

BYLAWS OF THE PROBUS CLUB OF OLD OAKVILLE

(As amended by the membership May 1, 2013)

ARTICLE I - MEMBERSHIP

- a. Membership of this Club shall be primarily but not exclusive to the area of the Town of Oakville, Ontario, Canada.
- b. Applicants for membership shall be sponsored by a member and approved by the Management Committee. Approval may be vested in the member of the Committee responsible for membership.
- c. The initiation and annual fees shall be set by the Management Committee and any change shall be ratified by the Membership.
- d. New members shall be provided with a Probus lapel pin and the Club's Constitution and Bylaws.
- e. Life Membership may be bestowed on a member for outstanding contribution to the Club.
- f. Each member except Life Members shall pay an annual membership fee, due on August 1. Membership may be terminated if the fee is not paid by the end of October. Fees are not refundable.
- g. If, in the opinion of the Management Committee, a member conducts himself in such a manner as to bring discredit to the Club, he may be asked to resign.

ARTICLE II – MANAGEMENT

- a. The Club shall be managed by an elected Management Committee that shall consist of a President, Vice President, Secretary, Treasurer, Associate Treasurer, and persons responsible for Membership, Special Events, Speakers, Communications and other functions for efficient operation of the Club. The Immediate Past President shall be an ex officio member.
- b. Management Committee meetings shall be held regularly with a minimum of four meetings per year.
- c. The President, or designate from the Management Committee, normally the Vice President, shall preside over all meetings of the Club and Management Committee.
- d. The minutes of all Club Business and Management Committee meetings, shall be retained in the Club archives for at least seven years.
- e. Detailed membership records shall be kept by the person responsible for membership. A membership list shall be issued to all members at least once per year. This list shall be clearly marked:

NOT FOR USE FOR BUSINESS, COMMERCIAL AND OTHER NON-PERSONAL PURPOSE OR DISTRIBUTED TO A THIRD PARTY.

- f. Members may create Special Interest Groups approved by the Management Committee. All such groups shall comply with the Club's Constitution and Bylaws.

ARTICLE III - ELECTION OF OFFICERS

- a. The President shall appoint a Nominating Committee normally chaired by the Immediate Past President. Members of the Club may make further nominations with the agreement of the nominees. These shall be provided to the Nominating Committee at least twenty-four hours in advance of the AGM. Voting shall be by a show of hands at the AGM; unless an election is required, then voting may be by ballot.
- b. The President shall appoint a Returning Officer and assistant, neither of whom are candidates for election, to conduct each ballot.

ARTICLE IV - MEETINGS

- a. The Annual General Meeting (AGM) of the Club shall be held in September, for reporting, election of officers and any other business deemed appropriate. In advance of the meeting members shall be provided with a financial statement for the preceding fiscal year.
- b. Meetings of the Club shall be held monthly at a venue, day and time approved by the Membership.
- c. Any request to consider a motion, supported by at least two members, shall be submitted in writing or by email to the Club Secretary, and read to the membership as a Notice of Motion at the meeting immediately prior to the meeting at which it is to be considered. Members shall be notified either by email or by postal mail.
- d. The quorum at the AGM, and Business Meetings of the Club shall be 25% of the membership.

ARTICLE V - FINANCIAL

- a. The fiscal year of the Club shall begin on August 1 of each year.
- b. 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 established by a banking resolution of the Management Committee.
- c. Annual financial review shall be conducted by an Examiner who is a member of the Club and is not a member of the Management Committee.
- d. The Treasurer shall present a Financial Report and the Examiner's Report at the AGM.
- e. If a shortfall should occur during the year, a special assessment may be recommended by the Management Committee and approved by the Membership.
- f. An individual member of the Club must not gain from a discount, commission, gratuity or other benefit arising from a Club activity.

ARTICLE VI - AMENDMENT

Any clauses in these Bylaws may be amended by a two-thirds vote of the membership present and voting, subject to quorum and Notice of Motion requirements above. Any such amendments must be consistent with the Club's Constitution.