

**BY-LAW NO. 5**  
**CHAPTERS BY-LAW**  
**OF**  
**THE ASSOCIATION OF REGISTERED INTERIOR DESIGNERS OF ONTARIO**

**ADOPTED MARCH 11, 2010**

**IN FORCE JUNE 1, 2010**

# THE ASSOCIATION OF REGISTERED INTERIOR DESIGNERS OF ONTARIO

## BY-LAW NO. 5

### CHAPTERS BY-LAW

#### 1.00 DEFINITIONS

##### A DEFINITIONS IN THIS BY-LAW

1. The Definitions set out in By-law No. 1 shall apply to this By-law.

##### B INTERPRETATION

1. In this By-law, unless the context otherwise requires, the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and the word “persons” shall include firms, organizations and corporations.
2. This By-law shall be read subject to the provisions of the Act. If the provisions of this By-law differ from the provisions of the Act, the provisions of the Act shall govern.

#### 2.00 CHAPTERS OF THE ASSOCIATION

##### A CHAPTERS

1. The Association may function in local areas or in regional areas, as determined by the Board, through committees known as Chapters, the objects and purposes of which shall be substantially identical with those of the Association.
2. The jurisdiction of each Chapter shall be confined to the geographic area assigned to it by the Board.
3. Within the local area or regional area assigned to it, each Chapter shall be entitled to act as a committee of the Association under a Chapter Charter issued to it by the Board, but no Chapter shall take any action to directly or indirectly nullify or contravene any Act, By-law or policy of the Association.
4. Each Chapter shall adopt a name which shall be “ARIDO – name of Chapter”. The name shall be subject to the approval of the Board.

5. The number of Association members required to establish a new Chapter in any given territory shall be determined from time to time by the Board.
6. The powers of a Chapter shall be equivalent to the powers of a standing committee of the Association.

## **B ORGANIZATION OF CHAPTERS**

1. Chapters shall be organized in accordance with the instructions of the Board and in a manner consistent with the Association's organization and By-laws.
2. Each Chapter shall be composed of individuals. Chapter members shall be Registered Members, Interns and members of other designated categories of membership as assigned to the Chapter from time to time by the Board.
3. Each Chapter shall be governed by a Chapter Board of Directors.
4. Each Chapter shall appoint such committees as may be necessary to carry on the Chapter's activities. Each Chapter shall cooperate with the Association in order to forward the interests of the Association within the area in which the Chapter functions.

## **C BOARD OF DIRECTORS**

1. Each Chapter shall have a Chapter Board of Directors composed of four Registered Members and one Intern or Student Member. The President-Elect shall be elected annually at the annual meeting of the Chapter by the Registered Members of the Chapter. All other Board members shall be appointed. A Director from the Association's Board of Management shall be entitled to sit on the Chapter Board as a non-voting, ex-officio member.
2. For the first election of a Chapter Board of Directors, two Members shall be elected, one to hold office for a two-year term: in the first year as President and in the second year as Past-President; and one to hold office for a three-year term: in the first year as President-Elect, in the second year as President and in the third year as Past-President. An election shall be held in the following year for a new President-Elect who shall be elected for a three-year term.
3. The Chapter Board may, at its sole discretion, extend the President's term of office for an additional year. Where the Chapter Board extends the President's term of office, the election of the President-Elect shall be postponed for one year.
4. The Chapter Board shall meet at least four times a year.

5. The President of the Chapter may attend meetings of the Board of Management of the Association at the invitation of the President of the Association and shall be subject to the By-laws relating to Succession Removal and Replacement of Officers and Directors which apply to members of the Board of Management.
6. The President of a Chapter for the ensuing term shall not be eligible to serve as President of the Association concurrently with that term, nor shall the President of the Association be eligible to serve as the President of a Chapter concurrently with the President's term of office as President of the Association.
7. Within two weeks of their election the incoming Chapter Board shall appoint, from among their number, a Secretary/Treasurer and a Director of Intern/Student Relations. These officers may choose to strike sub-committees as required for various activities throughout the year.
8. The President-Elect shall hold the office of Director of Communications and the Past-President shall hold the office of Director of Programming. The President and the President-Elect may choose to strike sub-committees as required for various activities throughout the year. These two Directors shall represent the Chapter on the respective provincial committees.
9. The Board of Directors of a Chapter shall prepare and submit a strategic plan and budget for the following year's activities to the Vice-President Finance of the Board of Management prior to October 1<sup>st</sup> in each year.

#### **D WITHDRAWAL OF CHAPTER STATUS**

1. The Board may, at its discretion, withdraw a Charter issued to a Chapter, whereupon the Chapter shall be dissolved and shall cease to operate as a Chapter of the Association.

#### **E NOMINATING**

1. A request for nominations shall be sent to all members of the Chapter 90 days prior to the annual meeting of the Chapter. All nominations must be signed by both the person being nominated and by two Registered members supporting the nomination. Members shall have 30 days from the date of mailing to submit nominations. Nominations are submitted to the Chapter's Board of Directors.
2. A slate of candidates for election to the position of President-Elect shall be sent to all members 45 days prior to the annual meeting of the Chapter with a ballot for voting. Ballots must be returned to the designated address no later than 15 days prior to the annual meeting of the Chapter. The results of

the ballot will be announced by the existing President at the annual meeting of the Chapter.

3. The President-Elect will take office as the President at the next regular meeting of the Board of Directors. The outgoing President will assume the office of Past-President/Director of Programming.

## **F FINANCES**

1. The funding for administration of each Chapter shall be approved annually as part of the Association's overall budgeting process. Funds approved will come from the Association's general operating funds and will be granted to the Chapter based on annual budget submissions from the Chapters. The annual allocation shall be paid in four equal quarterly installments to the Chapters.
2. The financial accounts and records of each Chapter shall be maintained by the Chapter's Secretary/Treasurer. This may include managing bank accounts, monthly and/or quarterly reconciliations and annual financial reporting.
3. All accounts payable and accounts receivable related to Chapter activities must be properly recorded and appropriate records maintained.
4. The Board of Management shall review and approve each Chapter's annual budget and notification of approved budgets shall be given to the Chapter, by the Board of Management, no later than January 15th of each year.
5. The notification will include the limits to which the Chapter is entitled to administer funds. If funds to be used are in excess of that limit or where a Chapter incurs liability in excess of that limit, the Chapter will get prior approval from the Board of Management. In making a determination of the limit, the Board of Management shall take into account funds earned by the Chapter, funds held by the Chapter and funds held by the Association for the benefit of the Chapter.
6. Each Chapter must provide quarterly bank reconciliations, with copies of bank statements, to the Association.
7. Each Chapter will be required to use a local branch of the Association's Bank of record. A copy of the Chapter bank statement will be submitted to the Chapter and to the Provincial Office each month.
8. The Chapter Secretary/Treasurer will be responsible for reconciling the bank statements on a monthly basis. The reconciliations will be submitted to the Association's administrative offices no later than the 15th day of the

month following each quarter. The Association's administrative staff will confirm that the reconciliations are in balance with the Association's operating accounts.

9. The Board of Management of the Association may re-evaluate and adjust approved budgeted expenses throughout the year.