BASTION CITY NANAIMO PROBUS CLUB

By-Laws

BY-LAW NO. 1 – CONSTITUTION

1.1 The Constitution of the Probus Club of Bastion City Nanaimo (the Club) shall be the current version of the STANDARD CONSTITUTION FOR LOCAL PROBUS CLUBS (CANADA) as approved by Probus Centre-Canada, available on the Probus Canada Website

BY-LAW NO. 2 – TERRITORY

2.1 Members of the Club shall primarily, but not necessarily, be from the area of Nanaimo.

BY-LAW NO. 3 – MEMBERSHIP

3.1 All applications for membership shall be reviewed and received by the Management Committee before membership is granted.
3.2 The new member's fee shall be paid before membership is granted.
3.3 All communication with the membership shall be via email.
3.4 Upon acceptance, the new member shall be given access to the Bylaws of the Club, as well as access to these on the Members Only website.
3.5 New members will be introduced and celebrated at monthly General Meetings where they will be presented with a name badge and an information package.
3.6 Membership may be held in more than one Probus Club.
3.7 Membership caps shall be determined by a vote of the members.
3.8 The membership year of the Club shall be from February 1 to January 31, with a one-month grace period for payment of membership fees to February 28.
3.9 Annual membership fees are due by the February meeting; however, new memberships and renewals will be accepted at the January meeting.
3.10 Membership of any member who fails to pay the annual membership fee by February 28th shall be terminated.
3.11 Honourary membership may be conferred upon a person who is currently not a member of the Club and has contributed to the ongoing enhancement of the Bastion City Nanaimo Probus Club by a majority of members voting at a General Meeting. An honourary member shall not be required to pay the annual membership fee, and shall enjoy all privileges of membership except voting and election to office. No more than 2% of the membership may be Honourary members at any given time.

3:12 If, in the opinion of, and after due consideration by the Club's Management Committee, a member conducts themselves in such a manner as to bring discredit on the organization or they cause discord within the general membership, and if, after discussion between the member(s) and Management Committee representatives, the conflict is not resolved, the club reserves the right to terminate their membership. Subsequently, the member(s) will be barred from attending all future meetings and Club functions. The terminated member's fees will be prorated and refunded accordingly.

BY-LAW NO. 4 – MANAGEMENT

4.1 The Club shall be managed by a Management Committee comprised of a President, Vice-President (who is also the President-Elect), Secretary, Treasurer, Membership Chair, Program Chair, Special Events Chair, Communications Chair, Website Chair, Activity Chair and the immediate Past-President.

4.2 The Management Committee shall have the power to create new committees, the Chairs of which shall, upon election by the membership, become members of the Management Committee. The Management Committee shall also have the power to dissolve existing committees and subcommittees. Upon dissolution of a committee, the Chair shall cease to be a member of the Management Committee.

4.3 Upon the recommendation of the Management Committee, deputies may be elected for any or all of the Management Committee positions, except those of President, Vice-President, and Past-President. Deputies may attend Management Committee meetings upon request to the President, and by invitation by the President. In the absence of a Management Committee Chair, the deputy may vote.

4.4 The President or designate shall preside at all General Meetings, Management Committee Meetings, and Special Meetings of the Club.

4.5 The Vice-President shall be the meeting room liaison and oversee the Hospitality Sub-Committee.

4.6 The Secretary shall be responsible for all minutes of meetings of the Club, including the monthly General Meetings, the Annual General Meetings, the Management Committee Meetings, and Special Meetings, as required.

4.7 The Secretary shall be responsible for the Club's archival material.

4.8 The Membership Chair shall be responsible for the membership roll which shall include the members' names, postal and email address, telephone, and other information which the Club may determine upon approval by the Management Committee. The membership roll shall be posted to the website monthly to reflect any changes, as required, and shall include a statement that the information is confidential and may not be used for commercial purposes.

4.9 The Treasurer shall maintain and control all financial records of the Club and provide monthly statements to the Management Committee and report to the Club Membership at the monthly meeting.

4.10 The Communications Chair shall prepare a monthly newsletter and arrange for Club communication as required.

4.11 *Removed* (as per motion on Feb. 14, 2024)

4.12 The Program Chair shall arrange for guest speakers and equipment, as required, and makes arrangements to introduce and thank the guest speakers.

4.13 The Activity Chair shall facilitate the formation of new activity groups whenever appropriate.

4.14 The Special Events Chair shall oversee a minimum of two (2) events per fiscal year.

4.15 The President shall review the Club's By-laws, for the purpose of general understanding by all Management Committee members, prior to or at the first Management Committee meeting and following the establishment of a new committee.

4.16 The quorum for all Management Committee Meetings shall be fifty (50) percent plus one.

4.17 A motion that receives an equal number of affirmative and negative votes shall be considered lost.

4.18 The Management Committee shall have discretionary spending authority for up to a maximum of $300 (three-hundred dollars) per fiscal year for miscellaneous expenditures that may arise from time-to-time. Any expenditures in excess of $300 (three-hundred dollars) shall require approval from the general membership upon recommendation of the Management Committee.

BY-LAW NO. 5 – ELECTION OF OFFICERS

5.1 A Nominations & Succession Planning Committee consisting of the President (ex officio), President-Elect (Vice-President) and two Past-Presidents (if available, otherwise two Club members in good standing) shall be established.

5.2 The Committee reports regularly to the Management Committee (March and September) and begins the recruitment process in October of each year.

5.3 In November of each year the Committee shall meet to facilitate the process for election of officers.

5.4 In December of each year the Committee shall recommend to the Management Committee a proposed slate of candidates for election to the Management Committee.

5.5 In January of each year the Committee shall present to the General Meeting a slate of candidates for election to the Management Committee.

5.6 In February of each year the election will take place at the Annual General Meeting.

5.7 Any further nominations (with that member's prior consent to let their name stand) shall be conveyed to the Nominating Committee at least 14 days prior to the Annual General Meeting.

5.8 When an election is required, voting shall be by ballot.

BY-LAW NO. 6 – GENERAL MEETINGS/ANNUAL GENERAL MEETINGS

6.1 The Annual General Meeting shall be held at the regular monthly meeting day in February. At this meeting, the slate of candidates for the Management Committee shall be presented to the membership for approval (see also Bylaw #5.3).

6.2 The quorum for all General Meetings shall be 25% of the membership.

6.3 Meetings shall be conducted in accordance with Robert's Rules of Order.

6.4 Any Notice of Motion shall be submitted in writing to the Secretary and read to the General Meeting one month prior to the meeting in which it is to be considered. For the information of members not in attendance at the General Meeting, one month's prior notice in the Club Newsletter shall be considered sufficient.

BY-LAW NO. 7 – FINANCIAL

7.1 The Treasurer shall receive, record and deposit all funds of the Club in a financial institution approved by the Management Committee.

7.2 The signing officers shall be at least two of the following: President, Vice-President, Treasurer, Deputy Treasurer, or Secretary.

7.3 The Financial year of the club shall be for the 12 months ended January 31st.

7.4 The Treasurer shall prepare and present to the membership, at the Club's Annual General Meeting, financial statements for the Financial Year just ended.

7.5 The annual financial review shall be conducted and a report presented to the Annual General Meeting of the Club.

7.6 The annual financial review shall be conducted by a qualified member of the Club who is not a member of the Management Committee.

7.7 The incoming treasurer shall prepare a budget for the coming year and present this to the new management team in late March for their approval, prior to its presentation for final approval by the membership at the April meeting.

7.8 At the September management meeting, the treasurer shall recommend the amount to be charged for membership fees in the following fiscal year. Upon approval by the Management Committee, a notice of motion should immediately be communicated to the membership for approval at not later than the October meeting.

BY-LAW NO. 8 – NON-PROFITABILITY

8.1 An individual member of the Club shall not gain from a discount, commission, gratuity or any other benefit arising from a Club activity.

8.2 Club's activities and events are to be budgeted to break even, unless otherwise authorized by the Management Committee.

8.3 The Club may advance funds, with approval of the Management Committee, when prepayment to a vendor is required prior to collection of funds from Members. Such advances shall be repaid to the Club.

BY-LAW NO. 9 – ACTIVITIES, SPECIAL EVENTS, GENERAL MEETINGS, AND GUESTS

9.1 Activities* of the Club shall be for the sole benefit of Club Members in good standing or as otherwise directed by the Management Committee.

9.2 A guest shall be permitted attendance at a maximum of two Club General Meetings.

9.3 Guests shall be permitted to attend Special Events, consistent with Bylaw #4.14. Club members in good standing shall be given priority for all Special Events, up to two weeks prior to the event. Allowances for guests and fees shall be made upon approval by the Management Committee as recommended by the Special Events Chair not less than two months prior to the event.

*Activities in this context refers to Club organized activities.

BY-LAW NO. 10 – AMENDMENTS

10.1 Any by-law may be amended by a two-thirds majority of the members present and voting at a General Meeting, provided that Notice of Motion has been given as required by By-Law No. 6.4.

10.2 Any such amendment to the Club's By-Laws must be consistent with Probus Canada's Standard Constitution.

10.3 The Club's By-Laws shall be reviewed for possible amendments every three years or as deemed necessary.

BY-LAW NO. 11 – POLICIES

11.1 The Management Committee shall recommend policies, as required, to the general membership for approval.

BY-LAW NO. 12 – DISSOLUTION

12.1 In recognition of Rotary service and contribution towards the expansion of PROBUS, any funds remaining on dissolution of the Club shall be donated to The Rotary Foundation (Canada).