



## **WOMEN'S PROBUS CLUB OF CAMBRIDGE RIVERSIDE BY-LAWS MARCH 8, 2023**

### **AUTHORITY:**

For any matter not governed by these by-laws, Roberts' Rules of Order shall be the authority.

**DEFINITIONS:** AGM means ANNUAL GENERAL MEETING  
MC means MANAGEMENT COMMITTEE

### **ARTICLE I: ELIGIBILITY**

Membership in this club shall primarily be from, but not exclusive to, the area of Cambridge, Ontario, Canada.

### **ARTICLE II: MEMBERSHIP**

- a) Members shall be retired or semi-retired women.
- b) The membership year shall be September 1<sup>st</sup> – August 31<sup>st</sup>.
- c) The maximum number for membership is 210.
- d) There is an annual membership fee of \$75 and a one-time initiation fee of \$25. The fees shall be reviewed annually and voted upon by the membership.
- e) If, in the opinion, and after due consideration by the Management Committee, a member conducts herself in such a manner to bring discredit on the organization or she causes discord within the organization, she 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 III: MANAGEMENT**

The Club shall be managed by a Management Committee consisting of the Executive Officers (President, Past President, President Elect, Treasurer, Recording Secretary, Communications/Technology Coordinator), Standing Committee Chairs. and the "optional" Member-at-Large.

### **ARTICLE IV: STANDING COMMITTEES**

Standing committees are: Facility, Membership, Program, Public Relations, Special Events, Travel and Newsletter.

#### **ARTICLE V: MEETINGS**

- a) The MC meetings will be monthly following the regular General Meeting unless otherwise scheduled.
- b) General Meetings are to be held 10 months per year on the date, time and place as determined by the membership upon the recommendation of the MC. Meetings will be cancelled under mitigating circumstances.
- c) The AGM of the Club shall be held on the regular meeting day of June each year. It may be scheduled later if there are mitigating circumstances.
- d) At the majority of General Meetings, seating will be allocated for promoting socialization.

#### **ARTICLE VI: FINANCES**

- a) The fiscal year is May 1 to April 30.
- b) The Treasurer is the official custodian of the funds.
- c) The Treasurer shall serve as the Chair of the Finance Committee.
- d) The Annual Budget as approved by the MC, must be approved by the membership at the AGM.
- e) The Treasurer shall deposit all funds in a bank or trust company approved by the MC.
- f) Signatories for cheques shall be any 2 of the following: President, President Elect, Treasurer, Assistant Treasurer.
- g) The fee for Probus Canada, which includes the Club Liability Insurance and the Directors' and Officers' Insurance, as well as costs of service to existing clubs shall be paid annually by the date stipulated by Probus Centre Canada, Inc. (December 31<sup>st</sup>)
- h) The MC shall appoint a person(s) to perform an annual financial review and to submit a report to the MC before the AGM.

#### **ARTICLE VII: ELECTION OF OFFICERS**

- a) A Nominating Committee, chaired by the Immediate Past President, shall include 2 Past Presidents and 2 club members of good standing who are not running for election.
- b) The Probus Club President position shall normally be for a term of 1 year however she may be elected for a 2<sup>nd</sup> year.
- c) Effective from June, 2023, Management Members May serve 5 years on the Management Committee. Each full term (5 years) is renewable for up to an additional 5 years, but must be replaced by another Probus member after a maximum of ten(10) years. All positions are open each year for nominations.
- d) At the AGM, the Chair of the Nominating Committee shall present the slate of candidates, who have agreed to stand for election to the MC, for the ensuing year. Nominations will also be invited from the floor.
- e) If necessary, voting may be by a show of hands or ballot.
- f) The MC shall have the authority to fill vacancies that may arise between elections.

#### **ARTICLE VIII: AMENDMENT**

Any article in this By-Law may be amended by a vote taken if a quorum of 50% + 1 of ALL members is present. A vote passes with a 50% +1 vote of the members present at any General or Annual Meeting. The Membership must be given 30 days written notice of proposed amendments.