

Men's Probus Club of Lindsay

Standard Constitution and Bylaws – June, 2014

Aims and Objectives

The purpose of the Club shall be:

to provide regular meetings for retired and semi-retired men who appreciate and value increased opportunities for social contacts, addresses on and discussion of topical subjects;

to arrange visits by members to places and organizations of interest; and,

to arrange activities of interest to members.

Because many of its members may already be active in service to the community, the activities of the Club shall be directed solely towards acquaintance and fellowship.

The Club shall not be competitive with any other organization.

The Club shall be non-political and non-sectarian.

The Club shall not be, nor appear to be a fund raising or service club.

Membership

The Club shall be for retired or semi-retired men who have had some measure of responsibility or achievement in any field of worthy endeavor.

Application for membership shall be sponsored by at least one member and approved by the Management Committee.

Regular attendance is not mandatory.

Membership may be held in more than one PROBUS Club.

Management

The Club shall be managed by a Management Committee consisting of a president, a vice-president, a secretary, a treasurer, the immediate past president and such other persons as the Club deems necessary to cover program, social, newsletter and other functions.

All elected members of the Management Committee shall have equal voting privileges.

The Management Committee shall meet bi-monthly, or as the need arises.

The *quorum* at a Management Committee meeting shall be 50% of the Committee Members.

A motion that receives an equal number of affirmative and negative votes shall be considered lost.

The Management Committee shall have the authority to fill vacancies that may arise between elections.

The Management Committee shall have the authority to appoint sub-committees.

The Director/Membership shall be responsible for the list of members' names, addresses, phone numbers and such other information required by Club bylaw. ***This list must not be used for commercial purposes.***

General Meetings

General meetings of the Club shall be held monthly or as determined by the Club.

The Annual General Meeting shall be held in accordance with Club bylaws. In advance of the meeting, members shall be provided with a financial statement for the twelve months prior to the Annual General Meeting.

At each Annual General Meeting the presiding officer shall present nominations from the Nominating Committee for positions on the Management Committee. Election may be by show of hands or by ballot, as determined by the meeting.

A motion that receives an equal number of affirmative and negative votes shall be considered lost.

Annual Returns

The financial year of the Club shall be established at a date which will appropriately coincide with the Annual General Meeting of the Club.

The secretary shall advise PROBUS-CENTRE CANADA INC. by October 31st each year, of the Club's regular meeting place, day and time, the number of its members as of submission date; and the names, addresses and telephone numbers of its president and secretary.

The treasurer shall remit to PROBUS-CENTRE CANADA, INC. the annual assessment levied by PROBUS-CENTRE CANADA, INC. by October 31st of each year.

Membership Dues

Each member of the Club shall pay the annual membership dues as provided in Club bylaws.

Winding Up

In recognition of Rotary Clubs' service contribution towards the expansion of Probus, any funds remaining on winding up of a club shall be donated to The Rotary Foundation (Canada) or to another registered charitable organization.

Bylaws

Club Bylaws and their amendments shall be consistent with this Constitution.

Amendment

A proposed amendment to the Standard Constitution for Clubs may be made by a director of PROBUS-CENTRE CANADA, INC. or by any member of a Club via their Management Committee.

A proposed amendment to the Standard Constitution from a Club shall be forwarded to PROBUS-CENTRE CANADA, INC. for consideration at a meeting of the Board of Directors, Probus Centre-Canada, Inc by the president of any club following approval by their Management Committee.

Proposed amendments may be considered at any meeting of the Board of Directors of PROBUS-CENTRE CANADA, INC.

Any amendments approved by the Board of Directors of PROBUS-CENTRE CANADA, INC. shall be communicated to all clubs and shall become an amendment to each club's Constitution.

The name or gender composition of the Club may be changed at any General Meeting of the Club, the *quorum* required by Club bylaw being present, by a majority of members present and voting. The amendment shall be effective when it has been communicated to PROBUS-CENTRE CANADA, INC.

Bylaw No. 1 – Territory

Membership in this Club shall primarily but not necessarily be from the area of The City of Kawartha Lakes.

Bylaw No. 2 – Membership

2.1 Joining the Men's PROBUS Club of Lindsay

An individual wishing to join must meet the criteria as established by the PROBUS Club Constitution and be sponsored for membership by at least one member. The prospective member must complete the required application form and submit same to the Management Committee. Upon acceptance by the Club a new member shall be presented with a copy of the Club's Constitution and By-laws, a lapel pin and copies of all relevant policy statements and shall present to the Club treasurer the required initiation fee and the annual membership dues pro-rated in accordance with from the date of the new member's acceptance in accordance with the attached Schedule A.

2.2 Membership Dues

Annual membership dues are payable on the first day of October each year – the amount to be determined from time to time by the Management Committee. A member need not attend a meeting to pay his dues. Payment can be made by cheque – made payable to The Men’s PROBUS Club of Lindsay and mailed to P.O. Box 265, Lindsay, Ontario, K9V 4S1 or to the address of the current treasurer.

2.3 Honourary and Life Memberships

2.3.1 Honourary memberships may be conferred by a majority of members voting at a general meeting. An honorary member shall not be required to pay the annual membership dues 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.

2.3.2 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.

2.4 Termination of Membership

2.4.1 Member Initiated Termination

Any club member wishing to terminate his membership in the Club may do so by indicating his intention either verbally or in writing to a member of the Management Committee. No reason(s) need be given (See Policy on Refunds).

2.4.2 Management Committee Initiated

The Management Committee may terminate an individual’s membership for non-payment of dues. In the absence of notification of a member indicating his desire to terminate his membership and in the absence of dues having been paid the Management Committee shall attempt to determine the reason for dues not having been paid. The first approach will be to ask the sponsor to contact the delinquent member. Should this be unsuccessful the Club President will attempt to make contact in writing. If dues remain unpaid by the end of the second month following the Annual General Meeting, i.e. the end of December, the membership of the delinquent member shall be considered terminated and a notice to that effect shall be sent to him in writing.

2.4.3 Re-instatement of a Member

At the discretion of the Management Committee a former member may be re-instated without having to pay the initiation fee.

Bylaw No. 3 – Management

3.1 President (Officer)

3.1.1 The president, or designate, shall preside at all meetings of the Management Committee and the Club.

3.1.2 The Club president shall normally serve for a term of one year, but may not serve for more than two consecutive years.

3.1.3 The president shall review the Club Constitution and Bylaws with the Management Committee prior to or at the first Management Committee meeting following the establishment of a new Management Committee.

3.2 Vice-President (Officer)

3.2.1 The Vice-President shall also serve as the President-Elect with the intent that the President-Elect will become the next President of the Club.

3.2.2 The Vice-President shall normally serve for a term of one year, but may not serve for more than 2 consecutive years.

3.3 Secretary (Officer)

3.3.1 The Secretary shall be responsible for all minutes of the Club.

3.3.2 The term for the Secretary is at the discretion of the membership.

3.4 Treasurer (Officer)

3.4.1 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.

3.4.2 The treasurer may not serve for more than 4 consecutive years.

3.5 Membership Director

The Membership Director shall be responsible for the compilation of the membership roll which shall include members' names, postal and e-mail addresses, telephone and fax numbers and other information which the Club may determine. The membership role shall be distributed to the members at least annually and shall include a statement that it is not to be used for commercial purposes.

3.6 Terms for Other Officers and Management Committee Members

The terms of other Management Committee Members is at the discretion of the membership.

Bylaw No. 4 – Nominating Committee & Election of Officers

4.1 The Committee

There shall be a standing committee known as the Nominating Committee consisting of the president-elect and two past presidents, if available, otherwise two Club members in good standing designated to present to the Annual General Meeting a slate of candidates for election to the various positions on the Management Committee.

4.2 Committee Process

- i) Prior to the regular meeting in September the Nominating Committee shall seek out members who are interested in serving in some capacity on the Management Committee;
- ii) At the regular meeting in September the Chair of the Nominating committee shall report to the membership the status of the proposed slate of nominations;
- iii) Members may convey to the Nominating committee any further nominations but must do so at least 14 days before the date scheduled for the Annual General Meeting; and,
- iv) At the AGM the Chair of the Nominating Committee shall present to the members present the finalized version of the slate of candidates prepared to stand for election.

4.3 Ballot

When an election is required, voting shall be by secret ballot

Bylaw No. 5 – General Meetings

The Annual General Meeting shall be held on the regular meeting day in the month of October. At this meeting members of the Management Committee shall be elected and two members in good standing shall be appointed to conduct a financial review of the year-end financial statements.

General meetings of the Club shall be held on the second Tuesday of each month at 10:00 am at the Masonic Temple Bldg. Ridout Street, Lindsay, or as otherwise arranged.

The *quorum* at all General meetings shall be 25% of the membership.

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.

Bylaw No. 6 – Financial

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, secretary.

Bylaw No. 7 – Amendment

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.

Any such amendment must be consistent with the Standard Constitution.

The Club’s Bylaws shall be reviewed for possible amendments every three years or as deemed necessary.

Bylaw No.8 – Management Committee E-Voting

In circumstances requiring a vote by the Management Committee between regular meetings, decisions may be made by an e-vote of the Members of the Committee – such e-votes to be confirmed at the next regular Management Committee meeting.

SCHEDULE A

Membership Dues

Annual Dues

For the period from October 1st to September 30th of the following year, the dues are

\$85

Application Fee for New Members

Fee to accompany application form

Pro-rated Dues for New Members

Between Jan 1 st and March 31 st	\$75
Between April 1 st and June 30 th	\$50
Between July 1 st and Aug 31 st	\$25
Between Sept 1 st and Sept 30 th	\$85 (applied to following year)
Between Oct 1 st and Dec 31 st	\$85 (applied to current year)

Refund Fees (determined by date of notification of termination)

Between Oct 1 st and Dec 31 st	\$70
Between Jan 1 st and March 31 st	\$50
Between April 1 st and June 30 th	\$25
After July 1 st	Zero

Ratified by Management Committee on June 5, 2018

Replaces version of June 1, 2011