

BYLAWS OF THE PROBUS CLUB OF WESTERN OTTAWA

1. TERRITORY

- 1.1 Membership of this Club shall be primarily, but not necessarily, from the area of Western Ottawa.

2. MEMBERSHIP

- 2.1 An application for membership shall be accompanied by an annual membership fee determined by the Management Committee. Depending on when a new member is accepted, the membership fee may be prorated as determined by the Management Committee.
- 2.2 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.
- 2.3 Membership caps are to be determined by a vote of the members.
- 2.4 Annual membership fees are payable at the first meeting in September.
- 2.5 The Management Committee may terminate the membership of any member who fails to pay the annual membership by November 30.
- 2.6 Honorary membership may be conferred on a person by a majority of members voting at a General meeting. An Honorary 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 shall be Honorary Members at any given time.
- 2.7 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 shall be Life Members at any given time.
- 2.8 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 to 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. If the resignation request is refused, the Management Committee may terminate the membership.

3. MANAGEMENT

- 3.1 The President, or designate, shall preside at all meetings of the Management Committee of the club.
- 3.2 The Secretary shall be responsible for all minutes of the Club and the Club's archival materials.
- 3.3 The Membership Chairperson shall be responsible for the membership roll which shall include members' names, postal and email addresses, telephone, fax numbers and other information which the Club may determine.
- 3.4 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.
- 3.5 The President shall review the Club's Constitution and Bylaws with their Management Committee prior to or at the first Management Committee meeting following the establishment of a new Management Committee.

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4. ELECTION OF OFFICERS

- 4.1 A Nominating Committee consisting of the President, Vice President, and Past President and one or 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.
- 4.2 The Committee shall include the President, Vice President, Past President, Secretary, Treasurer and other positions necessary for Club operations.
- 4.3 Any further nominations, with prior consent to stand, shall be conveyed to the Nominating Committee at least 14 days prior to the Annual Meeting.
- 4.4 When an election is required, voting shall be by secret ballot.
- 4.5 In the event of a tie vote, the President shall cast the deciding vote.

5. GENERAL MEETINGS

- 5.1 The Annual General Meeting shall be held on the regular meeting day in June. At this meeting, members of the Management Committee shall be elected.
- 5.2 General meetings of the Club shall be held on the second Tuesday of the month unless the Management Committee determines that a change is necessary.
- 5.3 The *quorum* for votes is 25 Club members.
- 5.4 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.

6. FINANCIAL

- 6.1 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, and Past President(s).
- 6.2 An annual financial review may, as determined by the Management Committee, be conducted by a qualified member of the Club who is not a member of the Management Committee, and a report presented to a General Meeting of the Club.

7. NON PROFITABILITY

- 7.1 Club activities are to be budgeted to break even.
- 7.2 The Club may advance funds, with the approval of the Management Committee, when pre-payment of event tickets is required prior to collection of funds from Members. Such advances shall be repaid to the Club.
- 7.3 An individual member of the Club must not gain from a discount, commission, gratuity or other benefit arising from a Club activity.

8. AMENDMENTS

- 8.1 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 5.4.
- 8.2 Any amendment to the Club's bylaws must be consistent with its Constitution.
- 8.3 The Club's Bylaws shall be reviewed for possible amendments every three years or as deemed necessary.