

Constitution, Bylaws and Rules

KENYA SOCIETY

OF

ENVIRONMENTAL, BIOLOGICAL AND AGRICULTURAL ENGINEERS

CONSTITUTION

Adopted 1976; Amended November, 1991; Amended August 1992; Adopted August 1992; Amended January 2017.

BYLAWS AND RULES

January, 2017

**KENYA SOCIETY OF ENVIRONMENTAL, BIOLOGICAL AND AGRICULTURAL
ENGINEERS**

C/O Professional Consultants

P.O. Box 45792-00100

NAIROBI, KENYA

Tel. 2016322/2016324

E-mail: info@professionalconsultant.co.ke

Price: KSh 300

Constitution, By Laws and Rules

KENYA SOCIETY OF ENVIRONMENTAL, BIOLOGICAL AND AGRICULTURAL ENGINEERS

CONSTITUTION

(Adopted 1976; Amended November, 1991; Amended January, 2017)

ARTICLE C1, NAME AND REGISTRATION

- Sec 1 The name of this society is the Kenya Society of Environmental, Biological and Agricultural Engineers.
- Sec 2 The Society is a corporation organized in 1972 and is registered under the laws of the Registrar of Societies with the executive office located in Professional House, Denis Pritt Road, Nairobi.
- Sec 3 The Society shall be governed by this Constitution and by Bylaws and Rules in harmony therewith.

ARTICLE C2, OBJECTS

- Sec. 1 The objects of the Society are to promote the science and art of engineering in the environment, biology based production processing and management systems and agriculture: to encourage original research; to foster relevant engineering; to advance the standards of engineering ;to increase and extend the association of relevant engineers among themselves and with allied scientists and technologists; to encourage the professional improvement of its members and severally and in cooperation with other groups to broaden the usefulness of relevant engineering.
- Sec. 2 The Society may approve or adopt any report, standard code, formula, or recommended practice, but shall forbid and oppose the use of its name, emblem, or initials to indicate official or implied approval if of any commercial work or business except, to indicate conformity with its standards or recommended practices.

ARTICLE C3, MEMBERSHIP

- Sec. 1 The corporate membership shall consist of Fellows, Members and Associate Members. In addition, there shall be Honorary Members, Affiliates and Student Members.
- Sec. 2 The rights and privileges of every member shall be personal to the member and shall not be transferable, except that each corporate member shall be entitled to vote on any question before the Society either in person or by proxy given to a corporate member.
- Sec. 3 Every person admitted to membership shall be subject to the Constitution, Bylaws and Rules of the Society.

ARTICLE C4. QUALIFICATIONS FOR ADMISSION

Sec.1 (a) Members of all grades except Honorary Members, Fellows and Student-grade members shall be elected by the executive committee and announced formally at the Annual General Meeting.

Honorary Members and Fellows shall be elected by the Executive Committee

(b)

Student Members shall be accepted without election on application certified by an appropriate academic staff member to curriculum.

(c)

Sec. 2 An Honorary Member shall be a person of acknowledged professional eminence whose accomplishments have a relevant Engineering relationship and international significance in their contribution to human well- being. The grade of honorary Member shall be reserved for non-members or non-corporate members of the Society.

Sec. 3 A fellow shall be an engineer of unusually professional distinction with outstanding and extraordinary qualifications and experience in a relevant field of engineering. A Fellow shall have had 20 years of active practice in the profession of engineering or teaching of engineering. Graduation from a professional engineering curriculum shall be considered equal to 4 years of active practice. The grade of Fellow shall have honorary status, to which engineers of distinction may be elected, but for which they may not apply. There shall be no direct admission to the Society in this grade; admission shall be only by transfer from the grade of Member or Senior Member after a minimum of 10 years in these grades. A Fellow shall have been in active practice of the profession or a teacher of engineering for at least 20 years and shall have demonstrated distinction in performance over a period of at least 5 of these years in one or more of the following categories:

- a) Publication of important, original engineering papers, books or inventions, or
- b) Technical direction with evidence of accomplishment of important engineering work, or
- c) Creative contributions to the advancement of the engineering profession, or
- d) Establishment or furtherance of important engineering courses in a school or recognized standing ,or
- e) (Other equivalent contributions in such areas as technical editing, the development of engineering standards, and leadership in the technical activities of the Society.

Sec. 4 A Member shall be a graduate of an accredited professional engineering curriculum accredited by a recognized engineering accrediting agency and in addition shall have had not less than 6 years of acceptable active practice or teaching in this profession, at least 3 of which shall have been in a position of responsible charge of engineering work. A member shall be qualified to direct such work or to carry on important design, research or teaching in the field of engineering. A certificate of registration in the Engineers Registration Board (ERB) shall be considered equivalent to 3 years of active practice or teaching. If not such a graduate a Member shall have equivalent attainments, including not less than 12 years of acceptable active practice

or teaching in this profession, at least 3 years of which shall have been in a position of responsible charge of engineering work.

- Sec. 5 An Associate Member shall be a graduate of an accredited professional engineering curriculum accredited by the recognized engineering accrediting agency or if not such a graduate, an Associate Member shall have had at least 6 years of engineering experience satisfactory to the Board of Directors.
- Sec. 6 An Affiliate need not be an engineer but must through employment, scientific attainments, or practical experience, be qualified to cooperate with agricultural engineers in the advancement of engineering knowledge and practice in a relevant area.
- Sec. 7 A Student Member shall be an undergraduate or post-graduate student registered in a professional engineering curriculum accredited by the recognized engineering accrediting agency.

ARTICLE C5, FEES AND DUES

- Sec. 1 The admission and reinstatement fees for membership in each grade shall be as provided in the Bylaws. The Executive Committee may by a 75 % ballot vote of its members, change any then existing schedule of admission fees. No increase in such fees shall be effective until after 3 months notice by publication in the Society newsletter or by letter to the membership.
- Sec. 2 The annual dues for membership in each grade shall be as provided in the Bylaws. The Executive committee, by a 75 % ballot vote of its members, change: any then existing schedule of annual dues, and may provide for payment of dues in installments. No increase in dues shall be effective unless announced by publication in the Society newsletter, or by letter to the membership, at least 3 months prior to the beginning of the period for which the increase is to become effective.
- Sec. 3 The Executive Committee may designate any Fellow, Member, Associate Member, or Affiliate as a life member in the same grade.
- Sec. 4 The Executive Committee will not remit the fees or dues of any member for any special reason.

ARTICLE C6, THE EXECUTIVE COMMITTEE

- Sec. 1 The affairs of the Society shall be managed by an Executive Committee chosen from its membership, which shall have (1) full control of the activities of the Society subject to the limitations of this Constitution and (2) power to enact, amend, or repeal Bylaws and Rules in harmony with the Constitution provided that nothing herein contained shall permit the Executive Committee the powers limited to it by the Articles of Incorporation or the laws of the Registrar of Societies
- Sec. 2 The Executive Committee shall be the Chairman, Vice Chairman, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer; Technical Publications and Publicity Committee

- Chairman and Vice Chairman Newsletter editorial Committee and Chapter Coordinators.
- Sec. 3 The Executive Committee shall, among other duties, have powers to create Chapters for the Society. Such Chapters may be created on the basis of geographical location (Regional Chapters) or along professional lines (professional Chapters).
- Sec. 4 The Executive Committee may at any time, whenever there shall appear to be sufficient cause, delegate to any corporate member of the Society the performance of any duties required by the Constitution to be performed by any Executive Committee Members.
- Sec. 5 The Executive Committee shall meet during or immediately after the close of the Annual General Meeting (AGM) of the Society, at such other times as the Executive Committee may select, and at the call of the Chairman. A simple majority shall constitute a quorum of the Executive Committee.
- Sec. 6 The Executive committee shall provide for a complete yearly report of the business affairs of the Society, which shall be presented at and form a part of the proceedings of the annual general meeting
- Sec. 7 All monies disbursed on behalf of the Society shall be authorized by the Executive Committee.
- Sec. 8 The regional or professional committee shall provide for coordination of regional programming and geographic representation in the formation and development of Society programme and activities.

ARTICLE C7, ELECTION OF EXECUTIVE AND OTHER COMMITTEES

- Sec. 1 Elections shall be held at every second annual General Meeting of the Society
- Sec. 2 The qualifications for election to office shall be open to any corporate member in good standing.
- Sec. 3 Tenure of office of Officers, the officers shall hold tenure until fresh elections are held. Officers shall not be elected to office for more than two consecutive terms. They can re-contest after a one term break. If a post falls vacant, a by-election shall be held or the Chairman, with the approval of the Executive Committee, shall appoint an interim official to fill the post till the next general elections. An election of Committee members shall be held bi-annually, and this election shall be by secret ballot of the corporate membership. Each qualified voter shall be entitled to vote for a candidate for each elective position

ARTICLE C8, DUTIES OF OFFICERS

- Sec. 1 The Chairman shall chair all meetings of the society and the Executive Committee.
- a) The chairman shall be responsible for implementation of any decisions passed by the Society.
 - b) The Chairman shall be responsible for coordination of all the activities of the Society in conjunction with the other officers of the Society.
 - c) The Chairman shall be the official spokesman of the Society.
 - d) The chairman shall be an ex-official member of all the Committees.
- Sec. 2 The Vice-Chairman shall, in the absence of the Chairman exercise all the powers of the Chairman and/or perform any other duties assigned by the chairman.
- Sec. 3
- a) The Secretary shall be responsible for all secretarial matters of the Society including preparations of the proceedings of all meetings, correspondence with members, and all external bodies.
 - b) The Secretary shall in consultation with the Chairman convene all Society and Executive Committee meetings.
 - c) The Secretary shall prepare and submit annual reports of the Executive Committee to the membership at the Annual General Meeting.
- Sec. 4 The Assistant Secretary shall, in the absence of the Secretary exercise all the duties of the Secretary and/or perform any other duties assigned by the Chairman and/or secretary.
- Sec. 5
- a) The Treasurer shall be responsible for all financial matters of the Society as directed by the executive committee.
 - b) The Treasurer shall prepare regular financial statements of the Society.
 - c) The Treasurer shall prepare and submit an Annual Report to the Society during the Annual General Meeting.
- Sec. 6 The Assistant Treasurer shall in the absence of the Treasurer execute all the duties of the Treasurer and/or perform any other duties assigned by the Chairman and/or Treasurer
- Sec. 7
- a) The Technical, Publications and Publicity Committee Chairman shall convene and chair all technical Committee meetings at any time of need or as required by the executive committee.
 - b) At the Annual General Meeting where the Technical committee Chairman and

Vice Chairman are elected along with other executive committee members of (ten) members shall be elected into the committee. Of the ten members, two will represent each of the following specialization areas:

- i. Irrigation and Water;
- ii. Environment;
- iii. Biological Engineering;
- iv. Rural Electrification;
- v. Power and Machinery;
- vi. Process and Food;
- vii. Structures and Infrastructure;
- viii. Information Engineering;
- ix. Education and Training;

- c) The ten ordinary members of the Technical Committee may be holders of other Society Offices. They will edit articles for publication in the KSEBAE Seminar Proceedings. The Technical. Committee may co-opt other specialists to help with the edition of articles before publication.
- d) At its first meeting the technical committee members will appoint a secretary to serve for a period of I (one) year.
- e) The Technical Committee will program events and seminars for the society in collaboration with the executive committee and the regional committees.
- f) The appointment of Technical Committee members will be in accordance with Article C7, of the constitution.

ARTICLE C9, MEETINGS OF THE SOCIETY

- Sec. 1 The Annual Meeting of the Society shall be held at such time and place as the Board of Directors shall appoint.
- Sec. 2 There shall be a business meeting of the Society during the Annual Meeting. At business meetings
20 corporate members shall constitute a quorum.
- Sec. 3 A special business meeting of the Society may be called at any time and place at the discretion of the Board of Directors, or shall be called by the Secretary ry upon the written request of five percent of the membership, The call for the meeting shall be issued at least 30 days prior to the date set for it, and shall state the business to be considered, No other business shall be transacted at the meeting.
- Sec. 4 An action of a business meeting of the society shall be deemed an action of the Society as a whole. Any expenditure by such action is subject to approval and authorization by the Board of Directors.

Sec. 5 A general meeting of the Society, primarily for the presentation and discussion of technical papers, may be held at such time and place as the Board of Directors shall appoint.

ARTICLE C10, PROFESSIONAL DIVISIONS

Sec. 1 The Executive Committee may authorize the organization of professional Division composed of members of any or all grades, which shall operate under the provisions of the Constitution, Bylaws and Rules.

ARTICLE C11, REGIONAL UNITS

Sec. 1 The executive Committee may authorize the organization of Regional, or Local Units composed of members of all grades, which shall operate under the provisions of the Constitution, Bylaws and Rules.

ARTICLE C12, STUDENT BRANCHES

Sec. 1 The Executive Committee may authorize the organization of Student Branches which shall operate under the provisions of the Constitution, Bylaws and Rules

ARTICLE C13, PUBLICATIONS AND PAPERS

Sec. 1 The papers and publications of the Society shall be issued in such manner Technical and Publications Committee may direct.

ARTICLE C14, FUNDS

Sec. 1 The deposit, investment, and disbursement of all funds shall be subject to the direction of the Executive Committee

Sec. 2 Upon dissolution of the Society its remaining property or proceeds and the balance of any money or property received by the Society from any source, including its operations, after payment of all debts and obligations of the Society, shall be distributed as may be resolved by the meeting at which the resolution was passed. In the event that a quorum cannot be realized, the above resolution shall be passed by a simple majority of the Executive Committee.

ARTICLE C15, PROFESSIONAL PRACTICE

Sec. 1 In all professional and business relations the members of the Society shall be governed by the Ethics for Engineers as incorporated in the Engineers Registration Board.

Sec. 2 Any member who has violated the Constitution of the society, or who is guilty of conduct unbecoming a member, maybe expelled by two-thirds of the vote of the Executive Committee, after the member has been given an opportunity to be heard in his or her own defense, either orally or in writing

ARTICLE C16, AMENDMENTS TO THE CONSTITUTION

Sec. 1 At any business meeting of the Society any person entitled to vote may propose in writing an amendment to this Constitution provided that it shall hear the written endorsement of at least thirty corporate members.

Such proposed amendment shall not be voted on for adoption at that meeting, but shall be open to discussion and modification and to a vote as to whether, in its original or modified form, it shall be mailed to society members for action.

If the members present at the meeting, not less than thirty voting in favour therefore, shall so decide, then the Secretary shall mail to each person entitled to vote, at least thirty days previous to the next business meeting of the Society, a copy of the proposed amendment as so decided by, said vote, accompanied by any comment the Executive Committee may elect to make.

A ballot shall be sent with the proposed amendment, and the voting shall be by secret ballot, closing at noon of the tenth day proceeding the business meeting of the Society following the mailing.

The adoption of the amendment shall require a vote in its favour of two-thirds of the votes cast.

The presiding officer at the meeting of the Society following the close of the ballot shall announce the result, and if the amendment is adopted, it shall thereupon take effect.

Sec. 2 Any changes in the order or numbering of paragraphs of the Constitution. Bylaws and Rules required by an amendment shall be made under the direction of the Executive Committee. Executive Committee shall direct the transition in the best interests of the Society in all cases where a change of practice directed by an amendment may best be effected over a reasonable period of time.

Sec. 3 This Constitution shall supersede all previous rules of the Society, and shall go into effect upon announcement of its adoption by two-thirds of the votes of members.

BYLAWS AND RULES

(Arranged contiguously by subject)

January 2017

ARTICLE B1, OBJECTS

Par. 1. The object of the Society shall be accomplished by:

- 1 Whether you are a student, completing your degree or established in your career Join KeSEBAE today whose aim is advancing the theory and practice of engineering in the environment, biology based production, processing industries, biological systems, agricultural advancement and the allied sciences. and arts by:
 - a) Encouraging research, experimentation tests and other original work in relevant engineering.
 - b) encouraging the preparation or original papers on relevant engineering topics;
 - c) holding meetings for the presentation and discussion of original papers, and participating in meeting with other engineering and scientific groups;
 - d) publishing papers and reports and disseminating knowledge and experience of value to engineers in relevant engineering work;
 - e) developing and promulgating standards codes, formulas and recommended practices;
 - f) offering awards and other honours to encourage contributions to relevant engineering and conferring wards and other honours in recognition of meritorious contribution to relevant engineering; and
 - g) Encouraging association of relevant engineers among themselves and with allied scientists and technologists for the mutual exchange of knowledge and experience.

Par 2. Enhancing the capacity of the engineer for service by:-

- a) maintaining high technical and cultural standards for admission to the Society
- b) cooperating with education institutions in the maintenance of high standards of education for relevant engineering
- c) requiring a high standard of ethical practice by members of the society;

- d) aiding in the adoption of a high standard of attainment for the granting of the legal right to practice professional engineering;
- e) encouraging among students of relevant engineering the study of such subjects will equip them with a proper cultural and technical foundation for achieving the optimum of enjoyment for themselves and of usefulness to society;
- f) providing opportunities for continuing education;
- g) encouraging the personal and professional development of engineers in relevant engineering work; and
- h) Supporting activities looking to the increased employment of relevant engineers and seeking new opportunities for relevant engineering service.

Par 3. Increasing the usefulness of the organized engineering profession as a whole by

- a) Cooperating with other engineering and technical societies;
- b) Encouraging a high standard of citizenship among all engineers;
- c) Encouraging members of the Society to participate in public affairs;
- d) Cooperating with governmental agencies in matters involving agricultural engineering; and
- e) Publicity for the engineering profession through the achievements of agricultural engineers.

ARTICLE B3, MEMBERSHIP

Par.1. The number of Honorary Members elected in any one year shall not be greater than one.

Par. 2. A proxy may be given to a member entitled to vote, but shall not be valid for more than 3 months. Such proxy shall be signed with an attesting witness by the verification of the right of the members to vote at the meeting at which the proxy is to be used.

ARTICLE B3, MEMBERSHIP

Rule 1 Each member except Student Members shall be entitled to a certificate of membership signed by the Chairman and the Secretary of the Society: it shall remain the property of the Society and be returned on demand. Each member requesting a certificate shall pay the price thereof.

Rule 2 Abbreviations of the titled to be used by members shall be as follows:
Honorary member Hon. Mem. KSEBAE

Fellow	Fellow. KSEBAE
Member...	Mem. KSEBAE
Associate Mem.	Assoc.Mem.KSEBAE
Affiliate	Aff.KSEBEA
Student Mem	Student Mem. KSEBAE

- Rule 3 Each member desiring to resign shall be asked to deposit with the Executive Committee the certificate of memberships in the member's possession for which no refund will be given.

ARTICLE R4, QUALIFICATIONS AND ADMISSION

- Rule 1 A candidate for admission to the grade of member of the Society should list as reference two Senior Members or Members who have personal knowledge of his or her qualifications.
- Rule 2 A candidate for admission to the Society as Associate Members should list as references at least two members who have personal knowledge of the candidate's qualifications at least of whom shall be Senior member or Member.
- Rule 3 A candidate for admission to the grade of Executive Affiliate or Affiliate should list as references at least two persons who have knowledge of his or her qualifications.
- Rule 4 A candidate for admission in the Society as a Student Member must be endorsed by the head of the engineering department or qualified academic staff member and the endorser should preferably be a member of the Society in Good standing.
- Rule 5 The references for each candidate shall be requested to make such confidential communications to the Executive Committee to the eligibility of the candidate.
- Rule 6 All nominations for election to Fellow membership shall be referred to a Committee appointed by the Executive Committee which shall review the nominations and make recommendations to the Annual General Meeting. Final election to Fellow will be action of the Annual General Meeting with ratification by the Executive Committee. The Committee will normally meet during or shortly before the Annual General Meeting and review all nominations on hand. Committee evaluation of nominations for Fellow shall be based on at least the requirements of Article C4. Sections 3 and 4.
- Rule 7 A nomination for Fellow membership shall include the following information:
- i. Complete biographic statement;
 - ii. Positions held and leadership responsibilities;
 - iii. Accomplishments and evidenced by publication patents and other tangible records of achievement;
 - iv. KSEBAE activities national and in regional units;
 - v. Activities in other professional societies; and
 - vi. Written statements by each of the three more members supporting each

nomination.

Rule 8 All nominations for election to Honorary membership shall be referred to a Committee chaired by Executive Committee which shall screen nominations and recommend action to the full Board.

Rule 9 A nomination for Honorary membership shall include the following information:

- i. Complete biographical statement;
- ii. Positions held and leadership responsibilities;
- iii. Accomplishments having significance relative to agricultural engineering and human well-being including international significance;
- iv. Activities in professional societies; and
- v. Written statements by each often or more members supporting the nomination

Rule 10 The Executive; Committee may hold nominations for further consideration and may ask that initiators of a nomination provide additional information. The Committee shall report to the Annual General Meeting recommending in the case of each nomination that the nominee be (a) elected (b) not elected or (c) deferred for later reconsideration.

ARTICLE B5, FEES AND DUES

Par. 1 The annual dues admission fees and reinstatement fees for members of all grades (except Honorary and Life Members who shall pay no dues or fees) shall be as follows:

ANNUAL DUES

Membership Category	Annual Subscription KSh.	Admission Fees Ksh.	Reinstatement Fees Ksh.
Fellow	5,000	1,000	2,000
Member	2,000	1,000	2,000
Ass.Mem	1,000	1,000	2,000
Aff.	500	1,000	2,000
Student	300	100	-

Par. 2 The admission fee and that part of the annual dues from the month when membership service starts to the first day of January shall be due and payable on the first day of the month following the date of election. Only upon the payment of this amount shall be the person elected be entitled to the rights and privileges of membership in the grade to which he or she is assigned. If such a person does not comply with the requirement within three months after notice of this election, the Executive Committee may declare his or her election void.

Par. 3 The annual dues of each ensuing year shall be due and payable in advance on the first day of January. A bill for annual dues shall be mailed to each member by January first of each year. Notice of arrears shall be sent thereafter by the Executive Committee.

- Par. 4 The Executive Committee shall order the withholding of publications from members whose dues remain un paid beyond a date established by this Committee.
- Par. 5 After the close of the fiscal year on December 31 all members who have been delinquent in payment of dues for the year, unless previously excused by the Executive Committee shall be stricken from the membership rolls, and shall cease to have any further rights as members.
- Par. 6 If, in the case of nonpayment of dues, the right to receive the publications of the Society or to vote be questions, the books of the Society shall be conclusive evidence.
- Par. 7 The Executive Committee may temporarily excuse from payment of annual dues any member who from ill health, advanced age or other good reason is unable to pay such dues: and the Executive Committee may remit the whole or part of dues in arrears. Unemployed members will at their request be continued on the active rolls at fifty percent of the regular dues schedules for a maximum period of two years
- Par. 8 The Executive Committee may restore to membership any person dropped from the rolls for non-payment of dues or otherwise upon such conditions as it may deem best
- Par. 9 The annual dues of student members shall be 300 payable in advance Ksh 200 of which shall apply to Society publications
- Par. 10 A Fellow, Senior Member, Associate member, or Affiliate may attain Life member status paying the Society fifteen times the annual subscription for an ordinary member.

ARTICLE R3, FEES AND DUES

A Student member on graduation from a professional engineering curriculum at a school of accepted standing is eligible for admission to the Society in the grade of Associate member and he will be exempt from payment of additional dues for the remainder of the calendar year of graduation. If application for membership is filed prior to the next January 1 and if admission is completed by April I the regular admission fee will be waived.

ARTICLE B5, THE EXECUTIVE COMMITTEE

- Par. 1 The Executive Committee shall consider the failure of an incumbent from inability or otherwise to perform the duties of his or her office and may by a two-third vote, degree any elective office vacant. The Executive Committee shall thereupon appoint a member to fill the vacancy until the next election of officers. Such appointment shall not render the appointee ineligible for election to any office
- Par. 2 An act of the Executive Committee shall have received the expressed or implied sanction of the membership at the following meeting of the Society shall be deemed to be an act of the Society and cannot afterwards be recalled by any member.
- Par. 3 The Chairman shall order the submission to the membership for decision by letter ballot of

any question of major importance involving a departure from usual custom. The Executive Committee shall appoint tellers to canvass such a ballot the result of which shall be binding.

- Par. 4 The Executive Committee shall make reports annually or often on all actions taken by the Executive Committee since its previous report. Any reported actions not rescinded or amended by the Committee shall be considered ratified and become Executive Committee.

ARTICLE B5A, THE EXECUTIVE COMMITTEE

- Par. 1 The Executive Committee of the Society shall act for the Society all matter other than those on which action by the full membership required by the Constitution or other Bylaws.
- Par. 2 The Executive Committee may receive study and prepare recommendations to the membership on matter requiring committee action.
- Par. 3 Meetings of the Executive Committee may be amended or set aside only by it or by the membership at the Annual General Meeting.

ARTICLE B5C, THE TECHNICAL COMMITTEE

- Par. 1 The Technical Committee shall take final action on standards and other technical matters brought to it by its sub-committees serving in the respective areas of responsibility. It shall receive and consider reports and recommendations of its sub-committees. It shall pass along to Executive Committee of the Board with recommendations all proposals requiring Executive Committee action.
- Par. 2 The Technical Committee shall carry out specific duties and responsibilities in the area of the Society's technical interests as assigned by the Executive Committee and/or the membership.
- Par. 3 Meetings of the Technical Committee shall be held at the call of its Chairman.
- Par. 4 The Chairman or the Technical Committee shall make all appointments required within this committee and the Chairman shall appoint all required liaison representatives to other sub-committees that relate to the activities of this committee
- Par. 5 The Technical Committee shall establish a procedure for selecting from its membership a vice chairman who will act in the absence of the Chairman of the Committee.
- Par. 6 The Technical Committee shall generally supervise technical Committee activities and coordinate action in areas of overlapping interest of other committees.
- Par. 7 The Technical Committee shall report its actions to the Executive Committee by copies of the minutes of its meetings.

ARTICLE B5C, THE REGIONAL COMMITTEES

- Par. 1 The Regional Committee shall exercise general supervision over the activities of the Society's organized regions.
- Par. 2 The Regional Committee shall represent their interests before the Executive Committee.
- Par. 3. The Regional Committees shall carry out other duties related to the geographic units as assigned by the Executive Committee.
- Par. 4 The Regional Committees shall establish a procedure for selecting from its membership a vice chairman who shall act in the absence of the Chairman of the committee
- Par. 5 The Regional Committee as on petitions for recognition of additional geographic units and counsel on the operation of geographic units.
- Par. 6 The Regional Committee shall report its actions to the Executive Committee by copies of minutes of its meetings

ARTICLE B5D, COMMITTEES

- Par. 1 The Chairman shall be responsible for appointing committees other than assigned to or established by the general or Executive Committee. Chairmen shall appoint officials authorized by their respective committees.
- Par. 2 Any proposed expenditure of a committee must be authorized by the Executive Committee operating under the powers delegated to it by the general membership.
- Par. 3 The officer appointing a committee may remove any or all or its members for cause with approval of the committee concerned.
- Par. 4 Each committee shall provide interim or progress reports and a final report as required by its appointing authority.

ARTICLE B5E, SOCIETY REPRESENTATION

- Par. 1 The Chairman may at his or her discretion appoint a member or members, or other persons to represent him or her at meetings of societies of kindred aim or at public functions. Such representatives shall be designated as "Chairman Representative" and their duties shall terminate with the occasion for which they are appointed.
- Par. 2 The Chairman subject to the approval of the Executive Committee may nominate or appoint a member or members or other person or persons to represent the Society on professional or other committees organized by other societies or by government agencies or otherwise except such appointments as delegated to the Chairman of the Technical

Committee.

ARTICLE R4, ELECTION OF THE EXECUTIVE COMMITTEE

- Rule 1. The names of candidates proposed by the Members and the respective offices for which they are candidates shall be printed in separate lists on the same ballot sheet.
- Rule 2. In the election of Executive Committee, the voter shall prepare his or her ballot by marking the block in front of the candidate for whom he or she wishes to vote.
- Rule 3. Two nominees for Regional Chairman shall be presented by the Regional Committee of each Regional KSEBAE ballot.
- Rule 4. The Returning officer shall not receive any ballot a after the stated time for the closure of the voting
- Rule 5. The Secretary shall certify to the eligibility and signature of all voters
- Rule 6. A ballot containing more names "than there are offices to be filed is defective and shall be rejected by the Returning Officer
- Rule 7. In counting the ballots for Executive Member the Returning Officer shall consider a ballot for any Executive Member as valid providing the intent of the voter as to that particular office is clear even though his ballot as to candidates for another office may for any reason be invalid.

ARTICLE B6, OFFICERS

- Par. 1 The officers shall perform the duties and may be required of them by the Executive Committee, the Constitution or the Bylaws and Rules.
- Par. 2 In the absence of the Chairman his or her duties shall be performed by the Vice Chairman, Executive Committee by any .other Executive Committee members designated by the Executive Committee.
- Par. 3 The Treasurer shall be the legal custodian of all funds of the Society. The investment of all funds shall be made by the Treasurer with the approval of the Executive Committee
- Par. 4 The Secretary of the Society Executive Committee shall be the custodian of the records, including permanent records relating to business of the committees. Committees and other groups within the Society shall each designate as secretary when required. Someone other than the Secretary of members of his or her staff
- Par. 5 Any officer may be subject to removal for cause by a vote of two-thirds of the Executive Committee at any time after one month's written notices has been given the officer to show cause why he or she should not be removed and after the officer has been heard in his or

her own defense if he or she so desires.

ARTICLE B7, MEETINGS OF THE SOCIETY

- Par. 1 Any business meeting of the Society at which a quorum is present may order the submission of any questions to the membership for letter ballot and the result of the ballot shall be binding.
- Par. 2 All meetings of the Society shall be under the direction of the Executive Committee.
- Par. 3 A general meeting shall be held upon the recommendation of the members and when sanctioned by the Executive Committee.
- Par. 4 Announcements of all meetings of the Society shall be publicized in writing to the membership in KSEBAE Newsletter. Notice of each meeting shall be given by the Secretary to each member not less than thirty (30) days before the date of the meeting.

ARTICLE R5, MEETINGS OF THE SOCIETY

- Rule 1. Any unit of the Society or any group of members participating in the conduct of an annual general meeting shall appoint the necessary special local committees which shall function under the direction of the Executive Committee.

ARTICLE B8, TECHNICAL DIVISIONS

- Par. 1 The object of each technical division shall be to provide through an organization of members of any or all grades which are particularly interested in a branch of engineering included in the scope of the Society's activities, means for promoting the art of science of that branch.
- Par. 2. A technical division of the Society may be organized upon acceptance by Executive Committee of a written request of a satisfactory number of members. Such a division should be designated as the..... Division of the KSEBAE, the designated of which shall be made with approval of the Executive Committee.
- Par. 3. The provisions of the Constitution, Bylaws and Rules of the Society shall govern the procedure of all technical divisions but no action or obligation of a division shall be considered an action or obligation of the Society as a whole.
- Par. 4. For the convenient conduct of its affairs each technical division shall have an Executive Committee selected from the membership of the Society which shall consists of the Chairman, the Vice Chairman of the immediate active past Chairman.
- Par. 5. The Chairman of the Technical Committee shall appoint subject to approval of the Committee Vice Chairman of each division for a term not exceeding one year.

ARTICLE R6, TECHNICAL DIVISIONS

- Rule 1. When a number of members of the Society interested in a particular branch of the work of the Society favour the formation of a technical division for that branch they may petition the Executive Committee for the establishment of such a division. Upon approval of the petition by the Executive Committee, the Chairman of the Technical Committee shall appoint a Chairman and Vice Chairman of the new division.
- Rule 2. Such committees and representatives other than the executive committee as each technical division may require shall be recommended for appointment by the Chairman of the division to the Chairman of the Technical Committee
- Rule 3. Any expenditure for the purpose of a division chargeable to the Society must be authorized by the Executive Committee of the Society before it is incurred. Any liability otherwise incurred shall not be binding on the Society and must be met by the division itself.

ARTICLE B9, REGIONAL UNITS

- Par. 1. The object of Regional unit of the Society shall be to provide means for promoting the work of the Society by an organization of members who are resident within a given territory.
- Par. 2. A unit of the Society may be organized upon acceptance by the Regional Committees of the written request of a satisfactory number of members. Such a unit be designated as the..... Region. Section or Chapter of the KSEBAE.
- Par.3. The provisions of the Constitution Bylaws and Rules of the Society shall cover the procedure of all units, but no action or obligation of a unit shall be considered an action or obligation of the Society as a whole. The intent of the previous sentence shall be imprinted on any publication issued by the unit.
- Par. 4. Each unit organized an executive committee to conduct its affairs. The regional chairman shall serve as the chairman of the Regional Executive Committee.
- Par. 5. The affairs of the units shall be in general charge of the Regional Committee.
- Par. 6. The Regional Committee of the Society may suspend or disband any unit on 60 days notice.

ARTICLE R7, REGIONAL UNITS

- Rule 1. When a number of members of the Society in any territory within Kenya, favour the formation of a unit in that territory, a meeting shall be called and notice sent to entire membership of the Society residing in that territory. At this meeting a petition for the formation of a unit containing suggestions as to territory to be included in the unit may be presented and if adopted shall be sent to the Regional Committee through the Secretary

of the Society for consideration by the Regional Committee

- Rule 2. Upon approval of the petition by the Regional Committee meeting of the signers shall be held for the selection of a temporary executive committee of at least three members. This committee shall have charge of and be responsible for the proceedings of the unit until the next election of officers.
- Rule 3. The executive committee of a unit shall consist of a chairman, a secretary and such other officers as may be found desirable. Such officers shall be elected by ballot of the members of the Society constituting the unit. The Regional Chairman serve as Chairman of the Regional Executive Committee as a member of the Executive Committee of all other units in the Region .
- Rule 4. Society members of all grades including student members shall be eligible to vote and hold an elected officer in more than one region at the same time.
- Rule 5. The Secretary of each unit shall report the proceedings of that unit to the Regional Chairman and to the Secretary of the Society. He or she shall discharge the duties of secretary of the unit and such other responsibilities as may be prescribed by the Executive Committee.
- Rule 6. Any expenditure chargeable to the Society for the purpose of any unit must be recommended by its executive committee approved by the National Executive Committee before it is incurred. No liability otherwise incurred shall be binding upon the Society.
- Rule 7. A unit arranged to hold joint meetings with other engineering organizations and may invite members of such organizations to attend its meetings but all expenses incurred shall be binding only on the unit and not on the Society as a whole.
- Rule 8. Each unit may adopt its own bylaws for the conduct of affairs provided such bylaws are in harmony with the Constitution. Bylaws ad Rules of the Society are approved by the Regional Committee and provided also that every publication of such bylaws be prefaced with a copy of this rule.

ARTICLE B10, STUDENT BRANCHES

- Par. 1. A student branch may be organized upon acceptance by the Executive Committee of the written request of students pursuing a professional engineering curriculum in a school of accepted standing. Such branch shall be designated as the.... Student Branch of the KSEBAE.
- Par. 2. The provisions or the Constitution Bylaws and Rules of the Society shall cover the procedure of all student branches but no action or obligation of a student or obligation of the Society as a whole.

Par. 3. The function of the Student Branches of the Society under the direction of the Executive Committee shall be to organize foster and govern student branches and their activities.

Par. 4 Annual conferences of delegates and other members from student branches shall be held at the discretion of the Executive Committee.

ARTICLE R8, STUDENT BRANCHES

Rule 1 Each student shall have a faculty advisor who is a KSEBAE member and approved for this assignment by the department Head. The Society Headquarters will utilize the advisor as its primary contact with the student Branch.

Rule 2 Each Student Branch shall elect and maintain chairman and a government body of at least 3 members of the Branch.

ARTICLE B11, PUBLICATIONS AND PAPERS

Par. 1 All publications of the Society shall be under the general supervision of the Executive Committee.

Par. 2 The publications of the Society shall consist of the periodical KSEBAE Newsletter and such other publications as the Executive Committee may recommend.

Par. 3 The Society shall not be responsible for statements or opinions advanced in papers or in discussions at meetings of the Society or of its divisions or sections or printed in its publications.

Par. 4 The Society reserves the right to copyright at the discretion of the Executive Committee any of its papers, discussions, reports or publications

ARTICLE B12, FUNDS

Par. 1 All funds shall be paid in to the Treasurer who shall enter them in the books of the Society and deposit them to the account of the Society in insured banks, insured savings and loan associations

Par. 2 All bills against members and others shall be made and collected by the Treasurer.

CODE OF ETHICS OF ENGINEERS

THE FUNDAMENTAL PRINCIPLES

Engineers uphold and advance the integrity, honor and dignity of the engineering profession by:

- i. Using their knowledge and skill for the enhancement of human welfare;
- ii. Being honest and impartial and serving with fidelity the public their employees and clients;
- iii. Striving to increase the competence and prestige of the engineering profession; and
- iv. Supporting the professional and technical societies of their disciplines.

THE FUNDAMENTAL CANONS

1. Engineers shall hold paramount the safety health and welfare of the public in the performance of their professional duties.
2. Engineers shall perform services only in the areas of their competence.
3. Engineers shall issue public statements only in an objective and truthful manner.
4. Engineers shall act in professional matters for each employer of client as faithful agents or trustees and shall avoid conflicts of interest.
5. Engineers shall build their professional reputation on the merit of their services and shall not compete unfairly with others.
6. Engineers shall act in such a manner as to uphold and enhance the honour, integrity and dignity of the profession.
7. Engineers shall continue their professional development throughout their careers and shall provide opportunities for the professional development and those engineers under their supervision.

SUGGESTED GUIDELINES FOR USE WITH THE FUNDAMENTAL CANONS OF ETHICS

1. Engineers shall hold paramount the safety and welfare of the public in the performance of their professional duties.
 - a. Engineers shall recognize that the lives safety, health and welfare of the general public are dependent upon engineering judgment decisions and practice incorporated into structures, machines, products, process and vices.
 - b. Engineers shall not approve nor seal plans and/or specification that are not of a design safe to the public health and welfare and in conformity with accepted engineering standards
 - c. Should the Engineers' professional judgment be overruled under circumstances where the safety,

health, and welfare of the public are endangered the Engineers shall inform their clients or employers of the possible consequences and notify other proper authority of the situation as may be appropriate.

- (c1) Engineers shall do whatever possible to provide published standards test codes and quality control procedures that will enable the public to understand the degree of safety or life expectancy associated with the use of the design products and systems for which they are responsible
 - (c.2) Engineers will conduct reviews of the safety and reliability of the design, products or systems for which they are responsible giving their approval to the plants for the design.
 - (c.3) Should Engineers observe conditions which they believe will endanger public safety or health, they shall inform the proper authority of the situation
 - d. Should Engineers have knowledge or reason to believe that another person or firm may be in violation of any of the provisions of these Guidelines, they shall present such information to the proper authority in writing and shall cooperate with the proper authority in furnishing such further information or assistance as may be required.
 - (d.1) They shall advise proper authority if an adequate review of the safety and reliability of the products or systems has not been made or when the design imposes hazards to the public through its use.
 - (d.2) They shall withhold approval of products or systems when changes or modifications are made which would affect adversely its performance in so far as safety and reliability are concerned.
 - e. Engineers should seek opportunities to be of constructive service in civil affairs and work for the advancement of the safety, health and well-being of their communities.
 - f. Engineers should be committed to improving the environment to enhance the quality of life.
2. Engineers shall perform services only in areas of their competence
- a. Engineers shall undertake to perform engineering assignments only when qualified by education in the specific technical field of engineering involved.
 - b. Engineers may accept an assignment requiring education or experience outside of their own fields of competence, but only to the extent that their services are restricted to those phases of the project in which they are qualified. All other phases of such project shall be performed by qualified associates, consultants or employees.
 - c. Engineers shall not affix their signatures and/or seals to any engineering plan or document

dealing with subject matter in which they lack competence by virtue of education or experience nor to any such plan or document not prepared under their direct supervisory control.

3. Engineers shall issue public statements only in an objective and truthful manner.
 - a. Engineers shall endeavor to extend public knowledge and to prevent misunderstandings of the achievements of engineering.
 - b. Engineers shall be completely objective and truthful in all professional reports, statements, or testimony. They shall include all relevant and pertinent information in such reports, statement, or testimony.
 - c. Engineers when serving as expert or technical witness before any court commission or rather tribunal shall express an engineering opinion only when it is founded upon adequate knowledge of the facts in issue upon a background of technical competence in the subject matter and upon host conviction of the accuracy and priority of their testimony.
 - d. Engineers shall issue no statements, criticisms nor arguments in engineering matters which are inspired or paid for by an interested party or parties unless they have prefaced their identities of the party or parties on whose behalf they are speaking and by revealing the existence of any pecuniary interest they may have in the instant matters
 - e. Engineers shall be dignified and modest in explaining their work and merit and will avoid any act to promote their own interests at the expense of the integrity honour and dignity of the profession

4. Engineers shall act in professional matters for each employer client as faithful agents or trustees and shall avoid conflicts of interest.
 - a. Engineers shall avoid all known conflicts of interest with their employers or clients and shall promptly inform their employers or clients of any business interest or circumstances which could influence their judgment or the quality of their services
 - b. Engineers shall not knowingly undertake any assignments which would knowingly create a potential conflict of interest between themselves and their clients or their employers
 - c. Engineers shall not accept compensation financial or otherwise from more than one party for service on the same project nor for services pertaining to the same project, unless the circumstances are fully disclosed to and agreed to by all interested parties.
 - d. Engineers shall not solicit nor accept financial or other valuable considerations including free engineering designs from material or equipment suppliers for specifying their products.
 - e. Engineers shall not solicit nor accept gratitude directly or indirectly from contractors their agents or other parties dealing with their clients or employers in connection with work for which they

are responsible.

- f. When in public service as members, advisors, or employee of a governmental body or department, Engineer shall not participate in considerations or actions with respect to services provides by them or their organization in private or product engineering practice.
- g. Engineers shall not solicit nor accept an engineering contract from a governmental body on which a principal officer or employee of their organization serves as a member.
- h. When as a result of their studies, Engineers believe a project will not be successful they shall so advise their employers or client
- i. Engineers shall treat information coming to them in the course of their assignments as confidential and shall not use such information as a means of making personal profit if such action is adverse to the interests of their clients, their employers or the public
 - (i.1) They will not disclose confidential information concerning the business affairs of technical processes of any present or former employer or client or bidder under evaluation without his consent
 - (i.2) They shall not reveal confidential information nor findings of any commission or board of which they are members.
 - (i.3) When they use designs supplied to them by clients these designs shall not be duplicated by the Engineers for others without express permission.
 - (i.4) While in the employ of others, Engineers will not enter promotional efforts or negotiations for work or make arrangements for other employment as principals or to practice in connection with specific projects for which they have gained particular and specialized knowledge without the consent of all interested parties.
- j. The Engineer shall act with fairness and justice to all parties when administering a construction (or other) contract.
- k. Before undertaking work for others in which Engineers may make improvements, plans, designs, inventions or other records which may justify copyrights or patents they shall enter into a positive agreement regarding ownership.
- l. Engineers shall admit and accept their own errors when proven wrong and refrain from distorting or altering the facts to justify their decisions.
- m. Engineers shall not accept professional employment outside of their regular work or _ interest without the knowledge of their employers.
- n. Engineers shall not attempt to attract an employee from another employer by false or misleading representations.

- o. Engineers shall not review the work of other Engineers except with the knowledge of such Engineers or unless the assignments or contractual agreements for the work have been terminated.
 - (o.1) Engineers in governmental, Industrial or educations employment are entitled to review and evaluate the work of other engineers when so required by their duties.
 - (o.2) Engineers in sales or industrial employment are entitled to make engineering comparisons of their products with products of other suppliers.
 - (o.3) Engineers in sales employment shall not offer nor give engineering consultation design or advice other than specifically applying to equipment materials or systems being sold or offered for sale by them.

- 5. Engineers shall build their professional reputation on the merit of their service and shall not compete unfairly with others.
 - a) Engineers shall build their professional reputation on the merit of their service and shall not compete unfairly with others.

 - b) Engineers should negotiate contracts for professional services fairly and only on the basis of demonstrate competence and qualifications for the type of professional service required.

 - c) Engineers should negotiate a method and rate of compensation commensurate with the agreed upon of services. A meeting of the minds of the parties to the contract is essential to mutual confidence. The public interest requires that the cost of engineering service be fair and reasonable but not the controlling consideration in selection of individuals or firms to provide these services.
 - (c.1) These principles shall be applied by Engineers in obtaining the service of other professionals.

 - d) Engineers shall not attempt to supplant other Engineers in particular employment after becoming aware that definite steps have been taken towards others; employment or after have been employed.
 - (d.1) They shall not solicit employment from clients who already have Engineers under contract for the same work

 - (d.2) They shall not accept employment from clients who already have Engineers for the same work not yet completed or not yet paid for unless the performance or payment requirements in the contract are being litigated or the contracted Engineers' services have been terminated on writing by either party.

 - (d.3) In case of termination of litigation, the prospective Engineers before accepting the assignment shall advise the Engineers being terminated or involved in litigation.

- e) Engineers shall not request, propose nor accept professional commission on a contingent basis under circumstances, under which their professional provision is used as advice for promoting or securitizing a professional commission.
- f) Engineers shall not falsify nor permit misrepresentation of their or their associates', academic or professional qualifications. They shall not misrepresent nor exaggerate their degree of responsibility in or for the subject matter of prior assignments. Brochures or other presentations incident to the solicitation of employment shall not misrepresent pertinent facts concerning employers, employees, associates, joint ventures or their past accomplishments with the: intent and purpose of enhancing their qualifications and work
- g) Engineers may advertise professional services only as a means of identification and limited to the following:
Listings in the classified section of telephone directories, limited to name, address, telephone number and specialties in which the firm is qualified without resorting to special or bold type.
 - (g.1) Professional cards and listings in recognized and dignified publications provided they are consistent in size and are in a section of the publication regularly devoted to such professional cards and listings. The information displayed must be restricted to firm name address, telephone number, appropriate symbol, names of principal participants and the fields of practice in which the firm is qualified.
 - (g.2) Signs on equipment, offices and at the site of projects for which they render services, limited to firm name, address, telephone number and types of service as appropriate.
 - (g.3) Brochures business cards, letterheads and other factual representations of experience, facilities, personnel and capacity to render service, providing the same are not misleading relative to the extent of participation in the projects cited and are not indiscriminately distributed.
 - (g.4) Listings in the classified section of telephone directories, limited to name, address, telephone number and specialties in which the firm is qualified without resorting to special or bold type.
- h) Engineers may use display advertising in recognized dignified business and professional publications, providing it is factual and relates only to engineering, is free from ostentation, contains no laudatory expressions or implication, is not misleading with respect to the Engineers' extent of participation in the services or projects described
- i) Engineers may prepare articles for the lay or technical press which are factual, dignified and free from ostentation or laudatory implications. Such articles shall not imply other than their direct participation in the work described credit is given to others for their share of the work
- j) Engineers may extend permission for their names to be used in commercial advertisements, such as may be published by manufactures; contractors, material suppliers, etc. only by means of modest dignified notation acknowledging their participation and the scope thereof in the project or product described. Such permission shall not include public endorsement of

proprietary products.

- k) Engineers shall not enter competitions for designs for the purpose of obtaining commission for specific projects, unless provision is made for reasonable compensation for all designs submitted.
 - l) Engineers shall not maliciously or falsely, directly or indirectly injure the professional reputation prospects, practice or employment of another engineer nor shall they indiscriminately criticize another's work.
 - m) Engineers shall not undertake nor agree to perform engineering service on a greed basis except professional services which are advisory in nature for civic charitable religious or non-profit organizations. When serving as members of such organizations, engineers are entitled to utilize their personal engineering knowledge in the service of these organizations.
 - n) Engineers shall not use equipment supplies, laboratory nor office facilities of their employers to carry on outside private practice without consent.
 - o) In case of tax-free or tax-aided facilities, engineers should not use student service at less than rates of other employees of comparable competence, including fringe benefits.
6. Engineers shall act in such a manner as to uphold and enhance the honour, integrity, and dignity of the profession.
- a. Engineers shall not knowingly associate with nor permit the use of their names nor firm names in business ventures by any persons or firm which they know, or have reason to believe are engaging on business or professional practices of a fraudulent or dishonest nature.
 - b. Engineers shall not use associate with non-engineers, corporations, or partnerships as 'cloaks' for unethical acts.
7. Engineers shall continue their professional development throughout their careers and shall provide opportunities for the professional development of those engineers under their supervision.
- a. Engineers shall encourage their engineering employees to further their education.
 - b. Engineers should encourage their engineering employees to become registers at the earliest possible date.
 - c. Engineers should encourage engineering employees to attend and present papers at professional and technical society meeting.
 - d. Engineers should support the professional and technical societies of their disciplines.

- e. Engineers shall give proper credit for engineering work to those to whom credit is due, and recognize the proprietary interest of others. Whenever possible, they shall name the person or persons who may be responsible for designs, inventions, writing or other accomplishments
- f. Engineers shall endeavor to extend the public knowledge of engineering and shall not participate in the dissemination of untrue, unfair or exaggerated statements regarding engineering
- g. Engineers should assign professional engineers duties of a nature which will utilize their full training and experience is so far as possible and delegate lesser functions to sub-professionals or to technicians.
- h. Engineers shall uphold the principle of appropriate and adequate compensation for those engaged in engineering work.
- i. Engineers should assign professional engineers duties of a nature which will utilize their full training and experience is so far as possible and delegate lesser functions to sub-professionals or to technicians.
- j. Engineers shall provide prospective engineering employees with complete information on working conditions and their proposed status of employment and after employment shall keep them informed of any changes.

ARTICLE B14, LIABILITY AND IDENTIFICATION

- Par. 1 No Chairman, Committee member or other agent appointed by the Chairman of the Society shall incur any personal liability for any acts, omissions or errors in such capacity except for his or her own negligent or willful misconduct. No person shall be liable for the acts, neglect default, omissions, and errors or misconduct of any fellow officer, committee member or other agent of the Society in which he or she not participated, concurred or acquiesced. No person dealing with the Society shall be obliged to see the application of any money or other property contributed, loaned or otherwise paid or delivered to the Society.
- Par. 2. The Society shall indemnify any Chairman, Committee Member and other agent appointed by the Executive Committee, or any person formerly in any of the foregoing positions, against any expense actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of being or having been a Chairman, Committee member or other agent appointed by the Executive Committee of the Society, except as matters with respect to which he or she shall be adjudged to be liable for negligent or willful misconduct in the performance of his or her duties in such capacities. The Society also shall reimburse any such Chairman, Committee member or other agent appointed by the Directors for the reasonable costs of settlement of any such action, suit or proceeding if prior to such settlement it shall be found by a majority of the disinterested members of the Executive Committee that is in the best

interest of the Society that such settlement be made and that such person was not guilty of negligent or willful misconduct in the performance of the duties which gave rise to such action suit proceeding.

ARTICLE B15, AMENDMENTS

- Par. 1 Prior to the closing of a ballot on an amendment to the Constitution, the Chairman shall appoint officers whose duty it shall be to canvass the votes cast. The terms of office of such offices shall expire when their report of the canvass has been presented and accepted.
- Par. 2. The officers shall canvass the ballots and certify the results to the Returning Officer at the meeting of the Society at which the result is to be announced.
- Par. 3. In the case of a tie vote on an amendment the Returning Officer at the meeting of the Society shall cast the deciding vote.
- Par. 4. At any regular meeting, the Executive Committee may by a two-thirds vote of its Constitution, provided that such bylaws or amendments shall have been submitted in writing to each member of the Executive Committee at least 30 days before the meeting at which action is to be taken. A bylaw or an amendment to a bylaw shall take effect immediately upon its adoption by the members, except that the members may establish a transition schedule when it considers that a change in practice directed by an amendment may best be effected over a reasonable period of time. The amendment and transition schedule if any shall be published in writing to the membership promptly in KSEBAE Newsletter.
- Par. 5. At any regular meeting by a majority vote of its members present, the Executive Committee may enact, repeal or amend a Rule in harmony with the Constitution and Bylaws. A Rule or an Amendment thereto shall take effect immediately upon its adoption by the Executive Committee and shall be published by the Secretary to all members of the Society.

ARTICLE R15, AMENDMENTS

- Rule 1. In voting on an amendment to the Constitution, the voter shall prepare his ballot by checking for or against each change listed. He shall then enclose the ballot in an envelope and seal it.
- Rule 2. The Secretary shall certify to the eligibility and signature of all voters.
- Rule 3. Tellers shall consider a ballot as valid provided the intent of the voter is clear and provided also that it conforms with the regulations for voting.

SECTION 3-REFERENCE

3.1 KSEBAE Constitution - Article C2, Section 2

The Society may approve or adopt any report, standard, code, formula or recommended practice, but shall forbid and oppose the use of its name, emblem or initials to indicate official or implied approved of any commercial work or business, except to indicate conformity with its standards or recommended practices".

3.2 Bylaws and Rules-Article R3, rule 2

Abbreviations of the titles to be used by members shall be as follows:

Rule 2 Abbreviations of the titled to be used by members shall be as follows:

Honorary member	Hon. Mem. KSEBAE
Fellow	Fellow. KSEBAE
Member...	Mem. KSEBAE
Associate Mem.	Assoc.Mem.KSEBAE
Affiliate	Aff.KSEBEA
Student Mem	Student Mem.KSEBAE

SECTION 4- USE BY INDIVIDUAL MEMBERS

- 4.1 Any active member who so desires indicate his current grade of membership on his business, professional card, or letterhead. Its use shall be immediately discontinued when the individual ceases to be a member.
- 4.2 The grade of membership held shall be spelled out in full, or abbreviate in the manner shown in Rule 2, quoted above.
- 4.3 In indicating membership, the Society emblem may be used together with the designation of grade of membership if desired. The emblem will not be used separately since it alone does not show the grade of membership held.
- 4.4 The designation of membership shall clearly apply to the individual member rather than to any company partnership or other business or professional firm with which he may be associated. For example: XYZ Corporation, John Doe, Chief Engineer, Member KSEBAE
- 4.5 When an individual desires his membership in KSEBAE to be indicated m a book magazine, or publication, he shall show correctly the grade of membership held on the date of publication.

SECTION 5- USE IY OTHER ORGANIZATIONS

5.1 The following used of the KSEBAE emblem, name and/or initials are considered appropriate and permissible:

- 5.1.1 To show that KSEBAE is represented in certain activities of groups having similar educational, engineering professional, or scientific objectives.
- 5.1.2 To show that certain products conform to KSEBAE Standards, Recommendations, etc
- 5.1.3 To show official KSEBAE approval, voted by the Executive Committee, of any statement or other action by another organization.

KSEBAE and Social-Political Issues (Adopted, 2011)

1. It is desirable to restate the Kenya Society of Environmental Biological and Agricultural engineers function and role regarding governmental and non-governmental actions and proposals which seek to protect or to improve quality of life.
2. KSEBAE is AN engineering Society devoted to the promotion of the science and art of engineering education and advancing standards of agricultural engineering. In the conduct of its affairs KSEBAE develops, collects, publishes and distributes engineering information, in technical papers. KSEBAE encourages its members and others including members of other engineering disciplines to use and to promote the use of all KSEBAE engineering information. Through meetings, conferences and publications KSEBAE promotes the use of all such information.
3. Because of the complex nature of governmental and non-governmental actions relating to the quality of life. KSEBAE may be requested to invite to make specific statements or to develop specific recommendations. When clearly within the expertise of the Society's membership, KSEBAE through its officers, committees or specifically constituted task forces may develop statement on proposed actions or problems. Statement will be limited to aspects relating to the technological-economical feasibility and practicality of proposed actions and alternatives. All statements will be presented as the professional judgment of those who formulated the statement and will not be presented as an official statement of KSEBAE.
4. KSEBAE will not seek or otherwise promote governmental regulations which indicate that KSEBAE standards, practices or other engineering information or professional positions shall be used. The Society will, consistent with its resources, provide particular information so that pending laws and regulations can be based upon available engineering information and facts.
5. The Society shall encourage and promote the use. of KSEBAE information in the regular conduct of its, affairs. Any and all actions will recognize that their use is entirely voluntary. KSEBAE assumes no responsibility for results attributable to the application of its information. At no time will KSEBAE or its committees actively promote the sale or use of specific products that reflect the use of KSEBAE standards engineering practices or other recognized information.
6. Individual KSEBAE members are encouraged by the Society to take any position in proposed governmental or non-governmental actions and to participate in any manner as the member's conscience indicates.

Policy to Limit Antitrust Liability

These safeguards are taken to further prevent the reputation and prestige of the Kenya Society of Environmental, Biological and Agricultural Engineers from being either intentionally or inadvertently to (1) hinder competition in the market place in violation of antitrust laws or (2) to place the Society in a libelous position as the result of unauthorized statements or actions wrongfully attributed to it.

1. No individual by virtue of membership, or any other KSEBAE Regional unit office, committee membership, or any other KSEBAE assignment or responsibility shall act for KSEBAE without the expressed consent of the Executive Committee. Individuals shall not make statements, offer opinions, offer interpretations, or enter into agreements in any manner such that it appears to a third party that the individual was acting with the authority of KSEBAE by virtue of the individual's membership or position.
2. Committee officers, committee members and others knowledgeable about the history and development of standards shall not offer interpretations with the apparent approval and authority of KSEBAE or with the apparent approval and authority of a past or current KSEBAE committee. KSEBAE members may offer personal opinions and interpretations solely as individuals without reference to past or current KSEBAE membership or KSEBAE committee participation.
3. The use of KSEBAE letterhead might be interpreted as an authorized communication to the recipient and others receiving copies. Therefore, the use of KSEBAE letterhead shall be limited to matters of official business and letterhead may only be used by authorized staff personnel and the KSEBAE Chairman. Exceptions require authorization by the Executive Committee.