



**PROBUS CLUB
OF TRENT HILLS**

CONSTITUTION

**As adopted through motion and vote by the membership
October 09 2013**

PROBUS CLUB OF TRENT HILLS CONSTITUTION

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. Except as noted below, the word "club" shall refer to the Probus Club of Trent Hills.

I. AIMS AND OBJECTIVES

- A. The purpose of the Club shall be:
 - 1. To provide regular meetings for retired and semi-retired professional and business persons, and those with like backgrounds, who appreciate and value increased opportunities for social contacts,
 - 2. To arrange presentations on and discussion of topical subjects.
 - 3. To facilitate or arrange activities of interest to members
 - 4. To facilitate or arrange visits by members to places, events, and organizations of interest
- B. The activities of the Club shall be directed 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 all interested retired and semi-retired people with professional or business backgrounds, and those who have had some measure of responsibility or achievement in any field of worthy endeavour.
- 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 encouraged but not mandatory.
- D. Membership may be held in more than one Probus Club but is not encouraged, and such members may not serve on the Management Committee of another club at any time.

III. MANAGEMENT

- A. The Club shall be led 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. Management Committee membership, duties and terms of office shall be formalized in a specific By-Law.

- B. All elected members of the Management Committee shall have equal voting privileges.
- C. The Club President shall normally serve for a term of 1 year, but may not serve for more than 2 years consecutively.
- D. The Management Committee shall meet monthly or as the need arises.
- E. The quorum at a Management Committee meeting shall be 50% of the Committee.
- F. A motion that receives an equal number of affirmative and negative votes shall be considered lost.
- G. The Management Committee shall have authority to fill vacancies that may arise between elections.
- H. The Management Committee shall have authority to appoint sub-committees. The activities of sub-committees shall be outlined in a By-Law.
- I. 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 publically published or used for commercial purposes.
- J. The Club shall co-operate with Rotary and other Probus Clubs in the formation of new Probus Clubs.

IV. 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 by-laws. In advance of the meeting, members shall be provided with a financial statement for the twelve months prior to the Annual General Meeting.
- C. At each Annual General Meeting the presiding officer shall present nominations from a Nominating Committee for positions on the Management Committee. Elections, when necessary, shall be by ballot.
- 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 December 31st each year, of the Club's regular meeting place, day and time; the number of its members as of the filing date; 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. by December 31st.

VI. MEMBERSHIP FEES

- A. Each member of the Club shall pay the annual membership fee as provided in Club by-laws.

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

IX. BYLAWS

- A. Club Bylaws and their amendments shall be consistent with this Constitution.
- B. Bylaws shall be kept current and in effect for at least the following items:
1. Geographical territory of membership
 2. Membership requirements
 3. Management Committee positions, duties and guidelines
 4. Election of Officers
 5. Annual General Meetings
 6. Financial
 7. Committee Organization

X. AMENDMENT

- A. A proposed amendment to this Constitution may be made by any member of a Club via the Management committee.
- B. A proposed amendment to this Constitution shall be forwarded to the Management Committee for consideration and following approval by the Management Committee shall be placed on the Agenda for the next Annual General Meeting.
- C. Amendments to this Constitution shall be forwarded to the Board of Directors of Probus Centre-Canada for approval prior to adoption.
- D. Amendments to the Probus Canada Constitution by the Board of Directors of Probus Centre -Canada shall be communicated to all Members and shall become an amendment to this Constitution.
- E. 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 Centre - Canada, Inc.