

## **HANOVER AREA PROBUS CLUB (Combined) BYLAWS - R2**

As recommended by PROBUS Centre-Canada Inc. - August 2013  
Amended and adopted by the Hanover Area PROBUS Club (Combined) - June, 03, 2014

**Note:** The term "Management Team" is to be used synonymously with the term "Management Committee" as found in the Standard Constitution.

### **Bylaw No. 1 - Membership**

1. Membership in the Club shall be from Hanover and the neighbouring municipalities.
2. An application for membership shall be accompanied by a first year initiation fee of \$15 and pro-rated annual dues which shall cover the remainder of the current membership year. The annual dues for all members (except Life Members) will be \$30 (or as the Management Team deems necessary). Upon acceptance by the Club, a new member will receive copies of the Standard Constitution for the Hanover PROBUS Club, Club Bylaws and a Club roster and shall be presented with a PROBUS lapel pin and a name badge by the President or delegate.
3. Annual membership dues, for returning members, are due the 1st meeting of September for the ensuing 12 months. <sup>Note 1</sup>
4. The Management Team may terminate the membership of any member who fails to pay the annual membership fee by December 1st following the due date of September after receiving written or electronic notice of dues in arrears from the Membership Chair by November 1<sup>st</sup>. <sup>Note 2</sup>
5. Honorary membership may be conferred, by a majority of members voting at a General Meeting, upon a person who has rendered outstanding service to the community. 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.
6. 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.
7. Conduct of Members. If, in the opinion of, and after due consideration by the Club's Management Team, a member conducts himself in such a manner as to bring discredit on the organization or he causes discord within the membership, he may be asked to resign. The resignation request should be made if after discussion between the member and two members of the Management Committee, the conflict is not resolved.

### **Bylaw No. 2 - Management**

1. The Club shall be managed by a Management Team comprised of the Chair, Vice Chair (also the Chair Elect), 2nd Vice Chair, Secretary, Treasurer, and such other positions as the Club deems necessary.
2. The Chair (or designate) shall preside at all meetings of the Management Team and the

Club.

3. The Secretary shall be responsible for minutes, document templates, and archival material of the club. <sup>Note 3</sup>
4. The Membership Chair shall be responsible for the Membership Roll that shall include members' names, postal and e-mail addresses, and telephone numbers. The membership booklet shall be distributed to members annually, with regular addenda thereafter, and shall include a statement that it is **not** to be used for any other purposes. <sup>Note 3</sup>
5. The Treasurer shall maintain and control all financial aspects of the Club and provide financial statements at meetings of the Management Team and at the fiscal year-end. The Treasurer shall prepare the annual budget for presentation to the Management Team for approval prior to being voted on at the Annual General Meeting.
6. The Chair shall review the Constitution and Bylaws with the Management Team prior to or at the first Management Team meeting of a new executive.

### **Bylaw No 3 - Election of Officers**

1. A Nominating Committee consisting of the Chair, Vice Chair and two Club members in good standing shall present to the membership, one month prior to the Annual General Meeting, a slate of candidates for election to the Management Team.
2. Any further nominations (with prior consent to stand) will be conveyed to the Nominating Committee at least 14 days prior to the Annual General Meeting.
3. When an election is needed, voting shall be by ballot.
4. The Club Chair will normally serve for 1 year but not more than 2 years.
5. All other management positions are one year positions. All current management members may opt to apply for a consecutive year on the Management Committee. <sup>Note 3</sup>
6. The Nominating Committee will also approach members to be committee chairpersons and the new Chair will announce their appointment at the Annual General Meeting.

### **Bylaw No.4 - General Meetings**

1. The Annual General Meeting shall be held on the regular meeting day of June. <sup>Note 4</sup> At this meeting, members of the Management Team shall be elected and the budget approved.
2. General meetings of the Club shall normally be held on the 2nd Wednesday of each month from September to June, beginning at 10:00 AM. The meeting will adjourn about noon.
3. The *quorum* at all General Meetings shall be 25% of the active paid-up membership.
4. Any notice of motion significantly affecting the Club 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.
5. Meetings of the Management Team will be held quarterly or as required.

**Bylaw No. 5 - Financial**

1. The financial (fiscal) year for the Club shall be from Sept 1 to August 31.
2. The Treasurer shall deposit all funds of the Club in a financial institution approved by the Management Team. Signing officers shall be any two of the Treasurer, Chair, Vice Chair or Secretary.
3. An annual financial review shall be conducted prior to the Annual General Meeting. The annual financial review may be conducted by a qualified member of the Club who is not a member of the Management Team.

**Bylaw No. 6 Non-Profitability**

1. Financial reserves are to be limited to an amount that is approximately equal to one year's operating expenses which shall be defined as the sum of the budgeted amounts of the following:
  - i) annual cost for the use of meeting facilities,
  - ii) honorarium for guest speakers,
  - iii) administration costs and office expenses, and
  - iv) PROBUS Canada fees, General Liability fees, Director and Officer Liability premium
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. 7 - Amendments**

1. Any bylaw may be amended by a two-thirds majority of the members present and voting at a General meeting, that notice of motion has been given as required by Bylaw No.4 paragraph 4 and a quorum has been achieved as required by Bylaw No.4 paragraph 3.
2. Any such amendment must be consistent with the Standard Constitution.

**Bylaw No. 8 – Rules of Order**

1. All called Management Committee meetings, General Meetings and the Annual General Meetings shall be conducted according to commonly accepted rules of parliamentary procedure in keeping with Roberts Rules of Order.

## Notes:

Note 1 Revision approved by the membership June 10, 2015.

Note 2 Revision approved by the membership October 14, 2015.

Note 3 Revision approved by the membership June 8, 2016.

Note 4 Revision approved by membership October 12, 2016.