

**STANDARD CONSTITUTION FOR LOCAL PROBUS CLUBS**  
**(CANADA)**

**Approved by PROBUS CENTRE-CANADA, INC. (November 30, 2013)**

**THE PROBUS CLUB OF.....**

**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.**

**ADVISORY**

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 and approval 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, are automatically included with accreditation.

**I. AIMS AND OBJECTIVES**

1. The purpose of 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/or women who have had some measure of responsibility or achievement in any field of worthy endeavour. **NOTE:** The Club shall specify in its application for accreditation and enter into its Constitution whether it shall be open to men and/or women.
2. Application for membership, subject to approval by the Management Committee, shall be sponsored by at least one member. Founding members do not require sponsorship.
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 President, a Vice President, a Secretary, a Treasurer, the immediate Past President, and such other persons as the Club deems necessary.
2. All elected members of the Management Committee shall have equal voting privileges.
3. In its By-laws, the Club is strongly urged to determine what, if any, terms are to be established for the Officers and other Members of the Management Committee.
4. The Management Committee shall meet monthly or as the need arises.
5. The *quorum* at a Management Committee meeting 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 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 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 held in accordance with Club bylaws. In advance of the meeting, members shall be provided with a financial statement for the twelve months prior to the Annual General Meeting.
3. At each Annual General Meeting 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 Annual General Meeting of the Club.
2. By December 31st of each year, and in conjunction with an Application for Accreditation of a new Club, each 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 31<sup>st</sup> of each year.

#### **VI. MEMBERSHIP FEES**

1. Each member of the Club shall pay the annual membership fee as provided in 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 Standard Constitution for Clubs may be moved by a Director of PROBUS Centre-Canada or by any member of a Club via their Management committee.
2. A proposed amendment to this Standard Constitution from a Club shall be forwarded to PROBUS Centre-Canada for consideration at a meeting of the Board of Directors, PROBUS Centre-Canada, Inc. by the President of the Club following approval by their Management Committee.
3. Proposed amendments may be considered at any meeting of the Board of Directors of PROBUS Centre-Canada.
4. Any amendments approved by the Board of Directors of PROBUS Centre-Canada shall be communicated to all Clubs and shall become an amendment to each Club's Constitution.
5. The name or gender composition of the Club may be changed at any General Meeting 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 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.