

CONSTITUTION

THE PROBUS CLUB OF OTTAWA-RIDEAU VALLEY (THE CLUB)

PREAMBLE

PROBUS IS A LOCAL, NATIONAL, AND INTERNATIONAL ASSOCIATION OF RETIRED PEOPLE WHO COME TOGETHER IN NON-POLITICAL, NON-SECTARIAN, NON-PROFIT, AUTONOMOUS CLUBS WHICH PROVIDE REGULAR OPPORTUNITIES FOR MEMBERS TO MEET OTHERS IN SIMILAR CIRCUMSTANCES, WITH SIMILAR LEVELS OF INTEREST, MAKE NEW FRIENDS, AND MAINTAIN AND EXPAND THEIR INTERESTS.

I. AIMS AND OBJECTIVES

1. The purpose the Club shall be: In keeping with the preamble , to provide regular meetings, guest speakers, programs and activities for retired and semi-retired persons with similar interests.
2. Because many of its members may already be active in service to the community, the activities of the Club shall be directed solely towards acquaintance, fellowship, and learning:
 - a. The Club shall not be competitive with any other organization.
 - b. The Club shall be non-political and non-sectarian.
 - c. The Club shall not be, nor appear to be, a fund raising or service club.

II. MEMBERSHIP

1. The Club shall be for men and women who have had some measure of responsibility or achievement in any field of worthy endeavour.
2. Application for membership, subject to approval by the Management Committee, shall be sponsored by at least one member.
3. Regular attendance is not mandatory.
4. Membership may be held in more than one PROBUS club.

III. MANAGEMENT

1. The Club shall be managed by a Management Committee consisting of:
 - a. Officers - President, Vice President (who shall also be President Elect), Immediate Past President, Secretary, and Treasurer.
 - b. Directors – Membership, Speakers Program, Events, Newsletter, Website, and Archives. Additional directors may be nominated as required.
2. All elected members of the Management Committee shall have equal voting privileges.
3. The Club shall determine in its By-laws the terms for the Officers and Directors of the Management Committee.
4. The Management Committee shall meet monthly or as the need arises.
5. The quorum at a Management Committee shall be 50% plus one of the Committee.
6. The Management Committee shall have authority to fill vacancies that may arise between elections.
7. The Management Committee shall have authority to appoint sub-committees.
8. The Membership Director shall be responsible for the list of members' names, addresses, phone numbers, and such other information required by Club by-law. This list must not be used for commercial purposes.
9. The Club shall co-operate with Rotary and other PROBUS clubs in the formation of new PROBUS clubs.

IV. GENERAL MEETINGS

1. General meetings of the Club shall be held monthly or as determined by the Club.
2. There shall be an Annual General Meeting (AGM) held in accordance with Club bylaws. A financial statement, for the twelve months prior to the AGM, shall be presented at the AGM.
3. At each AGM the presiding officer shall present nominations from the Nominating Committee for positions on the Management Committee. Elections, when necessary, shall be by ballot.

4. Meetings shall be conducted according to commonly accepted rules of parliamentary procedure in keeping with Roberts Rules of Order. A motion that receives an equal number of affirmative and negative votes shall be considered lost.

V. ANNUAL RETURNS

1. The financial year of the Club shall be established at a date which will appropriately coincide with the AGM of the Club.
2. By December 31st of each year, the Club shall submit to PROBUS Centre-Canada, Inc. a completed Annual Returns Information Form and Directory Renewal Form as distributed by PROBUS Centre-Canada, Inc. Information within these forms is for the sole use of PROBUS Centre-Canada, Inc.
3. The Treasurer shall remit to PROBUS Centre-Canada, Inc. the annual assessment levied by PROBUS Centre-Canada, Inc. by December 31st of each year.

VI. MEMBERSHIP FEES

1. Each member of the Club shall pay the annual membership fee as provided in the Club bylaws.

VII. NON-PROFITABILITY

1. 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. DISSOLUTION

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) or to another registered charitable organization as approved by a majority of the Club members at a General Meeting.

IX. BYLAWS

1. Club By-laws and their amendments shall be consistent with this constitution.

X. AMENDMENT

1. A proposed amendment to this constitution may be moved by any member of the Club via the Management Committee. A proposed amendment to the Standard Constitution for Clubs may be moved by a Director of PROBUS Centre-Canada.
2. A proposed amendment to this constitution shall be forwarded to PROBUS Centre-Canada for consideration at a meeting of the Board of Directors of PROBUS Centre-Canada, Inc. by the President of the Club following approval by the Management Committee.
3. Any amendments to the Standard Constitution for Clubs approved by the Board of Directors of PROBUS Centre-Canada shall be communicated to the Club and shall become an amendment to the Club's constitution.
4. The name or gender composition of the Club may be changed at any AGM of the Club, following an advance notice of the motion to change to all members at least thirty (30) days in advance of the meeting. The quorum required by the Club bylaw being present, and a two-thirds majority of the members present will be required to carry the vote. The amendment shall be effective when it has been communicated to PROBUS Centre- Canada, Inc.

