



PROBUS CLUB OF AJAX BYLAWS

Bylaw 1: TERRITORY

Membership in this Club shall be primarily from, but not exclusive to, the Town of Ajax and surrounding area.

Bylaw 2: MEMBERSHIP

- a) Applicants must be sponsored by a member.
- b) An application for membership shall be accompanied by an initiation fee plus annual dues, as set by the Management Committee and changed from time to time. New members joining in June and July shall be considered paid until August of the following year. Upon acceptance by the Club, a new member will be presented with a name badge and a copy of the Constitution and Bylaws of the Club by the President or his/her delegate.
- c) Membership may be held in more than one PROBUS Club. When a waiting list exists and an opening occurs, priority will be given to an applicant who is not a member at another PROBUS club.
- d) Annual dues are payable on August 1st. The Management Committee may terminate membership of anyone who has not paid their dues by October 31st. Should dues be paid after the three-month grace period, a reinstatement fee of \$10 will be payable in addition to the annual dues.
- e) Honorary membership may be conferred on a non-member who has rendered outstanding service to the Club by a majority of members voting at a General meeting. An Honorary Member shall not be required to pay the annual membership dues and shall enjoy all privileges of membership except voting and election to office. No more than 2% of the membership may be Honorary Members at any given time.
- f) Life membership may be conferred, by a majority vote of those attending 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 dues and shall enjoy all privileges of membership. No more than 2% of the membership may be Life Members at any given time.
- g) The Club's Management Committee may terminate the membership of an individual who conducts himself/herself in such a manner as to bring discredit to the Club or who causes discord within the membership. The resignation request should be made if, after

discussion between the member and the Management Committee, the conflict cannot be resolved.

Bylaw 3: MANAGEMENT

- a) The Club shall be managed by a Management Committee consisting of a President, Vice-President, Immediate Past President, Secretary, Treasurer, Social Coordinator, House Coordinator, Membership Coordinator, Speakers Coordinator, Newsletter Editor, Interest Groups Coordinator, Webmaster, Technical Coordinator and 1-2 Member(s)-at-Large. Composition of the Management Committee may change from time to time according to current needs of the Club.
- b) A position vacated during the term shall be filled by the Management Committee, to be effective until the next election.
- c) The President, or designate, shall preside over all monthly meetings of the Management Committee and the Club.
- d) The President shall ensure Management Committee members are familiar with the Club's Constitution and Bylaws.
- e) A Management Committee member who misses three consecutive committee meetings without notice or a total of five meetings over the year, will be considered to have resigned their position on the committee.

Bylaw 4: ELECTION OF MANAGEMENT COMMITTEE

- a) A Nominating Committee comprised of any two Past Presidents shall present a slate of candidates for election to the Management Committee, at the Club meeting prior to the Annual General Meeting.
- b) Any further nominations, with prior consent of the nominee, shall be given in writing to the Nominating Committee at least 14 days prior to the Annual General Meeting.
- c) When an election is required voting shall be by ballot.
- d) Members of the Management Committee are eligible for election to a different position following completion of their term, with the proviso that they are not on the Management Committee for more than six consecutive years.

Bylaw 5: MEETINGS

- a) General meetings of the Club are usually held on the first Wednesday of the month at 10:00.
- b) The Annual General Meeting of the Club shall be held on the regular meeting day in September. At this meeting, members of the Management Committee shall be elected and a financial reviewer appointed.
- c) A quorum at General meetings shall be 25% of the membership and a vote will be considered passed by 50% +1 of those in attendance.

- d) Meetings of the Management Committee will be held monthly. A quorum for voting is 50% and the vote will be considered passed by 50% +1 of those in attendance.
- e) Each member on the Management Committee has one vote on the Committee. An exception occurs when two or more individuals occupy a Management Committee position together (such as co-chairs for a position). In this case, only one of the individuals, as determined by those individuals occupying the position, shall exercise a vote on the Committee and count toward a Committee quorum
- f) In the event that a Management Committee member occupies more than one Committee position, only one such position shall be counted when determining a quorum for the Committee, and the member shall not exercise more than one vote on the Management Committee.

Bylaw 6: FINANCIAL

- a) The financial year of the Club shall begin on August 1st.
- b) An annual fee shall be paid to PROBUS Canada by December 31st each year. This fee covers liability insurance for this Club and membership and administrative costs for PROBUS Canada.
- c) Signing officers shall be any two of the President, Vice President, Immediate Past President and Treasurer.
- d) An annual financial review shall be conducted and a report presented at the Annual General Meeting of the Club. The annual financial review may be conducted by a qualified member of the Club who is not a member of the Management Committee.

Bylaw 7: NON PROFITABILITY

- a) Club activities are to be budgeted to break even.
- b) An individual member of the Club must not gain from a discount, commission, gratuity or other personal benefit arising from a Club activity.

Bylaw 8: AMENDMENT

- a) A bylaw may be amended by a two-thirds majority of the members present and voting at a General meeting, subject to quorum and Notice of Motion requirements.
- b) A Notice of Motion regarding amendment of these bylaws 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 on. For the information of members not in attendance at this General meeting, one prior notice in the Club newsletter shall be sufficient.
- c) Any amendment to the bylaws must be consistent with the Constitution.
- d) The Club's bylaws shall be reviewed every three years, or as deemed necessary.

- Moved, Seconded and Approved August 7, 2002
- Amendments adopted by members at the General meeting on February 1, 2006
- Amendments adopted by members at the Annual General meeting on September 5, 2012
- Amendments adopted by members at the Annual General meeting on September 3, 2014
- Amendments adopted by members at the General meeting on February 7, 2018
- Amendments adopted by members at the General meeting on January 6, 2021
- Minor amendment made by the Management Committee (bylaw 3a) on May 28, 2021

Appendix I – Management Committee Job Descriptions