

AMENDMENT TO BY-LAW 1

...

40. Termination of Membership. The interest of a Member in the Corporation is not transferable and lapses and ceases to exist:

...

(f) the Member is removed in accordance with the Code of Member Conduct in effect as of the date of the complaint.

...

CREATION OF BY-LAW 2: CODE OF MEMBER CONDUCT

Members of SWITCH recognize their obligations to the general public, the consumer, and all professions and industries related to sustainable energy. These voluntary obligations guide the members of SWITCH to conduct themselves in a manner that is consistent public health, safety and welfare, and which contributes to the advancement of sustainable energy production and use.

Members agree that they shall:

1. comply with codes that govern their profession, or, if there are none applicable,
 - a. undertake professional activities in compliance with applicable codes, standards and laws;
 - b. not falsify or permit misrepresentation of their professional qualifications;
 - c. undertake their professional operations, services and research with proper regard for the safety, health and welfare of workers, the general public and the natural environment;
 - d. present honestly the qualities of professional products and services offered;
 - e. be guided in all their professional relations by the highest standards of integrity, admit and accept their own errors when proven wrong and take appropriate action to correct the error.
2. not attempt, **maliciously or falsely**, to injure, directly or indirectly, the professional reputation and practices of other members.
3. promote, enable, and participate in reasoned and well-supported discussions of sustainable energy issues. Members shall respect, accept and consider the interests, positions, and mandates of other SWITCH members.
4. endeavour to enhance public knowledge and appreciation of sustainable energy, its effect on the natural environment and the economy, and achievements in the field.

Name (please print): _____

Signature: _____

Company Name: _____

Date: _____

There are four stages to a complaint under the Code of Member Conduct:

- 1) The Complaint. A Member who believes another Member has acted in a manner contrary to the Code of Member Conduct and is therefore no longer in good standing and should have his, her or its membership revoked, may bring such a complaint before the board of directors for resolution. Such a complaint shall be made in writing, setting out particulars of the alleged conduct contrary to the Code, and be delivered to a director of the Corporation. In the event a complaint is brought against a corporation or institution, the Conduct Committee will determine whether the complaint is against the corporation or institution or against an individual who is an employee or representative of the corporation.
- 2) Appointment of Conduct Committee. Upon receipt of a complaint and at the next regular meeting, the board of directors shall strike an ad hoc committee of three directors, the Conduct Committee, to investigate the complaint.
- 3) The Investigation. The conduct of any investigation is in the discretion of the Conduct Committee. It may include a meeting with the complainant Member. The member under investigation shall be given opportunity to hear the context of the complaint and given opportunity to respond by written and/or oral representations.
- 4) The Conduct Committee Report. The investigation of the Conduct Committee shall be completed within one (1) month whereupon the committee shall furnish a written report to the board of directors. Said report shall set out the complaint, the response and state recommendations for action of the committee.
- 5) Resolution of Complaint. At the next regular meeting of directors following distribution of the Conduct Committee report the report shall be tabled. At this meeting the board of directors shall take a vote whether to adopt the recommendations of the committee. Any vote to accept the recommendations of the Conduct Committee shall require a simple majority of votes passed unless recommendations for action include termination of membership in which case termination shall only be affected by two-thirds (2/3) of the directors present. Recommendations may include but are not limited to no action required, written warning, termination of membership, and/or a direction that an employee or representative not be entitled to exercise that member's privileges. Termination of membership will include return of membership fee prorated to the date of termination.