



The PROBUS Club of Orangeville

BY-LAWS

By-Law No 1 - Territory

1. Membership in the Club shall primarily, but not necessarily, be from the area of Orangeville.

By-Law No 2 - Membership

1. Application: An application for membership shall be accompanied by an initiation fee and an annual membership fee - amount to be determined from time to time by the Management Committee.

Depending on when a new member is accepted, the membership fee may be prorated as follows: From August 1st of each year the full fee shall apply, but fees may be prorated depending on the month the member is received. The fee will be prorated by the months remaining in the Club's fiscal year. Upon acceptance by the Club, a new member shall be presented with a PROBUS name badge and given local and international PROBUS information by the President. Upon request, the Club's By-Laws and Constitution are available.

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 a PROBUS member.
3. Membership caps: are to be determined by a vote of the members.
4. Annual membership fees: are payable on or before August 1st.
5. Termination: The Management Committee may terminate the membership of any member who fails to pay the annual membership fee by December 31st.
6. Honourary membership: may be conferred on a person by a majority of members voting at a General Meeting. An Honourary 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 may be Honourary 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.

By-Law No 3 - Management

1. The Management Committee: consists of President, Past President, Vice President, Treasurer, Secretary, Membership Chair, Speakers Program Chair, Activities Chair, Coffee Coordinator, Interest Group Coordinator, A/V Coordinator and Communications Coordinator.
2. The President, Vice President, or designate, shall preside at all meetings of the Management Committee of the Club. A quorum is 50% plus 1 as per #III 5 in the Standard Constitution.
3. The Secretary shall be responsible for all the Minutes of the Club and the Club's archival material.
4. The Membership Chairperson shall be responsible for the membership roll which shall include members' names, postal and email addresses, telephone numbers, fax number, 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/soliciting.
5. The Treasurer shall maintain and control all financial records of the Club and provide monthly financial statements to the Management Committee prior to or at the first Management Committee meeting following establishment of a new Management Committee.
6. The President shall be the chief executive officer and shall represent the Club at public and other functions, oversee the operations of the Club, preside over all meetings of the Management Committee and have the right to vote on issues, be responsible for effecting all orders and resolutions of the Management Committee, and perform such other responsibilities and duties as may be assigned by By-Law or the Management Committee.

By-Law No. 4 - Election of Officers

1. A Nominating Committee: consisting of the President, Vice President and Past President (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.
2. Any further nominations (with prior consent to stand) shall be conveyed to the Nominating Committee at least 14 days prior to the Annual Meeting. If no further nominations are made, a motion to accept the slate of candidates as presented by the Nominating Committee shall be made, seconded and voted by show of hands.
3. When an election is required, voting shall be by ballot.

By-Law No 5 - General Meetings

1. General Meetings of the Club shall be held on the second Thursday of each month at 10:00am at such a location in the Orangeville area as the Management Committee may determine.
2. The quorum at all General Meetings shall be 25% of the membership.

3. 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.

By-Law No 6 - Annual General Meeting

1. The Annual General meeting shall be held on the regular meeting day of September. At this meeting, members of the Management Committee shall be elected, and a person appointed to conduct the Financial Review as required in By-Law No.7, paragraph 3.

By-Law No 7 - Financial

1. The Treasurer shall 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 or Vice President.
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.

By-Law No 8 - Non Profitability

1. Club activities are to be budgeted to break even.
2. The Club may advance funds, with the approval of the Management Committee, when prepayment of event tickets is required prior to the collection of funds from members. Such advance 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.

By-Law No 9 - Amendment

1. Any By-Laws 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 By-Law No 5, paragraph 3.
2. Any such amendment must be consistent with the Standard Constitution.
3. The Club's By-Laws shall be reviewed for possible amendments every three years or as deemed necessary.

End of Bylaws

(approved by the Membership March 8, 2018)