

PROBUS CLUB OF NANOOSE BAY CONSTITUTION

**As Adopted From The Standard Constitution Of Probus Centre - Canada
Approved At The Annual General Meeting September 15, 2000**

PREAMBLE

The Probus name, trademarks, rights, and emblem(s) are registered with Industry Canada as the property of Probus Centre- Canada Inc. These shall not be used for commercial purposes without the written approval of Probus Centre – Canada Inc. Accreditation of a Probus Club shall be effective upon acceptance by Probus Centre – Canada, Inc., of an application with the prescribed fee from a sponsoring Rotary Club or a recognized Probus Club. Rights to the use of the name and emblems, except on saleable articles, shall be given automatically to each Probus Club upon its accreditation.

I. AIMS AND OBJECTS

- a. The purpose of the Club shall be:
 - i. To provide regular meetings for retired and semi-retired professional and business persons, and others with like backgrounds, who appreciate and value opportunities for social contacts, addresses on and discussion of topical subjects
 - ii. To arrange visits by members to places and organizations of interest
 - iii. To arrange activities of interest to members
- b. 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.
- c. The Club shall not be competitive with any other organization
- d. The Club shall be non-political and non-sectarian
- e. The Club shall not be, nor appear to be, a fund raising or service club.

II. MEMBERSHIP

- a. The Club shall be for men and women [women, men] with professional or business backgrounds, and other men and women [women, men] who have had some measure of responsibility or achievement in any field of worthy endeavor. (*The Probus Club of Nanoose Bay shall be open to men and women.*)
- b. Application for membership shall be sponsored by at least one member and approved by the Management Committee. Founding members do not require sponsorship.
- c. Regular attendance is not mandatory.

III. MANAGEMENT

- a. The Club shall be managed by a Management Committee consisting of a President, a Vice President, a Secretary, a Treasurer, the immediate Past President, and such other persons as the Club deems necessary to cover program, social, newsletter and other functions.
- b. The Club President shall normally serve for a term of 1 year, but may not serve for more than 2 years.
- c. The Management Committee shall meet monthly or as the need arises.
- d. The *quorum* at a Management Committee meeting shall be 50% of the Committee.
- e. A motion that receives an equal number of affirmative and negative votes shall be considered lost.

- f. The Management Committee shall have authority to fill vacancies that may arise between elections.
- g. The Management Committee shall have authority to appoint sub-committees.
- h. The Membership Chairperson shall be responsible for the list of members' names, addresses, phone numbers, and such other information required by Club bylaw. This list must not be used for commercial purposes.

IV. GENERAL MEETINGS

- a. General meetings of the Club shall be held monthly or as determined by the Club.
- b. 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 preceding twelve months coincident with the Annual Meeting.
- c. 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.
- d. A motion that receives an equal number of affirmative and negative votes shall be considered lost.

V. ANNUAL RETURNS

- a. The financial year of the Club shall be established at a date which will appropriately coincide with the Annual General Meeting of the Club.
- b. The Secretary shall advise Probus Centre – Canada, Inc. following the Club's accreditation, and by September 30 each year, of the Club's regular meeting place, day and time; the number of its members as of the previous July 31; and the names, addresses and telephone numbers of its President and Secretary.
- c. The Treasurer shall remit to Probus Centre – Canada, Inc., the annual assessment levied by Probus Centre – Canada, Inc.

VI. MEMBERSHIP FEES

- a. Each member of the Club shall pay the annual membership fee as provided in Club bylaws.

VII. NON-PROFITABILITY

- a. The income and property of the Club shall be applied solely towards the objectives of Probus and no portion thereof transferred directly or indirectly to the members. Nothing herein shall prevent the payment of approved remuneration for services actually rendered to the Club.

VIII. WINDING UP

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

IX. BYLAWS

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

X. AMENDMENT

- a. Except as provided in paragraph 3 of this Article, this Constitution may be amended only with the approval of the Board of Directors of Probus Centre – Canada, Inc.
- b. Every three years, members of the Board of Probus Centre – Canada, Inc. shall consult with the Clubs within their regions as to amendments the Clubs may suggest. Following this consultation, the Legislation Committee of Probus Centre – Canada, Inc. shall review the Standard Constitution in the light of these and any of their own suggestions. Any amendment made by the Board of Probus Centre – Canada, Inc. upon receipt of the report of its Legislation Committee, shall, upon communication to the Clubs, become an amendment to each Club’s Constitution.
- c. 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 the members present and voting. The amendment shall be effective when it has been communicated to Probus Center - Canada, Inc.