

PROBUS Club of Mississauga South By-Laws



TITLE

The club shall be called the “PROBUS CLUB OF MISSISSAUGA SOUTH” hereinafter referred to as “PCMS”.

1. MEMBERSHIP

1.1. Regular Members

1.1.1. The Management Committee shall determine the appropriate size of the membership of the club on an ongoing basis.

1.1.2. Regular members include those who have been approved by the Management Committee but not yet formally inducted.

1.1.3. Due consideration must be given to the size of facilities available, and the level of participation by the members in the meetings, events, and activities.

1.1.4. Membership in this club is restricted to men.

1.1.5. Membership requires the signing of a waiver to protect event and activity organizers. A copy of the waiver is attached to these By-Laws.

1.2. Prospective Members

1.2.1. If applicable, a waiting list of Prospective Members will be maintained by the Membership Director who will ensure that they are submitted to the Management Committee for approval and then inducted on a “first come, first served” basis.

1.2.2. The monthly publication CONTACT will be sent by e-mail to all those on the waiting list who have provided an e-mail address.

1.3. Associate Members

1.3.1. The Associate Program provides the opportunity for widows of deceased members to maintain social ties with the PCMS.

1.3.2. The widow of a deceased member will be treated as a paid associate member for the duration of the membership year. The associate member fee will be due as specified in the Operational Guidelines.

2. GUESTS

2.1. Members may bring male guests to any monthly meeting.

2.2. A Member’s partner may be invited to attend any meeting as approved by the Management Committee.



3. CLUB OPERATIONAL GUIDELINES

3.1. The Management Committee shall maintain “Club Operational Guidelines”, separate from the By-Laws and reviewed and modified as appropriate.

3.1.1. The guidelines describe the roles of the officers and directors, and the conduct of the Club’s activities (for example managing payment for activities and events, cost recovery, cash advances to the convener, or the schedule for paying dues).

3.1.2. A guideline may be enacted by vote of the Management Committee as required without further reference to the membership for approval. It may be similarly amended or rescinded by vote of the Committee.

3.1.3. Guidelines must be formally documented, include supporting rationale, and be freely available to the membership as a supplement to the By-Laws.

3.2. Terms of Office

3.2.1. President, Vice President and Past President are elected for one-year terms. All other members of the Management Committee are to serve at least two years in any given office.

3.3. Election of Officers and Directors

3.3.1. The election of Officers and Directors follows the recommendation of the Nominating Committee.

3.3.2. A Nominating Committee consisting of the immediate Past-President, the President, and the Vice-President, with the immediate Past-President as Lead, shall prepare a report to members recommending candidates for the Management Committee.

3.3.3. Fifty percent of the members of the Management Committee shall constitute a quorum.

3.3.4. In the event of a tie, the Chairman of the Management Committee, who ordinarily does not have a vote, has the deciding vote.

3.3.5. The Report of the Nominating Committee shall be tabled at the Annual General Meeting.

3.3.6. If an election for any office is contested where more than one candidate is running for election to the same position, a vote of the members will be conducted by secret ballot.

3.3.7. In the event of a tied vote the President or alternate shall require another vote to decide the election.

3.3.8. The Management Committee has the power to appoint members to fill vacancies without the immediate approval of the membership but subject to their approval at the next Annual General Meeting.

3.3.9. The Management Committee has the power to appoint sub-committees.

3.3.10. The Management Committee has the authority to appoint new directors or create co-Directorships involving two members acting in the same portfolio. Each must be accompanied by a job description.



4. BY-LAW AMENDMENTS

4.1. These By-Laws may be amended at any Annual General Meeting or Regular Monthly Meeting, a quorum of 25% being present, if 2/3 of those present are in support. Notice of Motion of By-Law Amendments must be given at least one meeting prior to the meeting at which the amendment is to be presented.

5. MEETINGS

All meetings as discussed below are chaired by the President of the PCMS or an alternate as approved by the Management Committee.

5.1. Regular Monthly Meeting

5.1.1. A meeting of the members is held on the third Thursday of each month, or as directed by the Management Committee.

5.2. Annual General Meeting

5.2.1. An Annual General Meeting (AGM) is held during the October meeting of each year.

5.2.2. The quorum for the Annual General Meeting is 25% of the membership.

5.2.3. Voting at the Annual General Meeting is by a show of hands unless 10 members request a secret ballot.

5.2.4. In the event of a tie vote, the Chair of the meeting shall have the deciding vote.

5.3. Special General Meeting

5.3.1. On receipt of a written request signed by five members, the Secretary will call a Special General Meeting. This request must contain full particulars of the reason, or reasons, for requesting the meeting. The Secretary must inform the membership at least two weeks before the meeting is held.

5.4. Notice Of Motion

5.4.1. A Notice of Motion must be in the hands of the Secretary, in writing, at least one meeting prior to the meeting at which the Motion is to be presented.

5.5. Electronic Meetings and Voting

5.5.1. If circumstances prevent in-person meetings and notwithstanding anything else contained in the Constitution, the following applies at all General Meetings, Annual General Meetings and Special General Meetings:



5.5.1.1. The entire meeting can be held electronically so long as all members are given the opportunity to hear and respond to each other.

5.5.1.2. At any electronic meeting, motions may be decided by a show of hands, by ballot and proxies, and/or electronic voting, subject to procedures approved by the Management Committee. In the event of a tie vote, the Chair of the meeting shall have the deciding vote.

5.5.1.3. Any member who submits their vote by electronic voting shall be deemed to be present at the meeting for the purposes of constituting a quorum.

6. ACCOUNTS

6.1. The fiscal year end of the PCMS is August 31st.

6.2. The Financial Statements for the fiscal year will be presented at the October AGM and will be distributed one month prior to the meeting.

6.3. The Management Committee shall appoint a member of the PCMS (the “Peer Reviewer”) who shall review the PCMS’s accounts and express his opinion on the annual financial statements. The Peer Reviewer shall not be a member of the Management Committee.

6.4. The Treasurer shall arrange for deposit of all funds of the PCMS in a bank, trust company or credit union designated by the Management Committee. The signatories for this account shall be at least 2 MC members including the Treasurer-as approved by the Management Committee.

6.5. The Treasurer will prepare monthly and annual financial reporting as required by the management committee which would illustrate operating performance and financial position.

6.6. The Treasurer will monitor member deposits for club events including e-transfers and liaising with event coordinators to ensure attendance is fully funded.

6.7. The Treasurer will monitor club operating cash flow and pay operating expenses, such as monthly meeting room costs, on behalf of the club.

6.8. The Treasurer, with input from members of the management committee, will prepare a draft annual budget for review, amendment and ratification for the next fiscal year.

7. PROMOTIONS

7.1. Promotion of non-Probus events, products, services, or causes is generally not permitted.

7.2. Exceptions must be approved by the Management Committee in accordance with the Operational Guidelines.

8. EVENTS

8.1. Unless specifically approved by motion passed by the Management Committee, all events are to be self-financing.

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8.2. Reservations for an event will not be accepted without full prepayment by the member. If the Member cancels before the event a refund will be made if no charge ensues to the Club.

8.3. The Director of Events and the Treasurer will report the financing of each event on a separate schedule. They will also take any measures necessary to ensure that no additional costs are incurred by the Club.

9. ACTIVITIES

9.1. All club activities are to be self-financing.

10. NEWSLETTER - "CONTACT"

10.1. CONTACT will be distributed as described in the Communications Director's job description.

10.2. Submissions to CONTACT should be provided by e-mail to the editor according to the deadlines spelled out on the last page of each issue.

11. REGISTRATION

11.1. The PCMS shall designate a member to register its current meeting arrangements, membership number, names of the President and Secretary with PROBUS Canada in October of each year. This will exclude personal contact information.

12. LIABILITY INSURANCE

12.1. Coverage for the club members, directors and officers is provided by the umbrella policy of PROBUS Canada.

13. PROBUS ORDER OF PAST PRESIDENTS (POPPs)

13.1. The POPPs group, organized with the support of the Management Committee, consists of the Past Presidents of the Club and the current President and is available to the Management Committee for consultation.

13.2. Normally each June, POPPs sponsors a social event which is open to Club members, their partners and associate members.

13.3. At the Annual General Meeting of the Club, the convenor of POPPs shall induct the Club's retiring President into POPPs with an appropriate presentation.

14. ANNUAL DUES

14.1. The annual dues payable by all members shall be set by the Management Committee.

14.2. Annual dues are payable to the Treasurer on or before the end of September. Current annual dues are listed in Section 2 of the Club Operational Guidelines.

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14.3. In addition to the statutory fee for applicants, new members shall pay an additional fee upon induction. Additional fees are listed in Section 2 of the Club Operational Guidelines.

14.4. Any member who has not paid by the December meeting will be considered to have forfeited his membership forthwith. A letter will be sent to the member by the President.



Release of Liability

PROBUS Club of Mississauga South (“PROBUS”)

I am aware of the risks connected with the activities and events offered by PROBUS, and I agree to not hold accountable or bring legal action against PROBUS or any of its officers, agents, employees or members relating to my participation in any of those activities or events or any injuries I may suffer on location before, during, or after an activity or event.

I also agree to indemnify PROBUS for any liability it may incur as a result of my recklessness or intentionally harmful actions that causes another person to suffer injury or damages.

I will make every effort to obey all safety rules and all safety-related directives given by PROBUS personnel, and I will ask for clarification if I am ever unsure of any such rule or directive.

Print Name _____

Signature _____

Dated at _____, _____
City Province

This _____ day of _____ 20 _____
Date Month Year

Please return this form to the Membership Director as follows:

Email to: membership@probusms.ca

Mail to: Membership Director, <address of Membership Director>