



# BYLAWS FOR PROBUS CLUB OF PERTH, ONTARIO

## **Bylaw No. 1 - Territory**

1. Membership in the Club shall primarily, but not necessarily, be from the area of Lanark and Leeds Counties and the Town of Smiths Falls.

## **Bylaw No. 2 - Membership**

1. Membership is open to men and women.
2. Membership will be limited to 205 members but may be adjusted by the Management Committee to reflect any change in circumstance such as a change in hall capacity and configuration.
3. The Management Committee Membership Chair shall maintain a list of prospective members if membership is at its limit (Article 2.2) and shall invite new members in accordance with dates of application. Members in good standing from the previous year will have until the November meeting of the current year to renew their membership after which new members will be accepted as per By-Law 2.2 when the membership is at capacity.
4. When an individual joins the Club, they shall pay an initiation fee of \$10.00 and an annual membership fee. Depending on when a member joins, the membership fee shall be prorated as follows:
  - September 1 to January 31 - full fee
  - February 1 to March 31 - half fee
  - After April 1 - full fiscal year's fees shall be due for the following year's fees from September 1 to August 31.

Upon acceptance to the Club, a new member should reference the Club's Constitution and By-Laws on the Club's website <https://www.probusperth.ca/constitution.htm>.

5. The annual membership fee will be set by the Management Committee annually, with any changes to the fee taking effect as of the following September 1. Any change in the membership fee must be approved at a General Meeting.
6. The Management Committee shall terminate the membership of any member who fails to pay the annual membership fee by the November meeting.
7. 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 shall be Honourary members at any given time.

8. Life membership may be conferred, by a majority of members 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.

9. Members who reach the age of 90 by December 31 will be made De-facto Life Members in January of the following year. These De-Facto life members will be exempt from paying membership fees and will be recognized at the January General Meeting. These De-Facto Life Members are a separate class of Life Members from those described in Section 8 of By-Law 2. Members described in this section will not be included in the number limit in section 2.2 but will be included in the annual membership report to and charge by Probus Canada.

10. 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 shall be made if, after discussion between the member and the Management Committee, the conflict is not resolved. In the event that the member does not resign, then the Management Committee shall inform the member in writing that their membership has been revoked.

### **Bylaw No. 3 - Management**

1. The President shall preside at all meetings of the Management Committee and the Club. In the President's absence, the Vice President shall normally preside.

2. The Secretary shall be responsible for all minutes of the Club and the Club's archival material.

3. The Membership Director shall be responsible for the membership roll, which shall include members' names, addresses and telephone numbers as 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.

4. The President shall review the Standard Constitution for Clubs and the Club's Bylaws with the Management Committee, prior to or at, the first Management Committee meeting following the establishment of a new Committee.

### **Bylaw No. 4 - Election of Officers**

1. A Nominating Committee consisting of the President and two Past Presidents (if available, otherwise two Club members in good standing) shall present to the Annual General Meeting a slate of candidates for election to the Management Committee. Members from the previous year may be re-elected with the rules set by Article 3 of the Constitution.

### **Bylaw No. 5 - General Meetings**

1. The Annual General Meeting shall be held on the regular meeting day in September. At this meeting a review of the financial statement to July 31 shall be presented, members of the Management Committee shall be elected, and a financial reviewer shall be appointed.

2. General meetings of the Club shall normally be held on the first Wednesday of each month.

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

### **Bylaw No. 6 - Financial**

1. The Financial Year shall be August 1 to July 31.
2. 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, Vice President and Secretary.
3. The Treasurer shall present a written monthly financial statement to the Management Committee, and a semi-annual financial report to the February General meeting.
4. Any discretionary expenditure in excess of \$500, excluding club activities covered by Bylaw 7.1, shall be approved at a General meeting.
5. The annual financial review may be conducted by a qualified member of the Club who is not a member of the Management Committee.

### **Bylaw No. 7 - Non-profitability**

1. Club activities are to be budgetted to break even.
2. An individual member of the Club must not gain from a discount, commission, gratuity or other benefit arising from a Club activity.

### **Bylaw No. 8 - Amendment**

1. Any bylaw may be amended by a two-thirds majority of members present and voting at a General meeting, provided that notice of motion has been given as required by Bylaw No. 5, paragraph 4.
2. Any such amendments shall be consistent with the Standard Constitution for Local Probus Clubs (Canada).
3. The Club's Bylaws shall be reviewed for possible amendments every three years, or as deemed necessary.

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### **Notes:**

Original Bylaws approved December 6, 2000, amended February 6, 2002, April, 2007, September 2, 2009, October 3, 2012, April 2, 2014, November 4, 2015, April 5, 2017 and October 2, 2019.