



# Men's PROBUS Club of Lindsay

## SECTION A

### Constitution and Bylaws ~ November 2022

## Constitution

### Aims and Objectives

The purpose of the Club shall be:

- to provide regular meetings for retired and semi-retired men who appreciate and value increased opportunities for social contacts, addresses on and discussion of topical subjects.
- to arrange visits by members to places and organizations of interest.
- to arrange activities of interest to members.

Because many of its members may already be active in service to the community, the activities of the Club shall be directed solely towards acquaintance and fellowship.

The Club shall not be competitive with any other organization.

The Club shall be non-political and non-sectarian.

The Club shall not be, nor appear to be a fund raising or service club.

### Membership

The Club shall be for retired or semi-retired men who have had some measure of responsibility or achievement in any field of worthy endeavour.

Application for membership shall be sponsored by at least one member and approved by the Management Committee.

Regular attendance is not mandatory.

Membership may be held in more than one PROBUS Club.

### Management

The Club shall be managed by a Management Committee consisting of the President, Vice-president, Secretary, Treasurer, Registrar, Immediate Past President and such other persons as the Club deems necessary to cover program, social, communications and other functions.

All elected members of the Management Committee shall have equal voting privileges



The Management Committee shall meet bi-monthly, or as the need arises.

The *quorum* at a Management Committee meeting shall be 50%+1 of the Executive Committee.

A motion that receives an equal number of affirmative and negative votes shall be considered lost.

The Management Committee shall have the authority to fill vacancies that may arise between elections.

The Management Committee shall have the authority to appoint sub-committees.

The Registrar shall be responsible for the list of members' names, addresses, phone numbers and such other information required by Club bylaws. This *list must not be used for commercial purposes*.

### **General Meetings**

General meetings of the Club shall be held monthly or as determined by the Club.

The Annual General Meeting shall be held in accordance with Club bylaws. In advance of the meeting, members shall be provided with a financial statement for the twelve months prior to the Annual General Meeting.

At each Annual General Meeting the presiding officer shall present nominations from the Nominating Committee for positions on the Management Committee. Election may be by show of hands or by ballot, as determined by the meeting.

A motion that receives an equal number of affirmative and negative votes shall be considered lost.

### **Annual Return**

The financial year of the Club shall be established at a date which will appropriately coincide with the Annual General Meeting of the Club. The secretary shall advise PROBUS-CENTRE CANADA INC. by October 31st each year, of the Club's regular meeting place, day and time, the number of its members as of submission date; and the names, addresses and telephone numbers of its president and secretary.

The treasurer shall remit to PROBUS-CENTRE CANADA, INC. the annual assessment levied by PROBUS-CENTRE CANADA, INC. by October 31' of each year.

### **Membership Dues**

Each member of the Club shall pay the annual membership dues as provided in Club bylaws.



### **Winding Up**

In recognition of Rotary Clubs' service contribution towards the expansion of Probud, any funds remaining on winding up of a club shall be donated to The Rotary Foundation (Canada) or to another registered charitable organization.

### **Bylaws**

Club Bylaws and their amendments shall be consistent with this Constitution.

### **Amendments**

A proposed amendment to the Standard Constitution for Clubs may be made by a director of PROBUS-CENTRE CANADA, INC. or by any member of a Club via their Management Committee.

A proposed amendment to the Standard Constitution from a Club shall be forwarded to PROBUS-CENTRE CANADA, INC. for consideration at a meeting of the Board of Directors, Probud Centre-Canada, Inc by the president of any club following approval by their Management Committee.

Proposed amendments may be considered at any meeting of the Board of Directors of PROBUS-CENTRE CANADA, INC.

Any amendments approved by the Board of Directors of PROBUS-CENTRE CANADA, INC. shall be communicated to all clubs and shall become an amendment to each club's Constitution.

The name or gender composition of the Club may be changed at any General Meeting of the Club, the *quorum* required by Club bylaw being present, by a majority of members present and voting. The amendment shall be effective when it has been communicated to PROBUS-CENTRE CANADA, INC.