

BY-LAW

PROBUS CLUB OF DURHAM WEST

ARTICLE I: TERRITORY

Membership of this club shall primarily be from, but not exclusive to, the area of Durham West.

ARTICLE II: MEMBERSHIP

1. Applicants must have at least one member as a sponsor, as required by the constitution. Applications must be accompanied by the current initiation fee plus the current annual fee (or 50% of the current annual fee after August 1st). Upon acceptance by the Club, a new member will be presented with a name badge, along with a copy of the Constitution and current By-Law by the President or designate.
2. Annual dues are payable on January 1st for the ensuing 12 months.
3. Life membership may be conferred upon an existing member who has rendered outstanding service to the club. Life members are not required to pay membership fees, may not hold office, and shall not vote, but may enjoy all other privileges of membership. No more than two percent of membership may be life members at any one time.
4. The Management Committee will establish the annual fee for the next year prior to January 1st.
5. A membership list will not be posted on the Club's website. All information on the membership list must not be used for commercial purposes.

ARTICLE III: MANAGEMENT

1. The club will be managed by a Management Committee comprising a President, Vice-President (also President Elect), Secretary, Treasurer, Speakers Chair, Social Chair, Membership Chair, Club Bulletin (Newsletter) Chair, House Chair, Special Interest (Group Activities) Coordinator, Webmaster and Immediate Past President. A casual vacancy shall be filled by the Management Committee, to be effective until the next election. The Management Committee may add and fill a new Chair, to meet an unanticipated requirement, until the next election.
2. The President (or designate) shall preside over all monthly meetings of the Management Committee and the Club.
3. The Secretary shall maintain all minutes of Management meetings, all archives and records of members.
4. The Management Committee may approve co-sponsoring with the Town of Ajax and open Club's activity to non-members.

ARTICLE IV: ELECTION OF MANAGEMENT COMMITTEE

1. A nominating committee, comprising the President-Elect and two Past Presidents, or members in good standing, shall present to the general meeting, prior to the Annual General Meeting, a slate of candidates for election to the Management Committee.
2. Any further nominations (with prior consent to stand) shall be conveyed to the Nominating Committee at least 14 days prior to the Annual General Meeting.
3. A returning officer and a scrutinizer, neither of whom are candidates for election, shall be appointed by the presiding officer before the election begins.

4. Required voting will be by a show of hands if only one person standing for election and a ballot will be required if more than one person standing for an elected position.
5. The Vice President, President and Past President shall serve one year in each position. All other members of the Management Committee shall serve a minimum of one year but are eligible for re-election to the position they hold for a maximum of three years.
6. All members are eligible for election to a different position following of their term, with the proviso that they are not on the Management Committee for more than six consecutive years. Extensions beyond six years of someone standing for election to the Management Committee can be given by the Management Committee by a majority vote.
7. Having left the Management Committee after serving for three years or more, Club members shall not be re-elected to a position on the Management Committee unless one year has elapsed from the time they last served on the Management Committee.

ARTICLE V: MEETINGS

1. The Annual General Meeting of the Club shall be held on the meeting day of January each year, for election of the Management Committee and the appointing of an auditor. A quorum for voting is 25% of the membership (excluding life or honorary members).
2. Except as circumstances may dictate, the General meeting of the club shall be held on the second Thursday of each month beginning by 10:00 A.M., with the program of business, a lengthy friendship period and a speaker, to close at approximately noon.
3. Meetings of the Management Committee will be monthly. A quorum for voting is 50%.

ARTICLE VI: FINANCIAL

1. The financial year of the club shall begin on January 1st.
2. Club Group Liability Insurance shall be paid annually to PROBUS Centre Canada, Inc. with a contribution for PROBUS Centre costs of service to existing Clubs, to be paid upon billing by PROBUS Centre Canada.
3. The Treasurer shall receive, record and deposit all funds of the club in a financial institution approved by the Management Committee. Signing officers shall be any two of the President, Vice President, Past President, Treasurer, and Secretary.
4. An annual financial review shall be conducted and a report presented to the Annual General Meeting of the Club by someone who is not a member of the Management Committee.

ARTICLE VII: TERMINATION

1. Membership will be deemed terminated if not renewed by paying the annual fee by the end of February following the due date of January 1st.
2. If, in the opinion of, and after due consideration by the club's Management Committee, a member conducts him/herself in such a manner as to bring discredit on the organization or 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.

ARTICLE VIII: NON-PROFITABILITY

1. Club activities are to be budgeted 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.
3. No member shall solicit or advertise Non-PROBUS items at Club meetings, social events, in the newsletter or by PROBUS email. Only if an item is presented to the Management Committee in writing and approved by the Management Committee can it be presented to the membership.

ARTICLE IX: REVIEW & AMENDMENT

1. The By-Law will be reviewed by the Management Committee at least once in three years and amended, if deemed necessary. The By-Law will be reviewed also if requested by a member and a motion to this effect is approved at a General Meeting. Once endorsed by the Management Committee, any amendment(s) will be made as follows:
 - a. Any clauses in this By-Law may be amended by a two-third vote of the Club members present and voting at a General Meeting, subject to quorum and Notice of Motion requirements.
 - b. Any Notice of Motion regarding amendment of the By-Law must be submitted in writing to the Secretary and must be read at the meeting prior to the meeting at which it is to be voted. For the information of members not in attendance at this General Meeting one prior notice in the Club's Newsletter shall be sufficient.
 - c. Any such amendment to the By-Law must be consistent with the Standard Constitution.