



Hamilton Chapter

The Association for  
Operations Management

**APICS  
Hamilton Chapter  
Incorporated**

3032 New Street, Suite 91541  
Burlington, Ontario L7R 4L6

Tel: (905) 689-9117

**Chapter By-Laws  
For**

**APICS Hamilton  
Chapter Incorporated**

**A Member of the  
Canadian District of  
APICS**

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*Chartered May 10, 1961*

**APICS' First International Chapter**

Prepared by  
**The Hamilton Chapter Board of  
Directors**

©Revised April 2014

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## 1. ARTICLE I. NAME

- A. The name of the organization shall be APICS HAMILTON CHAPTER INCORPORATED (Hereinafter identified as “the chapter”).
- B. The Chapter is a part of the Canadian District of APICS, the Association for Operations Management (Hereinafter identified as “APICS”).
- C. The Chapter is chartered as Chapter number fifty-four as authorized by the bylaws of APICS, officially recorded and proclaimed on this date May 10, 1961.
- D. The address of the Chapter shall be 3032 New Street, Suite 91541, Burlington, Ontario, Canada, L7R 4L6.

## 2. ARTICLE II. PURPOSES

The Chapter is organized and shall be operated for the following purposes:

- A. To foster and maintain high standards in the field of operations management.
- B. To provide a means of mutual exchange of solutions and ideas in the field of operations management.
- C. To promote educational programs.
- D. To inform members and interested non-members in techniques and systems in the field of operations management.
- E. To establish an awareness and recognition among leaders of industry in the field of operations management

## 3. ARTICLE III. BYLAWS

- A. These articles shall be the governing rules of the Chapter.
- B. Notwithstanding any provision in these articles, the Bylaws of APICS shall apply.
- C. These articles shall become effective upon receiving an affirmative vote of the participating members present at a general meeting.
- D. Amendments to these Bylaws shall be submitted in writing by the Director of Administration to the entire membership at least two weeks prior to any general meeting of the chapter.
- E. The affirmative vote of at least two-thirds of the participating members present at the meeting is required for the adoption of any amendments.

## 4. ARTICLE IV. MEMBERSHIP

Membership shall be divided into the following categories:

### A. Individual Professional Membership

1. Chapter member: A member of a chapter. A person engaged as an academic or working in the field of operations management, or a related profession.
2. Life Member: A member who serves APICS as president shall, at the end of the term of office, become a member for life with full membership privileges
3. Retired Member: A member retired from formal employment, who meets the requirements as stated in the APICS Standard Operating Procedures.

### B. Group or Enterprise Membership

1. Membership granted to any corporation desiring to assist in furthering the purposes of APICS and to be represented at Chapter functions.
  - (a) Each such corporation may designate as its representatives the maximum number as defined by the APICS Standard Operating Procedures who shall enjoy full membership privileges.
  - (b) Each such corporation may change its representatives at any time upon written notice to APICS headquarters. Such changes shall be effective upon completion of processing.

### C. Academic Professional Membership

1. Chapter member: A member of a chapter. A person engaged as a full time academic professional or as defined by the APICS Standard Operating Procedures.

### D. Student Membership

1. Chapter member: A member of a student chapter. A person engaged as a full time student or as defined by the APICS Standard Operating Procedures.

### E. Honourary Membership

1. Honourary memberships may be granted on an annual basis by the unanimous approval of the Board of Directors present at the executive meeting when application is made.
2. An honorary member shall enjoy full membership privileges, and will pay dues neither to the Chapter nor to APICS.

F. Any member may attend any function of the Chapter or its elections.

G. Rules of membership shall be as written in the APICS Standard Operating Procedures

H. Application for membership shall be in writing, accompanied by dues and be accepted by APICS headquarters.

## 5. ARTICLE V. DUES

- A. The annual membership chapter dues shall be set from time to time by the Board of Directors. Notification of change shall be sent to all chapter members and APICS at least sixty days in advance of the date on which the change will take effect.
- B. Dues are payable yearly on the anniversary date of a member's joining the Society. APICS will prepare and issue invoices for dues payable by Chapter members based on the current Chapter membership list.

## 6. ARTICLE VI. BOARD OF DIRECTORS - Officers

- A. The control and management of affairs, property, and funds of the Chapter shall be vested in the Board of Directors.
- B. The Board of Directors shall consist of 8 (eight) elected APICS members, each of whom shall hold office for a period of two (2) years, plus the current president of the Mohawk Student Chapter.
- C. The Board shall be
  - President
  - Executive Vice-President
  - Director of Administration
  - Director of Communications
  - Director of Education
  - Director of Finance
  - Director of Membership
  - Director of Programs
  - President of Mohawk Student Chapter
- D. The officers of APICS Hamilton shall be as follows: President, Executive Vice-President and the Director of Finance. The officers are part of Board of Directors.
- E. The officers shall be the signing officers for all banking activities.
- F. The term of office for the officers shall be (2) fiscal years following their election.
- G. In the event that an Officer's position is vacant, the President shall appoint a replacement to the position for the balance of the fiscal year.
- H. In the event that the President resigns or is removed, the Executive Vice-President shall assume the position of President for the balance of the fiscal year. The position of President shall be open at the next elections.
- I. In the event of a resignation of a Director, the Board may fill the vacancy by appointing a member to serve the balance of the fiscal year, the appointment being ratified by election at the next Annual General Meeting.
- J. Each member of the Board shall have one vote.
- K. The past president shall be an ex-officio member of the Board, without voting privileges.

## 7. ARTICLE VII. CHAPTER MANAGEMENT

- A. The role of Chapter management is to conduct the affairs of the Chapter in such a way as to promote and facilitate the service given to members and guests.
- B. To function effectively, the Board of Directors is required to:
  1. Through strategic planning, define and publish the purpose of the Chapter and its long-term objective.
  2. State the annual goals of the Chapter in explicit terms and assign the attainment of these goals, or specific parts of them to individual officers.
  3. Develop a detailed program for the attainment of Chapter goals.
  4. Develop and approve a budget for the ensuing year.
  5. Approve, or table for further explanation, regular reports of performance against plan and of revenues and expenditures compared to budget.
  6. Review and propose amendments to Chapter Bylaws as needed.
- C. All officers shall be responsible for recruiting and appointing their own committees and assistants.

## 8. ARTICLE VIII. REGULAR CHAPTER MEETINGS

- A. Regular Chapter meetings shall be scheduled as required during the fiscal year and be communicated to the membership at least one week in advance of the meeting date.
- B. Special meetings may be called by the President at his/her discretion, at the request of the Board, or by petition of members, bearing the signatures of at least five Chapter members. The Director of Administration shall notify the members by mail at least two weeks prior to a special meeting, the purpose, time, date, and location of such meeting. No business shall be conducted at a special meeting except the matters indicated in the notice of such a meeting.
- C. No vote at a chapter meeting shall be valid unless a quorum is present. A quorum shall consist of ten percent (10%) of Chapter members in good standing or represented by proxy vote. In the absence of a quorum, those present may elect that issues be voted on by the membership by mail.
- D. A motion carried at a Chapter meeting shall become binding on the Chapter.
- E. The annual general meeting shall be held prior to the end of the fiscal year.

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**9. ARTICLE IX. ELECTION OF OFFICERS**

- A. Officers shall be elected by a plurality vote of the participating members present and voting at the annual general meeting.
- B. All candidates must be voting members of APICS.
- C. Each candidate for the position of President must be a serving member of the current Hamilton Chapter Board of Directors.
- D. The position of President will be elected by the chapter's membership.
- E. All candidates for "Director of" and Executive Vice President shall be nominated by the Nominating Committee. The Director of Administration shall send a list of known nominations to all members in good standing at least two weeks prior to the annual general meeting. Additional nominations may also be made from the floor at the annual general meeting
- F. Members are elected to the position of "Director at Large" with the duties of each specific position to be decided by the Board of Directors.

**10. ARTICLE X. FISCAL PROCEDURES**

- A. Fiscal year shall begin on July 1 of each year and close on June 30 next following.
- B. The Director of Finance shall invest and manage the funds and securities of the Chapter within policies established by the Chapter Board of Directors.
- C. All cheques must be signed by two of three authorized signatories.
- D. All contracts, releases, letters of intent or commitments made in the name of, or on behalf of, the Chapter shall be submitted to the Chapter Board for appropriate review and signature by duly authorized persons or person.
- E. No expenditure in excess of five hundred dollars (\$500.00) shall be made, unless approved by the Chapter Board.
- F. No expenditure or contract may be made which will bind the Chapter for amounts in excess of those provided in the current budget for that purpose, unless approved by the Chapter Board.
- G. The President shall be responsible for arranging an audit of the financial records and accounts of the Chapter at the close of each fiscal year, and for presenting a report therein to the Chapter Board.

**11. ARTICLE XI. CODE OF ETHICS**

The Code of Ethics of the Chapter is:

- A. To maintain and improve sound business practices and foster high standards of professional conduct.
- B. To hold in professional confidence any information gained of the business of a fellow member's company, and to refrain from using such information in an unethical manner.
- C. To seek success without taking unfair advantage or utilizing questionable acts that would compromise his/her self respect.
- D. To neither engage in nor sanction any exploitation of the Chapter membership.
- E. To uphold the high levels of APICS as outlined in the Bylaws.

**12. ARTICLE XII. DISSOLUTION**

- A. The Chapter shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall insure to be distributed to the members of the Chapter. On dissolution of the Chapter, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board of Directors.

**13. ARTICLE XIII. BOARD OF DIRECTORS MEETINGS**

- A. Regular meetings of the Board shall be scheduled at least nine (9) times during the fiscal year.
- B. A quorum for meetings of the Board of Directors shall be four (4) officers.
- C. Board of Director meetings shall be conducted according to the rules of parliamentary procedure.
- D. Minutes shall be taken at all meetings and published to all officers prior to the next meeting.

**14. ARTICLE XIV. LIMITATIONS ON LIABILITY**

- A. Nothing herein shall constitute members of the Chapter as partners for any purpose. No member, officer, agent, or employee of this Chapter shall be liable for the acts or failure to act on the part of any other member, officer, agent, or employee of the Chapter. Nor shall any member, officer, agent, or employee be liable for his/her acts or failure to act under the Bylaws, excepting only acts or omissions to act arising out of willful wrongdoing.