

## PROBUS CLUB OF OAKVILLE - BY-LAWS

Approved — April 2022

### Article 1 Territory

Membership of the Club shall be primarily, but not exclusively, from Oakville.

### Article 2 Membership

(a) Applications for membership must have one member as a sponsor and be accompanied by a completed biography form, and a photo Of the

applicant. Applications dated Aug 1 to March 31 , are to include the full annual membership fee. Applications from April 1 until July 31 will be

subject to a 40% discount from the annual fee. Members in good standing at other clubs wishing to transfer their membership to this Club will

be exempted from paying the current year's membership fee but all Other conditions for membership will apply

(b) Honourary 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. Honourary members shall not be required to pay membership fees, but shall enjoy all privileges of membership except

voting and election to office. No more than 2/0 of the membership shall be honorary members at any given time.

(c) Life membership may be conferred, by a majority of members voting at a General Meeting, upon an existing member who has rendered

outstanding service to the Club. Life members are not required to pay membership fees but may enjoy all privileges of membership. No more

than two per cent Of the membership may be life members at any one time.

(d) The annual membership fee is to be determined annually by the Management Committee and is due August 1 of each year.

### Article 3 Management

(a) The Club shall be managed by a Management Committee comprising a President, a Vice-President, a Secretary, a Treasurer, a Speakers

Chair, an Activities Chair, a Membership Chair, a Technical Services Chair , A Newsletter Editor, a Website Manager, and the Immediate Past

President. Any vacancy shall be filled by the Management Committee.

(b) The President, or designate shall preside at all meetings of the Management Committee and the Club.

(c) The Secretary shall maintain all minutes of Management and Club meetings, look after all club correspondence and act as the Club's

archivist. The Secretary shall be responsible for maintaining a copy of the Constitution and current By-laws of the Club for reference at all

meetings.

(d) The Treasurer shall maintain and control all financial records of the Club and provide financial statements monthly to the management

Committee and at least, quarterly to the Club Membership.

(e) The Membership Chair(s) shall maintain records of members, addresses, telephone numbers, etc. and a list of members is to be issued at

least once yearly marked clearly "Not for commercial use. "

(f) The President shall review the Club's Constitution and By-laws with the Management Committee prior to or at the first Management

Committee meeting following the establishment of a new Management Committee.

#### Article 4 Election Of Officers

(a) A Nominating committee composed of three past presidents, the current President and Vice President, shall present a slate of nominees

(with prior agreement to stand) to the August meeting prior to the Annual General Meeting. Further nominations, (with prior agreement to

stand) may be made from the floor at the Annual General Meeting. The vote on the slate of nominations will be held at the Annual General

meeting.

(b) If there are two or more candidates for the same position and voting is necessary, a returning officer and a scrutineer, neither of whom are

candidates for election, shall be appointed by the presiding officer before the election begins.

(c) The candidate with the greatest number of votes shall be elected. In case of a tie the members will decide on the method of resolution

(d) President can serve for one or two consecutive years after which he shall not immediately be eligible for re- election as President or Vice

President, but may hold any other office. After serving his third year as a Past President, a person can stand for election as Vice President or

President.

#### Article 5 Meetings

(a) General meetings of the Club shall be held on the third Thursday of each month of the year except December, at a place designated by

the Management Committee, normally commencing at 10 A.M., with a program of business, fellowship and a speaker. The meetings shall end

at approximately 12 noon.

(b) The Annual General Meeting of the Club shall be held on the regular meeting day in September, following an abbreviated 'regular' meeting.

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. An auditor will also be elected.

(c) Meetings of the Management Committee shall be held prior to all regular monthly meetings of members, and as need arises.

(d) Any notice of motion must be submitted in writing to the Secretary, read at the meeting prior to the meeting at which it is to be voted, and

recorded in full in the minutes.

(e) A quorum to conduct business at Management Committee meetings shall be 50% of its members, at general meetings it shall be 25% of

the membership.

#### Article 6 Financial

(a) The financial year shall begin on August 1. Club Group Liability insurance shall be paid annually to PROBUS Centre-Canada Inc. with a

contribution for PROBUS-Centre costs of services, to be paid by December 31.

(b) The Treasurer shall deposit all funds of the Club in a bank or trust company approved by the Management Committee. Signatories for

cheques shall be any two of the President, Vice-President, Secretary, the Treasurer or Activities Chair.

(c) An audited income and expenditure account for the twelve months ended July 31, and a report of Club assets, shall be presented to the

Annual General Meeting.

#### Article 7 Termination

(a) The Management Committee shall terminate the membership of any member for failing to pay the annual fee by October 31 following the

due date of August 1. (Note: Members resigning for whatever reason are requested to advise the Membership chairman.)

Article 8 Non-Profitability.

(a) Club activities are to be budgeted to break even.

(b) For some events, prepayment of event tickets or deposits is required prior to collection of funds from Members. At the request of the

Activities Chair, the Club will issue an official cheque from Club's funds. Alternately, with the approval of the Activities Chair, a member may

use a personal credit instrument to secure the reservation. In the latter instance, the Club will reimburse the member.

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

(d) The benefits such as points or 'miles', obtained through the use of a personal line of credit or credit card to prepay for Club Activities is

specifically excluded from Clause 8 (c).

Article 9 Amendments

(a) Any clauses in these by-laws may be amended by a two-thirds vote Of the members present and voting, subject to the quorum and notice

of motion requirements given above in clause 5e.

(b) Any such amendment to the Club's By-Laws must be consistent with the Standard Constitution.

(c) The Club's By-Laws shall be reviewed for possible amendments every three years or as deemed necessary.

Approved by the membership on April 21 2022

President Mike Purcell Secretary. John Beales

Signed

Mike Purcell John Beales