eligible to apply for election as an Associate Member of the Society and shall be elected as an Associate Member of the Society upon the Executive Committee approving his/ her election. An Associate Member is not entitled to vote.

5.7 Student

A student following a recognised Civil/Structural Engineering Degree Course at a University or a person who has obtained partial qualifications at the Institution of Engineers - Sri Lanka examinations or equivalent examination shall be eligible to apply for election as a Student Member of the Society and shall be so elected upon the Executive Committee approving his election. A Student Member is not entitled to vote. The student registration at the Institution in which he is studying has to be maintained annually and he should have the current studentship of the said Institute.

5.8 Inclusion in the Directory

A Member who has acquired Corporate status of the Society and is a Corporate Member of the Institution of Engineers, Sri Lanka in Civil Engineering, practicing the profession of Structural Engineering is eligible to be included in the Directory of the Society of Structural Engineers upon assessment and certification by an Examination/Assessment Panel appointed by the Executive Committee. The members of this panel shall be selected from among the Honorary Fellows and Fellows of the Society.

5.9 Membership Applications

Every application for admission, whether directly or by transfer, to the class of Fellow Member, Member, Associate Member or Student Member shall be submitted on the forms currently issued by the Society and shall be supported by two Corporate Members.

Supporters of an application for membership or transfer to any class shall certify on the form submitted that they recommend the admission or transfer, as the case may be, of the candidate to the relevant class from personal knowledge of him and are satisfied that his application is worthy of consideration.

5.10 Every proposal for admission or transfer shall contain an undertaking signed by the candidate to the effect that he will conform to the By-laws, Rules and code of Conduct in force from time to time and that he will promote the aims and objects of the Society.

5.11 It shall be a condition for the admission or transfer of every Member that his application contains no untrue or misleading statement about himself and that, if the Committee subsequently carries out an investigation and is satisfied in its own discretion that the candidate has made such a statement deliberately, he will be expelled from the Society and his name will be removed from the Register.

- 5.12** Every person whose application for the class of membership applied for is approved by the Committee shall be so notified in writing and his membership will become effective from the date of payment of all the specified fees and subscriptions, and his name shall be entered in the Register.
- 5.13** A Member may, after payment of all dues, by notice to the Honorary Secretary in writing inform the Committee of his desire to resign from Membership. The Committee may accept or take such other action as It deems fit.
- 5.14** If a Member is in breach of any of the By-laws or Rules or is found guilty of conduct which, after due investigation by a Disciplinary Committee appointed by the Committee, is deemed to be inconsistent with membership of the Society, the Committee may by a decision to the effect by at least one half of its total membership, expel the said member.
- 5.15** No applications for admission to the class of Honorary Fellow shall be entertained. It shall be the prerogative of the Committee to determine by a two thirds majority of its full membership that the title of Honorary Fellow shall be conferred on a person of eminence who has made an outstanding contribution in the field of Structural Engineering or in a closely allied field or has rendered a service to the Society which is considered to be of exceptional value or merit.
- 5.16** Every Fellow and Member who has been admitted to membership shall receive an appropriate certificate in English. This certificate will remain the property of the Society and in the event of the holder ceasing to be member, it shall on request be returned to the Society.
- 5.17** All Members should inform the Honorary Secretary in writing any changes in postal address and contact details for correspondence otherwise the Society will send all communications to the address and contact details given in the application for admission or transfer.

6. TERMINATION OF MEMBERSHIP

A Member shall cease to be a Member of the Society in any of the following eventualities:-

- a) If he dies;
- b) If he is declared by a Court to be insolvent or of unsound mind;
- c) If he is convicted of an offence involving moral turpitude;
- d) If he is declared by the Committee to be an unfit person to continue to remain a Member of the Society after due inquiry and the Member concerned has been given an opportunity to explain his position;

- e) Upon receipt by the Society of a duly signed notice in writing sent by a Member under registered cover to the Honorary Secretary of the Society of the Member's wish or intention to resign.

In case of resignation of a Member from the Society, the Society may write to the member and obtain such confirmation.

- f) for non payment of subscription vide By-law 12.2

7. **EXECUTIVE COMMITTEE**

- 7.1. The management and control of the affairs of the Society shall vest in the Committee which shall administer and control the funds of the Society.
- 7.2. *The Executive Committee of the Society shall consist of the President, the Vice President, the Immediate Past President, one Past President, the Honorary Secretary, the Assistant Secretary, the Treasurer, the Assistant Treasurer, the Editor, the Assistant Editor, the Public Relations Officer and Six Committee Members. At least two Committee Members out of six Committee Members should be below the age of 40 years.*
- 7.3. The Committee may function notwithstanding any vacancy which may occur, until it is filled.

8. **ELECTION TO THE COMMITTEE**

- 8.1. Any two Corporate Members may nominate any other Corporate Member with his consent for election as President, Vice President, Honorary Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Editor, Assistant Editor, Public Relations Officer or one of the six Committee Members and the election to the post in question shall be by a show of hands at the Annual General Meeting of the Society.
- 8.2. The term of office of the Executive Committee shall be effective from the conclusion of one Annual General meeting to the conclusion of the following Annual General meeting. However, the President will hold office for a minimum period of two consecutive terms, subject to provisions in By-law 9.
- 8.3. There shall be no restriction as to the number of times any member may be elected to the Executive Committee.

8.4. **a. President**

The President shall be elected by the Corporate Membership from among those who have served in the outgoing Committee and he should have served a minimum of three years in total as a Committee Member before election to the post of President.

b. Honorary Secretary

The Honorary Secretary shall be elected from the Corporate Membership among those who have served in the outgoing Committee and he should have served a minimum of three years in total as a Committee Member before election to the post of Honorary Secretary.

c. Treasurer

The Treasurer shall be elected from the Corporate Membership among those who have served in the outgoing Committee and he should have served a minimum of three years in total as a Committee Member before election to the post of Treasurer.

d. Vice President

The Vice President shall be elected from the Corporate Membership among those who have served in the Outgoing Committee and should have been served a minimum of three years in total as an Executive Committee Member before election to the post of Vice President.

9. **TERMINATION OF MEMBERSHIP OF THE COMMITTEE**

A Member shall cease to be a member of the Committee in any of the following eventualities:-

- a) If he ceases to be a Member of the Society;
- b) If he dies or voluntarily resigns his office;
- c) If he becomes incapacitated by reason of illness;
- d) If he indicates that he is likely to be away from Sri Lanka for more than three month or absents himself from more than four meeting of the Committee in succession without giving reasons acceptable to the majority of the remaining Members of the Committee.
- e) If he is removed from the committee by the Members of the Society at a General Meeting by a majority of the votes of those present at the meeting.

10. **FILLING OF VACANCIES IN THE COMMITTEE**

If a vacancy is created in the committee, the Committee shall appoint a Corporate Member to fill the vacancy for the remaining period up to the next Annual General Meeting.

11. **POWER TO MAKE BY-LAWS, RULES, REGULATIONS AND AMENDMENTS**

- 11.1. The Committee may from time to time make new By-laws, Rules or Regulations or change or amend existing By-laws, Rules or Regulations as the committee may deem necessary for the proper administration of the Society.

- 11.2. The Committee shall be responsible for recommending to the general body of the Society at the Annual General Meeting the fees to be charged from time to time from Members for admission, registration, transfer and the quanta of the yearly subscriptions.
- 11.3. The Committee shall be responsible for determining the charge to be levied from participants in any fund raising activities such as but not limited to the sponsorship of Seminars and other presentations by firms engaged in the supply of materials and services connected with Structural Engineers.

12. **SUBSCRIPTIONS**

- 12.1. The Annual Subscriptions and Registration Fees payable by Members shall be at rates proposed by the Committee from time to time. It shall be the responsibility and duty of Members to ensure that their annual subscription remain paid up to date.

- 12.2. Annual Subscriptions are due on 1st of January of each year for the year then commencing.

If subscriptions are not paid by a Member for the current year and the previous year by 31st July of a year, the name of such Member shall be removed from the Register of Members, after giving a period of one month's notice, by letter sent by Registered Post to the address in the Register.

- 12.3. The acceptance of annual subscriptions from a person who has ceased to be a Member shall not create any presumption as to membership of the Society. Reinstatement shall be in accordance with By-law 13.

Every Member shall be liable for the payment of his annual subscription until he has signified to the Honorary Secretary in writing of his desire to resign and having previously paid all arrears, including the subscription for the year current at the date of his notice, or until he has forfeited his right to remain in or be attached to the Society.

- 12.4. Every Member on transfer to another class shall pay the full subscriptions for the year current for that class and any subscriptions he may have paid for that year shall be accounted as part payment thereof.

- 12.5. Those who are currently in the category of Life Members will be exempted from paying annual subscriptions in future unless they change their category of membership.

13. **REINSTATEMENT OF FORMER MEMBERS**

Any application for reinstatement as a Member shall be examined and reported upon by the Committee. The Member so applying shall be liable to pay the arrears of subscription due at the time his name was removed from the Register. The Committee may reinstate the applicant under such terms and conditions as it deems fit. In addition to any penalties which the Committee may impose at its discretion in special cases, the Members upon reinstatement may be called upon to pay the total of annual subscriptions covering the period when his name was off the Register. He will not be entitled to any publications for the period when his name was off the Register.

14. **GENERAL MEETINGS**

- 14.1. General Meetings of the Society shall be held as decided by the Committee in order to enable the Members to contribute to the achievement of the objects of the Society.
- 14.2. Request for Special General Meeting must be made in writing to the Honorary Secretary by not less than fifteen Corporate Members giving full details of the matter to be considered and the resolutions proposed. The Committee shall then study the matter and shall give notice of Special General Meeting to all Corporate Members not less than fourteen (14) clear days' before the Special General Meeting.

Twenty (20) Corporate Members shall be a quorum for a Special General Meeting.

- 14.3. Where By-laws are proposed to be amended, supplemented or rescinded, the majority required shall be two thirds of those present and entitled to vote.

15. **ANNUAL GENERAL MEETING**

- 15.1. The Annual General meeting of the Society shall be held at a convenient date Between 1st November and 31st December at such place and at such hour as may be decided by the Committee.
- 15.2. Apart from any other business set by the Committee, the following business shall be transacted at the Annual General Meeting –
- a) Consideration and adoption of the Audited Accounts of Society.
 - b) Consideration and adoption of the Annual Report of the Committee regarding the working of the Society since the preceding Annual General Meeting.
 - c) Election of the members of the Committee in accordance with the Rules set out hereunder.
- 15.3. The quorum for the Annual General Meeting Shall be Twenty (20) Corporate Members.
- 15.4. Twenty one (21) clear day's notice of the holding of the Annual General Meeting, together with a statement of the business to be transacted and the date, time and place of the said meeting shall be sent by post to all Corporate Members at the respective addresses registered with the Society.
- 15.5. Any resolution which is to be taken up at the Annual General Meeting must be received by the Honorary Secretary at least sixty days before such meeting and acknowledgement of receipt obtained. The Committee shall then study the resolution and forward to each Corporate Member a copy of the resolution and the Committee's recommendation for

acceptance, modifications, or rejection of the resolution. A vote shall be taken at the Annual General meeting for the acceptance or modification or rejection of the resolution.

15.6. Where By-laws are proposed to be amended, supplemented or rescinded, the majority required shall be two third of those present and entitled to vote.

16. **VOTES: PROXY AT GENERAL MEETINGS**

16.1. Each Corporate Member shall have one vote. He may vote in person or by proxy at General meetings.

16.2. Any Corporate Member shall have the right to authorize any other Corporate Member of the Society in writing to exercise the vote on the former's behalf.

17. **COMMITTEE MEETINGS**

17.1. The Committee shall meet on at least twelve (12) occasions a year.

17.2. The quorum for a meeting of the Committee shall be five (5) members personally present. All decisions shall be by majority vote.

17.3. A resolution signed by all the members of the Committee, after circulation amongst them shall be as effective and binding as if it had been at a meeting of the Committee duly convened and held.

18. **CASTING VOTE**

The President or his alternate presiding at any meeting of the Society or the Committee shall, in the event of the opposed votes being equal, have the deciding vote.

19. **MINUTES**

19.1. The Committee shall cause Minutes of General Meetings, Special General Meetings and Annual General Meetings to be prepared and circulated to all Members.

19.2. One copy of each of the Minutes duly signed by the President or his alternate at the following meeting shall be filed and kept in the custody of the Honorary Secretary or as determined by the Committee from time to time and shall prima facie be the definitive evidence relating to the matters minuted therein.

20. **ACCOUNTS: AUDITING AND CERTIFICATION**

20.1. The Committee shall cause true accounts to be kept of all sums of money received and expended by the Society. The Committee shall cause to be prepared and laid before the

Annual General Meeting a Statement of Income and Expenditure as well as a Balance Sheet duly audited and certified by the Auditors.

- 20.2. The Auditors shall be member of the Institute of Chartered Accountants of Sri Lanka or a Registered Auditor who shall be appointed by the Committee and such Auditor if necessary may be replaced with similarly qualified person by a majority vote at an Annual General Meeting.
- 20.3. All payments from the funds of the Society, with the exception of payments made from the Petty Cash Imprest approved by the Committee for cash payments, shall be made by means of cheques signed by the Treasurer or Assistant Treasurer and President or Vice President or Honorary Secretary.

21. **FINANCIAL YEAR**

The Financial Year of the Society shall be from the first day of April of any year to the 31st day of March of the following year.

22. **INCOME**

The income of the Society from subscriptions, fees, donations, fund raising activities, investments, properties and other sources shall be used solely towards the furtherance of the objects of the Society and no portion thereof shall be paid or transferred directly or indirectly to any present or past Member.

Provided that nothing herein contained shall prevent the payment of remuneration to any Member or past Member who is called upon to provide professional services to the Society, or for the reimbursement of expenses incurred with the prior approval of the Committee on behalf of the Society.

23. **TITLE DEED EXECUTION**

- 23.1. All properties movable or immovable of the Society shall vest in the Society for the use of the Society in accordance with the rules and regulations of the Society for the time being.
- 23.2. All deeds, agreements, leases, releases, mortgages or documents of whatever nature affecting the properties or interest of the Society shall be taken and stand in the name of the Society.
- 23.3. All documents referred to in sub – section 23.2 above shall be jointly executed for and on behalf of the Society by the President or Vice President and two other members of the Committee duly authorized by the Committee of the Society.

24. **SEAL OF THE SOCIETY**

The Seal of the Society shall be kept under such custody and control as shall be determined by the Committee and shall be affixed to documents only with the express prior approval of the Committee and such approval shall be recorded in the Minutes of the Committee. Every instrument to which the Seal is affixed shall be signed by the President or Vice President and the Honorary Secretary or the Treasurer.

25. **SECRETARIAL STAFF**

25.1. The Secretary or the Secretaries (for purposes of compliance with the Act, as distinct from the Honorary Secretary and the Assistant Secretary) shall be appointed by the Committee for such term, at such remuneration and upon such conditions as the Committee may deem fit. The Secretary or Secretaries so appointed may be replaced at any time at the discretion of the Committee.

25.2. The Committee may employ such persons as are required to carry out the programme of work prepared by the Committee as such remuneration and upon such conditions as the Committee may think fit and the services of any such person or persons so appointed may be terminated at the discretion of the Committee.

26. **PERPETUAL SUCCESSION: DISPOSAL OF ASSETS ON DISSOLUTION**

If upon the winding up or dissolution of the Society there still remains some assets after The settling of all its debts and liabilities whatsoever, the same shall not be disbursed among the members of the Society, but shall be given or transferred to an association or associations having objects similar to those of the Society, which shall also prohibit the disbursement of its or their income and property among its or their members. Such association or associations shall be determined by the Members of the Society at or before the time of dissolution.

27. **LIABILITY OF THE MEMBERS OF THE EXECUTIVE COMMITTEE**

No member of the Executive Committee or officer or Auditor employed by the Society shall be liable for any loss or damage arising from the administration of the Society or the application of its funds and properties and shall be indemnified out of the funds of the Society against all liabilities incurred by him in connection with the activities of the Society unless such loss or damaged is caused by any willful default.

28. **MATTERS NOT COVERED BY BY-LAWS**

The Executive Committee shall have the power to decide on or make a determination on any matter that is not covered by these By-laws but subject to the provisions of the Act.