

**ACE**  
SRILANKA

**RULES**

**OF**

**THE ASSOCIATION OF CONSULTING ENGINEERS,  
SRI LANKA**

**January 2005**  
**(Updated to 30<sup>th</sup> December 2020)**

Rules  
of  
The Association of Consulting Engineers, Sri Lanka

Preamble

- (i) The Association of Consulting Engineers Sri Lanka, established in the Year 1980 was incorporated by an Act of Parliament called “Association of Consulting Engineers, Sri Lanka (Incorporation) Act No.42 of 2003”.
- (ii) As per the above Act, the Association is empowered to make Rules to facilitate the activities of the Association.
- (iii) The Rules have been approved by the Members of the Association at the Annual General Meeting held on 21<sup>st</sup> January 2005.
- (iv) The following Rules will set out the powers, duties and responsibilities of the Members, Council, Committees and the office bearers of the Association.

**RULES**  
**Of**  
**The Association of Consulting Engineers, Sri Lanka**

DEFINITIONS

1. In these Rules the words standing in the first column of the table next hereinafter contained shall bear the meanings set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context;

<u>WORDS</u>	<u>MEANINGS</u>
Act	The Association of Consulting Engineers, Sri Lanka (Incorporation) Act, No.42 of 2003 and all the amendments thereof
Association	Association of Consulting Engineers, Sri Lanka
Member	A Member of the Association whose name appears on the Register of Members of the Association
Council	The Council for the time being of the Association
Consulting Engineer	A person or persons possessing the necessary qualifications to practice in one or more of the branches of engineering recognized by the Association, who devotes himself to providing professional services on engineering matters or to designing and supervising the engineering works and for such purposes occupies and employs either solely or in conjunction with another consulting engineer his own office and staff in the Republic of Sri Lanka or in the case of a partner or consultant of a firm of consulting engineers uses the office and staff of the said firm in the Republic of Sri Lanka and is not directly or indirectly concerned or interested in commercial or manufacturing interests such as would tend to influence his exercise of independent professional judgment in the matters upon which he advises
Office	The registered office of the Association
Seal	The common seal of the Association
Month	The calendar month
In Writing	Written, printed or lithographed, or partly one and partly another, and other modes of representing or reproducing words in a visible form

Words importing the singular number only shall include the plural number and vice versa;

Words importing the masculine gender only shall include feminine gender; and

Words importing persons shall include a company as defined in the Companies Act and a firm defined in the Business Names Ordinance.

## **MEMBERSHIP**

### **General**

2. The persons who were Members of the Association on the date of the adoption of these Rules shall continue to be Members of the Association and such other persons shall be Members of the Association, as the Council shall admit to Membership in accordance with the provisions hereinafter contained.
3. The privileges of Membership shall not be transferable or transmissible.

### **Qualification of Members**

4. (1) Subject to the provisions of Rule 2, no person shall be qualified for Membership of the Association unless he:
  - (a) is a citizen of the Democratic Socialist Republic of Sri Lanka and
  - (b) is a corporate member of the Institution of Engineers, Sri Lanka or of any other professional institution of engineers acceptable to the Council of the Association, and
  - (c) has 3 years of professional experience subsequent to admission to corporate membership, and also should have minimum of 10 years' experience after graduation, and
  - (d) is in active practice as a Consulting Engineer as deemed by the Council, either individually or as a director, partner or a consultant in a company or firm of Consulting Engineers or is an employee holding a responsible position as a senior engineer in a Government department or a statutory engineering organization with the right to private practice.
- (2) No person shall be qualified for Membership of the Association if he:
  - (a) is an executive director, managing director or managing partner of any firm carrying on any contracting or manufacturing business dealing with the class of work to which his practice relates, or an agent for any company, firm or partnership carrying on such business, or a person having a major interest in any company, firm or partnership carrying on such business.
  - (b) is connected with, or has an interest in any company, firm or person who canvasses for Consulting Engineers' work

Provide that nothing in this Rule shall be construed as preventing or precluding a Member if he so chooses,

- (i) from having his name, designation and address inscribed on display boards erected on the site of works for which the Member is the Consulting Engineer or on commemorative tablets or stones incorporated in the finished structure, or
- (ii) from publishing with his client's approval, articles, treatises or illustrations relating to the works for which the Member is the Consulting Engineer either on his own account or in association with other parties concerned with such works, or
- (iii) from permitting his name to appear with illustrations for works with which he has been professionally connected, published as parts of advertisements by clients, contractors or manufacturers, provided that the

Member takes all reasonable steps to ensure that his name appears in an unobtrusive manner and not in any way as suggesting solicitation of professional work, or

- (iv) from publishing his name, designation, address and the details of the services offered in a trade directory.
- (3) No person shall be elected to Membership of the Association unless he is, in the opinion of the Council, of such standing and experience as to entitle him to practice as a Consulting Engineer.
- (4) No Company or firm shall be qualified for Membership of the Association unless:
- (a) the company is registered as company under the Companies Act or the name of the firm is registered under the Business Names Ordinance, and
  - (b) the primary object of the company or the nature of business of the firm is the provision of engineering consultancy services, and
  - (c) not less than 51 per cent of its directors or partners are persons having qualifications for Membership of the Association, and
  - (d) in the case of a company, more than sixty percent of the ordinary shares are held by citizens of Sri Lanka.

The company or firm shall be represented by a director/partner who is a Member or is eligible for membership of the Association.

### **Election of Members**

5. Every person desirous of becoming a Member of the Association shall make his application in writing according to such form as shall be approved by the Council from time to time, along with the admission fee at the rates stated in Schedule 1 of these Rules. On receipt of such application and the admission fee, the Honorary Secretary shall refer same to the Admissions Committee for their recommendation. The recommendation of the Admissions Committee shall be submitted to a meeting of the Council, and if approved by the Council, the applicant shall be nominated for election. Notice of such nomination giving the name, address and qualifications of the applicant shall be sent to each Member of the Association. Any objections with reasons why the applicant should not be admitted as a Member shall be submitted to the Honorary Secretary within 14 days of such notice.
6. At a meeting of the Council held after an interval of not less than 30 days after the meeting at which the applicant was nominated for election, and in the event of no objections having been received in the interim or such objections, if any, being overruled under Rule 7, the applicant shall be duly elected and the Honorary Secretary shall forward him Forms A and B, set out in the Appendix to these Rules. The admission shall take effect on receipt of Form B duly signed along with the subscription for the current year, after which his name shall be added to the Register of Members.
7. Any objections to the election of the applicant as a Member received within the stipulated 14 days shall be considered by the Council. The decision whether such objections are to be overruled or not shall rest with the Council, whose decision shall be final.
8. If the application for Membership is rejected by the Council, 75 percent of the admission fee shall be refunded to the applicant.

### **Election of Non-Practicing Members**

9. The Council may on the retirement from practice of any Member of the Association who had the Membership for a continuous period of not less than 10 years and provided that he is not otherwise ineligible for Membership, elect him for such period as Council may decide as a Non-Practicing Member of the Association, without subscription. Such election shall be considered on the application made by the Member. A Non-Practicing Member shall be entitled to notice of and to attend all General Meetings, and to take part in discussions thereat, but he shall not have the right to vote on any matter.

### **Election of Temporary Members**

10. The Council may at its discretion elect a foreign national who is qualified for Membership except for Rule 4 (1) (a), for such period as they may decide, as a Temporary Member of the Association. A Temporary Member shall pay admission fee and subscription at the rates stated in Schedules 1 and 2 of these Rules. A Temporary Member shall be entitled to notice of and to attend all General Meetings, and to take part in discussions thereat, but he shall not have the right to vote on any matter.

### **Subscription of Members**

11. Subscription shall be paid annually at the rates stated in Schedule 2 of these Rules or as amended by the Council and approved by the Members at a General Meeting. Subscriptions for the year become due on the 1st of January of that year, every new Member shall immediately upon his election pay his subscription for the then current year.
12. (a) In the event of any Member not paying his subscription within three months after the same has become due, the Honorary Treasurer shall at any time after such three months have elapsed and with the approval of the Council notify such Member in the Form C set out in the Appendix to these Rules. In the event of the subscription not being paid within one month of the said notice the Council may remove such Member's name from the Register of Members.  
(b) The Council may, on the application of a Member whose name has been removed from the Register of Members for non- payment of arrears of subscription, reinstate such name on the Register of Members if the Member pays the subscription due for the year of reinstatement and a reinstatement fee equal to the annual subscription.

### **Duties of Members**

13. Every Member shall in all professional matters act in accordance with the Code of Professional Conduct of the Association.
14. No Member shall accept any trade commission, discount, allowance or indirect payment or other consideration in connection with any professional work on which he is engaged. His charges to clients shall constitute the only remuneration for his services.
15. No Member shall without disclosing the fact in writing to his client, be a shareholder or have a financial interest in any company, firm or person carrying on any contracting or manufacturing business dealing with the class of work to which his practice relates.
16. No Member shall receive directly or indirectly any royalty or any gratuity or commission in respect of any patented or protected article or process used on or for the purpose of the work in respect of which he is acting for a client , unless and until such royalty, gratuity or commission has been authorized in writing by such client.

17. No Member shall be the medium of payments made on his client's behalf, but shall only issue certificates for payment.
18. No Member shall place orders on his own behalf, in connection with professional works but shall only do so explicitly on behalf of his client.
19. No Member shall solicit professional work either directly or indirectly or by an agent, nor shall he pay by commission or otherwise, any person who may introduce clients to him.
20. No Member shall advertise for professional services other than in trade directories.
21. No Member shall compete in regard to consultancy services by knowingly underbidding for professional charges quoted by another Member.
22. (a) No Member shall attempt directly or indirectly to supplant another Member, nor shall he review or take over work of another Member acting as a Consulting Engineer for the same client, until he has either obtained the consent of such Member or has been formally notified by the client that the connection of such Member with the work has been terminated.
- (b) No Member shall act so as to injure, or attempt to injure, whether directly or indirectly, the professional reputation, prospects or business of another Member, provided that this Rule shall not be taken as prohibiting expression of technical opinion on behalf of his client before a tribunal or in a commissioned report, or of leading a complaint of the conduct of another Member to a competent body which lays down rules of conduct.
23. No Member shall conduct himself in a manner, nor act in any capacity, nor hold any appointment, which in the opinion of the Council prejudices his position as a Consulting Engineer or as a Member of the Association or is prejudicial to the interests of the Association.
24. No Member shall take part in a design competition involving the submission of designs for engineering work unless an assessor who shall be an engineer of acknowledged standing has been appointed to whom all such designs are to be submitted for adjudication.
25. A member practicing in a country other than Sri Lanka may order his conduct according to the code of professional conduct or code of ethics of any national association or body in that country and recognized for this purpose by the Association.
26. The following and no other abbreviation may be used by the Members to signify their connection with the Association.

M Cons. E. (SL)

### **Cessation of Membership**

27. (a) A Member shall cease to be a Member:
  - (i) upon giving to the Association notice in writing that he resigns Membership;
  - (ii) if a receiving order is made against him by a court of law;
  - (iii) if he becomes of unsound mind;
  - (iv) if he is convicted of any offence and ordered to be imprisoned for a period of not less than three months without the option of a fine;
  - (v) if he shall cease to be qualified under any of the provisions of these Rules.

- (b) The Council shall have power by resolution to expel from Membership of the Association any Member who in their opinion shall have committed a breach of the provisions of these Rules or shall have been guilty of such conduct as shall have rendered him unfit to continue to be a Member of the Association, but no such resolution shall have any operation or effect unless the member concerned shall have been given a proper opportunity of submitting for the consideration of the Council any statement or explanation in writing which he may desire, and of attending and being heard at a meeting of the Council at which his actions or conduct are to be under consideration.

## **GENERAL MEETINGS**

### **Convening of General Meetings.**

28. The Annual General Meeting of the Members shall be held in every year on a day in the Month of December and at such place as may be determined by the Council.
29. Not less than 42 days prior to the date fixed for the Annual General Meeting, Honorary Secretary shall issue a preliminary notice giving the date of the Annual General Meeting and calling for resolutions, if any, to reach him not less than 28 days prior to the date fixed for the meeting.
30. Not less than 14 days prior to the date fixed for the Annual General Meeting, Honorary Secretary shall issue a final notice of such meeting giving the place, date and time of the meeting including the agenda for the meeting, any resolution to be moved, and in the case of special business in the agenda the nature of such business.
31. Any Member entitled to be present and vote may submit any resolution to an Annual General Meeting, provided that a notice in writing signed by him and seconded by another Member containing the proposed resolution, and stating his intention to move the same, is served to reach the Honorary Secretary not less than 28 days prior to the date fixed for the meeting. Upon receipt of any resolution from a Member or from the Council, the Honorary Secretary shall include such resolution in the final notice of the Annual General Meeting.
32. All General Meetings other than Annual General Meetings shall be called Special General Meetings.
33. The Council may whenever it thinks fit convene Special General Meetings. Special General Meetings shall also be convened by the Honorary Secretary upon receipt of a written requisition signed by at least fifteen Members, to consider any matter including any resolutions specified in such requisition. A minimum of 14 days notice specifying the place, date and time of the meeting, and the nature of the special business shall be given.
34. The following shall be deemed special business.
  - (i) all business transacted at a Special General Meeting.
  - (ii) all business transacted at an Annual General Meeting with the exception of the consideration of the income and expenditure accounts, balance sheet, reports of the Council, and report of the Auditors, the election of members of the Council, and the appointment of and fixing of the remuneration of the Auditors.
35. The accidental omission to give notice of a meeting, or the non-receipt of such notice by any person entitled to receive notice thereof, shall not invalidate any resolution passed or the proceedings at such meeting.

### **Proceeding at General Meetings**

36. The business at every Annual General Meeting of the Association shall include;
  - (i) Consideration of the accounts and balance sheet of the Association, the report of the Auditors of the Association and any reports laid before it by the Council.
  - (ii) Appointment of an Auditor or Auditors.
37. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided ten Members present in person shall be a quorum.
38. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting if convened on the requisition of Members shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or at such other place as the Council shall appoint, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Members present shall be a quorum.
39. The President of the Association shall preside as chairman at every General Meeting, but if there shall be no President of the Association, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the Vice president shall preside. If the Vice president shall not be present or unwilling to preside, the Members present shall choose some member of the council, or if no such member be present, or if all the members of the Council present decline to take the chair, they shall choose some Member of the Association present at such meeting to preside as chairman.
40. The chairman of the meeting may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn a meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as for an original meeting. Save as aforesaid, the Members shall not be entitled to any notice of an adjournment or of the business to be transacted at an adjourned meeting.
41. At all General Meetings a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is demanded by the chairman of the meeting or by at least three Members present in person and entitled to vote, before a vote is taken by show of hands. Unless a poll be so demanded, a declaration by the chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against that resolution. The demand for a poll may be withdrawn.
42. Subject to the provisions of Rule 44, if a poll be demanded in a manner aforesaid, it shall be taken at such time and place and in such manner as the chairman of the meeting may direct, and the result of the poll shall be deemed the resolution of the meeting at which the poll was demanded.
43. No poll shall be demanded for the election of a chairman of a meeting, or on any question of adjournment.

44. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a second or casting vote.
45. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

#### **Votes of members.**

46. Every Member including a company or firm shall have one vote at a General Meeting. A Member company or firm shall be represented by a director /partner who is a Member or is eligible for membership. Such a director/partner should hold a written authority from the company or firm to represent it. An individual Member, representing a Member company or firm, shall be entitled to cast an additional vote on behalf of the company or firm.
47. No person other than a Member whose name is on the Register of Members of the Association and who is not in arrears of subscription in respect of Membership or of other sum (if any) which shall be due and payable to the Association for over one year, shall be entitled to vote on any question at any General Meeting.
48. A member company or firm or individual Member unable to be present in person may appoint a proxy on Form D of the Appendix to these Rules, to attend a General Meeting and to vote at the meeting. In case of an individual Member, his proxy shall be a Member of the Association. In case of a company or a firm the proxy shall qualify as above or shall be a person holding a managerial position in the Member company or firm.

### **THE COUNCIL**

#### **General**

49. The affairs of the Association shall be managed by a Council which until otherwise determined by a General Meeting shall consist of eleven Members of the Association.
50. The president and members of Council on the date of adoption of these Rules shall continue in office subject to their retirement, re-election and continuing in office being in terms of Rules 55 and 56.

#### **President, Vice President, Honorary Secretary and Honorary Treasurer**

51. (a) Subject to the provisions of Rule 73, at their first meeting after every Annual General Meeting of the Association (which shall be held within one month after such Annual General Meeting), the Council shall elect a member of the Council to each of the following offices for a term of one year.
  - (i) to hold office as President of the Association;
  - (ii) to hold office as Vice President of the Association;
  - (iii) to hold office as Honorary Secretary of the Association;
  - (iv) to hold office as Honorary Treasurer of the Association
  - (v) to hold office as Honorary Assistant Secretary of the Association; and
  - (vi) to hold office as Honorary Assistant Treasurer of the Association.;
  - (vii) to hold office as Editor,
  - (viii) to hold office as Coordinator, Young Professional Forum

- (b) The members of the Council so elected shall hold office until the election to respective offices at the first meeting of the new Council following the next Annual General Meeting.
- (c) If a vacancy arises at any time in any of the aforesaid offices, it shall be filled by the Council by appointment of one of the members of the Council, and the member so appointed shall hold office until the election to that office at the first meeting of the new Council following the next Annual General Meeting.
- (d) A retiring President shall be eligible for re-election provided that he has not held the office of President for more than two years in succession immediately prior to such re-election.

### **Powers of the Council**

- 52. The Council may exercise all such powers of the Association, and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by the Act or by these Rules required to be exercised or done by the Association in General Meeting. Such acts by the Council shall nevertheless be subject to the provisions of the Act and these Rules, and to such regulations, being not inconsistent with the aforesaid provisions as may be prescribed by the Association in General Meeting, but no regulation made by the Association in General Meeting shall invalidate any prior act of the council which would have been valid if such regulation had not been made.
- 53. The members for the time being of the Council may act notwithstanding any vacancy in their body provided always that in case the members of the Council shall at any time be reduced in number to less than five it shall be lawful for them to act as the Council for the purpose of filling up vacancies in their body, or of summoning a General Meeting, but not for any other purpose.
- 54. All moneys, cheques, bills and notes belonging to the Association shall be paid to or deposited with the Association's bankers to an account opened in the name of the Association. Cheques of the Association's bankers, until otherwise from time to time resolved upon by the Council, shall be signed by Honorary Treasurer or, in the absence of the Honorary Treasurer, by the Honorary Assistant Treasurer and either the President or the Honorary Secretary named under Rule 51. The Association's banking account shall be kept with such banker or bankers as the Council shall from time to time determine.

### **Election and Rotation of Members of the Council**

- 55. (a) Not less than three members of Council shall retire annually. They will be eligible for re-election provided that they shall not have been members of Council for a continuous period of more than three years immediately prior to re-election. However, notwithstanding this requirement they will be eligible for re-election if there are no other nomination from members for election to the Council
  - (b) The three or more members of the Council to retire as aforesaid shall be those who have been longest continuously in the Council immediately prior to the date of retirement.
- 56. A retiring president of the Association will continue as a Council member for the following year and will be designated Immediate Past President.

57. A declaration of the election of all new members of the Council shall be made at the Annual General Meeting and such new members shall take office at the commencement of the first meeting of the new Council following the Annual General Meeting.
58. The Honorary Secretary shall, along with the preliminary notice of the Annual General Meeting in terms of Rule 29, send to each Member of the Association a list of names of those retiring members of the Council, distinguishing those who are eligible and not eligible for re-election, together with application forms for nomination of members to the Council in place of all those retiring members.
59. Every Member may nominate one member for election as a member of the Council and shall enter the nomination on the forms for the purpose sent in terms of in Rule 58. Such forms must be signed by the Member nominating and by another Member seconding the nomination, and the forms so signed together with a statement from the Member nominated that he accepts nomination and will serve if elected, must be sent to reach the Honorary Secretary not less than 28 days before the date of the Annual General Meeting at which the election of the Council is to be declared.
60. The Honorary Secretary shall send to each Member of the Association along with the final notice of the Annual General Meeting in terms of Rule 30, a complete list of such nominations and the number of vacancies in the Council. If the number of valid nominations exceeds the number of vacancies, ballot paper consisting of all valid nominations shall be sent to each Member. Each Member may mark on each such ballot paper an "X" against the names of each of the persons for whom he wishes to vote, but not exceeding the number of vacancies on the ballot paper and shall send such ballot papers so marked in a sealed envelope to the Honorary Secretary so that the same shall reach the Honorary Secretary at least 7 days before the date fixed for such Annual General Meeting. Any ballot paper on which votes have been cast for more than the number of vacancies shall void.

A valid nomination referred to above shall satisfy the following criteria;

No person other than a Member whose name has been on the Register of Members of the Association and who is not in arrears of subscription in respect of membership or other sum (if any) which shall be due and payable to the Association for over one year, shall be entitled to be nominated or to nominate or second a nomination.

61. The Council shall appoint from amongst the Members of the Association who are not on the list of nominations two Members to act as scrutineers, who shall on the morning of and prior to the Annual General Meeting open the ballot papers and count the votes, and the Members who receive the most votes shall at the Annual General Meeting be declared duly elected to fill the vacancies. In the event of an equality of votes the names of such Members as have an equal number of votes shall be submitted to a ballot of the members present at the Annual General Meeting, and the election shall be determined accordingly and not by the casting vote of the chairman of the meeting.
62. Any vacancy in the Council may be filled up by the Council, but the Member appointed to fill such vacancy shall retire along with the Council members retiring in terms of Rule 55. Such retirement shall be in addition to the retirements stipulated in Rule 55.
63. Subject to the provisions of Rules 31 and 33 as to the giving of notice of special business, the Association may from time to time at a General Meeting increase or reduce the number of members of the Council and determine in what rotation such increased or reduced number shall go out of office, and make any consequential alteration in the provisions of these Rules as to the manner of election of members of the Council.

64. The Association may by a resolution adopted at a General meeting remove any member of the Council before the expiration of his period of office. The Council shall then appoint another Member in his place and the provisions of Rule 62 shall apply mutatis mutandis to the member so appointed.

### **Disqualification of Members of the Council**

65. The office of a member of the Council shall be vacated:
- (a) if he ceases to be a Member of the Association;
  - (b) if by notice in writing to the Association he resigns his office;
  - (c) if he ceases to hold office by reason of any order made under the Act;
  - (d) if he is removed from office by a resolution duly passed under Rule 64;
  - (e) if he fails to attend at least three of any twelve consecutive meetings of the Council unless he has obtained from the Council leave of absence owing to being abroad, illness or other sufficient reason.

### **Proceeding of the Council**

66. (a) The Council may frame such regulation for the conduct of their business, including the determination of the place and time of meetings of the Council and for the giving of notice there of as they think fit, subject to the provisions of the Act and of these Rules.
- (b) The quorum at meeting of the Council shall be five members.
- (c) Voting at meetings of the Council shall be by show of hands and every member of the Council shall have one vote; in the event of an equality of votes, the chairman of the meeting shall have an additional or casting vote.
- (d) On the written request of a member of the Council or of any five Members of the Association, the Honorary Secretary shall as soon as possible afterwards summon a meeting of the Council to consider any written submission.
- (e) if he fails to attend any three consecutive meetings of the Council unless he has obtained from the Council leave of absence owing to being abroad, illness or other sufficient reason.
67. The President of the Association shall preside as chairman at every meeting of the Council but if there shall be no president of the Association or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, then the Vice-president of the Association shall preside as chairman of the meeting. In the event the Vice president of the Association is also not present or is unwilling to preside as chairman of the meeting, then the members of the Council present shall choose one of their members to be chairman of the meeting.
68. A meeting of the Council at which a quorum is present shall be competent to exercise all the authorities, powers and discretions under these Rules or vested in the Council under the Act.
69. Subject to Section 11 of the Act on appointment of committees, the Council may appoint committees composed of members of the Council including if necessary Members of the Association to inquire into or advise the Council on any matter the Council deems fit. Such committees shall conduct their business in accordance with the terms of reference issued to it by the Council and make its deliberations in conformity with the provisions of the Act and these Rules. The Council in its final deliberations will take account of the

recommendations and reports of the committee, but shall not be bound to follow the findings of the committee.

70. All acts bone fide done by any meeting of the Council or of any committee of the Council shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Council.
71. The Council shall cause proper minutes to be made of all appointments of office bearers made by the Council and of the proceedings of all meetings of the Association and of the Council and of committees of the Council and all business transacted at such meeting, and any such minutes of any meeting, if purporting to be signed by the chairman of such meeting, or by the chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.
72. A resolution in writing signed by all the members for the time being of the Council or of any committee of the Council who are duly entitled to receive notice of a meeting of the Council or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Council or of such committee duly convened and constituted.

#### **Professional Secretary**

73. In addition and without prejudice to the provisions of Rule 51, the Council may appoint a professional secretary for such time, at such remuneration and upon such conditions as they may think fit, and any secretary so appointed may be removed by them.

### **DUTIES AND RESPONSIBILITIES OF OFFICE BEARERS**

#### **Immediate Past President.**

74. Immediate Past President shall function as a Council member.

#### **President**

75. (a) President, shall function as the chief executive officer of the Association.  
(b) He shall generally preside at all meetings of the Council.  
(c) He shall coordinate the activities of the Association with other professional institutions and relevant government and non-government organizations.  
(d) He shall maintain relationship with FIDIC and other associations of Consulting Engineers in the region.

#### **Honorary Secretary**

76. (a) Honorary Secretary shall carry out all administrative functions of the Association.  
(b) He shall be responsible for receiving and replying all correspondence.  
(c) He shall consult the President whenever so necessary, specially in regard to replying correspondence addressed to the Association.  
(d) Honorary Secretary shall act as Secretary to all standing committees.

### **Honorary Treasurer**

77. (a) Honorary Treasurer shall manage the finances of the Association.
- (b) He should advise the President and the Council on all financial matters.
- (c) He shall promptly collect all dues from Members, subscribers, donors, advertisers and any others.
- (d) He shall directly communicate with Members and outside parties on financial matters.
- (e) He shall be responsible for maintaining the necessary book/records for accounting purposes in consultation with the Auditors.
- (f) He shall submit quarterly statements of accounts to the Council, and audited annual accounts to the Council for its approval prior to forwarding to Members, in terms of Rule 82.
- (g) He shall submit to Council at its second meeting the annual budget in consultation with the President.
- (h) In pursuance of Rule 47, he shall make available at every Annual General Meeting, a list of Members whose subscriptions or any other monies owing to the Association remain overdue for a period of over one year.

### **THE SEAL**

78. The Council shall provide a common Seal of the Association and it shall be kept in the custody of the Honorary Secretary. The Seal shall not be affixed to any instrument except by the persons authorized in terms of Section 12 of the Act.

### **ACCOUNTS**

79. The Council shall cause proper books of account to be kept to cover all financial matters of the association including;
- (a) all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
- (b) all sales and purchases of goods and services by the Association; and
- (c) the assets and liabilities of the Association.

Proper books shall not be deemed to be kept if there are no such books of account as are necessary to give a true and fair view of the state of the affairs of the Association and to explain its transactions and it shall be the duty of the Honorary Treasurer to keep or see to the keeping of such books of account and to prepare the annual accounts of the Association for the consideration and approval of the Council.

80. The books of account shall be kept at the office or at such other place or places as the Council shall think fit, and shall always be open to the inspection of the members of the Council.
81. The Association in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the Members of the accounts and books of the Association or any of them, and subject to such conditions and regulations the accounts and books of the Association shall be open to the inspection of Members at all reasonable times.

82. At the Annual General Meeting in every year, the Council shall lay before the Association a proper income and expenditure account for the accounting year ending on the 31st March of the year together with a proper balance sheet in respect of the accounting year. Every such balance sheet shall be accompanied by proper reports of the Council and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same. All such documents shall be sent to the Auditors and to all other persons entitled to receive notices of Annual General Meetings along with the final notice of the Annual General Meeting to be issued by Honorary Secretary in terms of Rule 30. The Auditor's report shall be open to inspection and be read before the Annual General meeting.
83. The accounting year of the Association shall be from 1st day of April of each year to 31st day of March of following year.

#### **AUDIT**

84. Every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by a qualified Auditor.
85. Auditor shall be appointed at the Annual General Meeting and their duties regulated in accordance with the Act.

#### **NOTICES**

86. A notice may be served by the Association upon any Member, either personally or by sending it through the post, addressed to such Members at his registered address as appearing in the Register of Members.
87. Any Member described in the Register of Members by an address not within Sri Lanka who shall from time to time give the Association an address within Sri Lanka at which notices may be served upon him shall be entitled to have notices served upon him at such address in Sri Lanka.
88. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such serving, it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post as a prepaid letter.

#### **MATTERS NOT COVERED BY THESE RULES**

89. The Council shall have the power to decide on or make a determination on any matter that is not covered by these Rules but subject to the provisions of the Act.

## SCHEDULES

### **SCHEDULE 1 – Admission Fee**

(i)	Individual Members	-	Rs.	2,000
(ii)	(a) Companies or Firms employing not more than 5 professionals (including professional Directors or Partners)	-	Rs.	8,000
	(b) As above but 6~15 professionals	-	Rs.	12,000
	(c) As above but over15 professionals	-	Rs.	20, 000
(iii)	Temporary Members		Rs.	10,000

### **SCHEDULE 2 – Annual Subscription**

(i)	Individual Members	-	Rs.	2,500
(ii)	(a) Companies or Firms employing not more than 5 professionals (including professional Directors or Partners)	-	Rs.	10,000
	(b) As above but 6~15 professionals	-	Rs.	15,000
	(c) As above but over15 professionals	-	Rs.	24, 000
(iii)	Temporary Members		Rs.	14,000

**APPENDIX**

**FORM A**

I am pleased to inform you that you have been duly elected a Member of the ASSOCIATION OF CONSULTING ENGINEERS, SRI LANKA.

I enclose herewith a copy of the Rules of the Association now in force, and on receipt by me of the enclosed Form B duly signed by you, along with your subscription for the current year (Rs.....), you will be considered as admitted to the Association, and your name will be added to the Register of Members.

**FORM B**

I .....of .....being duly elected Member of the ASSOCIATION OF CONSULTING ENGINEERS, SRI LANKA do hereby consent to become a Member and undertake so long as I remain a Member, to abide by the Rules of the Association as they now exist, or as they may hereafter be amended.

I also undertake that I will forthwith cease to be a Member on receipt of a notice from the Honorary Secretary that the Council has determined that my name shall be removed from the Register of Members in accordance with the Rules of the Association and that I shall treat such notice as final and binding on me.

**FORM C**

I am directed by the Council of the ASSOCIATION OF CONSULTING ENGINEERS, SRI LANKA to request for payment of your subscription now in arrear, and to inform you that in the event of the same not being paid within one month from this date the Council shall remove your name from the Register of Members.

**FORM D**

I/We,.....of.....being a Member of the ASSOCIATION OF CONSULTING ENGINEERS SRI LANKA hereby appoint .....of failing him.....as my/our Proxy to vote on my/our behalf at the Annual/Special General Meeting of the Association to be held on the ...day of .....20.....at .....Hrs. at..... and at any adjournment thereof.

Signed this.....day of .....20.....

.....  
Signature of Member.

## A Summary of Revisions made to the Rules after 21<sup>st</sup> January 2005

Rule No.	Revision made	Date of Revision
4. (1) (c)	Professional experience required after admission to corporate membership reduced from 7 years to 3 years. Introduced criterion: "and also should have minimum of 10 years' experience after graduation".	25.01.2008 AGM Resolution 1
5. Schedule 1	Revised the Admission fees in of the Rules.	07.12.2012 AGM Resolution
6. Schedule 1	Revised the Annual subscription fees in Schedule 1 of the Rules.	07.12.2012 AGM Resolution
46	Attendance at General Meetings limited to the ACESL Members only.	20.01.2017 AGM Resolution 1
	<b>Changed to:</b> Every Member including a company or firm shall have one vote at a General Meeting. A Member company or firm shall be represented by a director /partner who is a Member or is eligible for membership. Such a director/partner should hold a written authority from the company or firm to represent it. An individual Member, representing a Member company or firm, shall be entitled to cast an additional vote on behalf of the company or firm.	30.12.2020 SGM Resolution 2 b
48	Proxy appointed to attend General Meetings shall be a Member	20.01.2017 AGM Resolution 2
	<b>Changed to:</b> A member company or firm or individual Member unable to be present in person may appoint a proxy on Form D of the Appendix to these Rules, to attend a General Meeting and to vote at the meeting. In case of an individual Member, his proxy shall be a Member of the Association. In case of a company or a firm the proxy shall qualify as above or shall be a person holding a managerial position in the Member company or firm	30.12.2020 SGM Resolution 2 c
49.	The number of members in Council increased from nine to eleven.	25.01.2011 AGM Resolution 2
51	Introduced four new offices (viz. Honorary Treasurer, Honorary Assistant Secretary, Honorary Assistant Treasurer, Editor and Coordinator, Young Professional Forum)	20.01.2017 AGM Resolution 3
54	Defined the authority to sign cheques of the Association's bankers. shall be signed by the Honorary Treasurer or, in the absence of the Honorary Treasurer, by the Honorary Assistant Treasurer and either the President or the Honorary Secretary named under Rule 51.	20.01.2017 AGM Resolution 4
55. (a)	Added "However, notwithstanding this requirement they will be eligible for re-election if there are no other nomination from members for election to the Council."	25.01.2008 AGM Resolution 3
56	Designation of retiring President continuing as a Council Member for the following year is changed from "Past President" to "Immediate Past President". Added to rule "When the incumbent President is elected for a consecutive term, the incumbent Immediate Past President will also continue for the following year."	20.01.2017 AGM Resolution 5
	<b>Deleted above and replaced:</b> A retiring president of the Association will continue as a Council member for the following year and will be designated Immediate Past President.	30.12.2020 SGM Resolution 2 d

<b>Rule No.</b>	<b>Revision made</b>	<b>Date of Revision</b>
60	A valid nomination was defined limiting only the Members whose name has been on the Register of Members of the Association for more than two years and who is not in arrears of membership subscription or other sums duly payable to the Association for over one year, to be nominated or to nominate or second a nomination.	20.01.2017 AGM Resolution 6
	<b>2<sup>nd</sup> paragraph (quoted above) deleted and replaced with:</b> A valid nomination referred to above shall satisfy the following criteria; No person other than a Member whose name has been on the Register of Members of the Association and who is not in arrears of subscription in respect of membership or other sum (if any) which shall be due and payable to the Association for over one year, shall be entitled to be nominated or to nominate or second a nomination	30.12.2020 SGM Resolution 2 e
65 (e)	Condition changed so that the office of a member of the Council shall be vacated if he fails to attend any three consecutive meetings of the Council without obtaining leave of absence from the Council.	20.01.2017 AGM Resolution 7
<b>FORM C</b>	Words “apply” in line 2 and “may” in line 3 were changed respectively to “request” and “shall”.	20.01.2017 AGM Resolution 1