



COMBINED PROBUS CLUB OF NORTH OAKVILLE BY-LAWS -Revised June 2016

Article 1 Name and Territory

- a. The name of this club shall be: "Combined PROBUS Club of North Oakville".
- b. Membership of this Club shall be primarily from the town of Oakville, Ontario, Canada.

Article 2 Aims and Objectives

- a. The activities of the Club shall be directed toward promoting acquaintance, friendship, social activities and visits for members to places of interest.
- b. The Club shall not be competitive with any other organization.
- c. The Club shall be apolitical and non-sectarian.
- d. The Club shall not be, nor appear to be, a fund raising or service club.

Article 3 Membership

- a. The Club shall be for men and women who have had some measure of responsibility or achievement in any field of worthy endeavor
- b. An annual fee as established by the Management Committee is payable on 1 August for the ensuing 12 months. Refer Article 8 with respect to termination of membership due to non-payment of fees.

- c. The application for membership shall be reviewed by the Membership Chair and presented to the Management Committee for approval during the monthly meeting. Applications without a current member sponsor shall be contacted by the Membership Chair to review the application prior to presenting it to the Management Committee.

C.1 once approved, the application form shall be accompanied by an initiation fee and the annual fee, each as set by the Management Committee.

C.2 For new members joining throughout the year the fee shall be prorated and reduced by 1/12 of the annual fee for each lapsed month after the start of the club's new fiscal year.

C.3 The Initiation Fee shall be charged for all new applicants including applicants moving from other PROBUS clubs as stated in the By-Laws and as confirmed by the 2010 motion.

C.4 With respect to applicants who were previous members of our club, the Initiation Fee shall be waived if the member is returning within two years. After two years, the returning member must pay the Initiation Fee.

C.5 Membership fees and Initiation fees are not refundable.

C.6 A donation of \$50 in memory of deceased members will be given to a registered charitable organization as approved by a Management Committee.

- d. Regular attendance is not mandatory. It is expected members would attend a majority of meetings in support of the Club's Aims and Objectives.
- e. Members may, on acceptance, also retain membership in other PROBUS Clubs.
- f. Honorary members may be elected at the discretion of and on such terms as may be decided upon by a majority of members at an ordinary meeting. Honorary members shall not be required to pay membership fees, may not hold office and shall not vote, but may enjoy all other privileges of membership.
- g. Life membership may be conferred upon an existing member who has rendered outstanding service to the club. Life members are not required to pay membership fees and may enjoy all privileges of the membership. No more than 2 percent of the membership may be Life members at any one time.

Article 4 Management

- a. The Club shall be managed by a Management Committee comprising a President, a Vice-President (also President-Elect), a Secretary, a Treasurer, a Program Chair, and a Newsletter chair, a Membership Chair, a Social Chair, an Activities Chair and the Immediate Past President. This management committee may also add other Chairs as are deemed appropriate. Any vacancy shall be filled by the Committee.
- b. The PROBUS Club President shall serve only one term but under special exception, not more than two.
- c. The President shall preside at all monthly meetings of the Management Committee and the Club. The Vice-President will act for the President in his/her absence. The Secretary shall maintain minutes of Management and AGM meetings and look after all club correspondence. The Membership Chair shall maintain records of members, addresses, telephone numbers and email addresses. An up to date list shall be available to the Management Committee members on the Gmail account. A Members list shall be issued to members at least once a year, and shall include a statement that it is not to be used for commercial purpose. Members shall have the option to exclude their email address from the list.
- d. No member may hold the same office for more than 2 years.
- e. A committee member may be removed from the office by a 75% vote of the Management Committee.

Article 5 Election of Officers

- a. A nominating committee composed of the current Past President (as Chair) and by any two past presidents, who will not be candidates, shall present a slate of nominees for each office in the Management Committee, to a meeting prior to the Annual General Meeting. Any further nominations may be made from the floor at the Annual General Meeting.
- b. If voting is necessary, a returning officer and a scrutineer, neither of whom is a candidate for election, shall be appointed and named to the members by the presiding officer before the election begins.
- c. Voting shall be by a show of hands or by ballot as decided by members. The candidate with the greatest number of votes shall be declared elected. In a tie vote, the president shall cast a second and deciding vote.
- d. The President shall not be eligible for re-election as President, but may hold any other office except Vice-President, unless the previous term is less than a year. All others shall be eligible for the office of President (except the existing Past President).

- e. The Management Committee has the power to fill vacancies as they arise, prior to the next election.
- f. The Management Committee has the power to appoint sub-committees.
- g. The duties of the Management Committee shall be similar to those outlined in the Club policies.

Article 6 Meetings

- a. The Annual General Meeting of the Club shall be held in August. Reports of the various management committee members for the past year will be presented at this meeting and an election held for the management committee members for the coming year. One auditor will also be elected and shall serve a maximum of two years. A quorum for voting shall be 25% of the membership.
- b. General Meetings of the Club shall be held the second Thursday of each month at a time and venue determined by the Management Committee, with a program of business, fellowship and a speaker. The meeting shall end at approximately 12.00 noon.
- c. Meetings of the Management Committee shall be held monthly prior to the regular meeting of members.
- d. Any notice of motion regarding by-laws shall be submitted in writing to the Secretary and shall be read at the regular meeting of the Management Committee the month prior to the meeting at which it is to be presented to the members. It will be voted on by the members at a subsequent meeting.

Article 7 Financial

- a. The financial year of this Club shall begin on August 1. By December 31, on receipt of an invoice from PROBUS Centre, a payment shall be made for group liability insurance and other PROBUS Centre costs.
- b. The Treasurer shall deposit all funds of the Club in a chartered bank approved by the Management Committee. Cheques shall be signed by one of the President, Past President or Vice President, together with any one of the Treasurer or the Secretary, except that cheques may not be signed by two members of the same family or of the same household.

- c. An audited income and expenditure statement, and balance sheet if applicable, for the twelve months ending July 31, shall be presented to the Annual General Meeting.
- d. The Club may advance funds with the approval of the Management Committee, for the prepayment of events which members will attend, when it is known that the funds will be recovered from the members.

Article 8 Termination of membership

The Management Committee may terminate the membership of any member who has failed to pay the annual renewal fee by the end of the September meeting following the due date of August 1.

Article 9 Amendments

Any clauses in these by-laws may be amended by a two-thirds vote of the membership present and voting, subject to the quorum and notice of motions requirements given above.

Article 10 Non Profitability

An individual member of the Club must not gain from a discount, commission, gratuity or other benefit arising from a Club activity.

Article 11 Dissolution

In recognition of Rotary service and contribution towards the expansion of PROBUS, any funds remaining on dissolution shall be donated to The Rotary Foundation (Canada) or to another registered charitable organization as approved by a majority of the Club Members at a General Meeting.

September 14, 2000 - Original By-Laws were devised at Oakville, Ontario and signed by President Fred Giroux and Secretary Joe Cooke

*April 19, 2006 - By-Laws were revised to reflect amendments that were recorded in the minutes of December 2005 and April 2006 Management Committee Meetings. **A computer disc was developed to secure a copy of the By-Laws and shall be retained by the current Secretary.** The revised By-Laws were signed by President Ted Nixon and Secretary Mable E.E. Nixon*

By-Law Article 4.c pertaining to email addresses revised as per Notice of Motion and agreed by the membership. Recorded November 12, 2009 Management Committee Minutes

March 13, 2014 - By-Laws were revised to reflect the amendments that were recorded in the minutes of the January 2014 and February 2014 Management Committee Meetings and approved by vote at the General Meeting of March 13, 2014

September 11, 2014 - By -Laws were revised to conform to the Standard Constitution for Local PROBUS Clubs (Canada) approved by PROBUS Centre-Canada, Inc (Nov 30, 2013) and recorded in the minutes of the August 2014 Management Committee Meeting

June 9, 2016 – article 8 amended the date for termination of membership as recorded in the minutes of the May 12, 2016 Management Committee meeting and approved by the membership at the June 9, 2016 meeting.