



## **PROBUS CLUB OF WHITBY BROOKLIN - BY LAWS (September 2015)**

### **Bylaw No.1 - Territory**

Membership in this Club shall be primarily, but not necessarily, from the area of Whitby Brooklin and Durham Region of Ontario.

### **Bylaw No. 2 - Membership**

1. An application for membership, once accepted, will require a one-time non-refundable initiation fee and an annual membership fee. The management team will review the fee structure periodically and may make adjustments based on the financial circumstances of the club. Depending on the time of year a new member is accepted, the annual membership fee maybe prorated at the discretion of the Management Committee, to be determined at time of the application. Note: existing members who are renewing their membership always pay the full annual fee, partial year renewals are not permitted. New Members are encouraged to read the CONSTITUTION FOR PROBUS CLUBS (CANADA) and the CLUB BYLAWS which can accessed on the clubs Website.
2. Membership may be held in more than one Probus Club. When a waiting list exists and an opening occurs, priority shall be given to an applicant who is not already a Probus Member.
3. Membership caps are to be determined by the Management Committee.
4. Annual membership fees are payable by September 30 each year.
5. The Management Committee may terminate the membership of any member who fails to pay the annual membership fee by October 31 each year.
6. Honorary membership may be conferred on a person by a majority of members voting at a General meeting. An Honorary member shall not be required to pay the annual membership fee, and shall enjoy all privileges of membership except voting and election to office. No more than 2% of the membership shall be honorary members at any given time.
7. Life membership may be conferred, by a majority of members voting at a General meeting, upon a member who has rendered outstanding service to the Club. A Life member shall not be required to pay the annual membership fee, and shall enjoy all privileges of membership. No more than 2% of the membership may be Life members at any given time.
8. Conduct of Members . If, in the opinion of, and after due consideration by, the Club's Management Committee, a member conducts himself / herself in such a manner as to bring discredit on the organization or they cause discord within the membership, they may be asked to resign. The resignation request should be made if, after discussion between the member and the Management Committee, the conflict is not resolved.

### **Bylaw No. 3 - Management**

1. The President, or designate, shall preside at all meetings of the Management Committee and the Club.
2. The Secretary shall be responsible for all recording and archiving all minutes of the Clubs meetings.
3. The Membership Chairperson shall be responsible for the membership roll which shall include members' names, postal and email addresses, telephone and fax numbers, and other information which the Club may determine. The membership roll shall be distributed to the members at least annually, and shall include a statement that it is not to be used for commercial purposes.

## **Bylaws (Page 2.)**

4. The Treasurer shall maintain and control all financial records of the Club and provide monthly financial statements to the Management Committee and annually to the Club Membership.
5. The President shall review the Standard Constitution for Clubs and our own Club's Bylaws with their Management Committee whenever they are revised and prior to or at the first Management Committee meeting following the establishment of a new Management Committee.

### **Bylaw No. 4 - Election of Officers**

1. All members of the Management Team are to be nominated annually and approved by the membership regardless of whether being re-elected for another term or a new member being nominated to fill a vacant position.
2. A Nominating Committee consisting of the President-Elect and two Past Presidents (if available, otherwise two Club members in good standing) shall present to the Club meeting prior to the Annual General Meeting a slate of candidates for election to the Management Committee.
3. Any further nominations (with nominee's prior consent to stand) shall be conveyed to the Nominating Committee at least 14 days prior to the Annual Meeting.
4. When an election is required voting shall be by secret ballot at the Annual General Meeting

### **Bylaw No. 5 - General Meetings**

1. The Annual General Meeting shall be held on the regular, 4<sup>th</sup> Wednesday meeting day of August. At this meeting, members of the Management Committee shall be elected.
2. General meetings of the Club shall be held on the 4<sup>th</sup> Wednesday of each month at 10:00 am at the designated venue.
3. The *quorum* at all General meetings shall be 25% of the membership.
4. Any notice of motion shall be submitted in writing to the Secretary and read to the General meeting one month prior to the meeting at which it is to be considered. For the information of members not in attendance at this General Meeting one prior notice in the Club Newsletter shall be sufficient.

### **Bylaw No. 6 - Financial**

1. The Treasurer shall receive, record, and deposit all funds of the Club in a financial institution approved by the Management Committee. The signing officers shall be any two of the Treasurer, President, Vice-President and Secretary.
2. An annual financial review shall be conducted and a report presented to the Annual General Meeting of the Club.
3. The annual Financial Review may be conducted by a qualified member of the Club who is not a member of the Management Committee.

### **Bylaw No. 7 - Non Profitability**

1. Club activities are to be budgeted to break even.
2. The Club may advance funds, with approval of Management Committee, when prepayment of event tickets is required prior to collection of funds from Members. Such advances shall be repaid to the Club.
3. An individual member of the Club must not gain from a discount, commission, gratuity or other benefit arising from a Club activity.

### **Bylaw No. 8 - Amendment**

1. Any bylaw may be amended by a two-thirds majority of the members present and voting at a General meeting, provided that notice of motion has been given as required by Bylaw No. 5 paragraph 4.
2. Any such amendment to the Club's By-laws must be consistent with the Standard Constitution.
3. The Club's Bylaws shall be reviewed for possible amendments every three years or as deemed necessary.
4. When Constitution updates are published by PROBUS Canada, the PROBUS Club of Whitby Brooklin will adopt them as being the current constitution version we are following.
5. Any unique amendments we feel may be necessary to be captured in our own version of the Standard Probus By-Laws will be updated as appropriate following a review of the latest Constitution revision.
6. The Probus Club of Whitby Brooklin will forward a copy of our latest By-Laws to PROBUS Canada.