PROBUS CLUB OF OTTAWA – ALTA VISTA
91 Pike Street, Ottawa ON K1T 3J6

BYLAWS (2027) – Draft 1

Bylaw No. 1 - TERRITORY

Membership in the Probus Club of Ottawa – Alta Vista, hereinafter referred to as the "Club", shall be primarily from the City of Ottawa, recognizing that there may be some overlap with other clubs in the region.

Bylaw No. 2 - MEMBERSHIP

1. The annual fee is $30.00 per person. For new Members joining in October, November or December, the fee will cover the following year. For new Members joining in July, August or September the fee will be half the annual fee for the current year.

2. Annual membership fees are due and payable on January 1st.

3. On acceptance by the Club, a new Member shall be given a copy of the Club's Constitution and Bylaws, and presented with a Probus lapel pin.

4. Guests will be welcome to attend two events, after which they must take out a membership to continue.

5. Members must provide sufficient personal information to allow the Club to contact them. This information and any additional personal information collected are subject to Bylaw 10 (Privacy Policy).

6. Members are free to hold memberships in other Probus Clubs

7. The Management Committee may terminate the membership of any Member who fails to pay the annual membership fee by March 31 and shall terminate the membership as of June 30.

8. Honorary Membership may be conferred on a person by resolution of the Members at a General Meeting. An Honorary 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 shall be Honorary Members at any given time.

9. Emeritus Membership may be conferred on a Member by resolution of Members at a General Meeting The purpose of conferring an Emeritus Membership is to recognize a Club Member who has rendered outstanding service to the Club. An Emeritus Member shall not be required to pay the annual membership fee and shall enjoy all privileges of membership. No more than 2% of the membership may be Emeritus Members at any given time.

10. Complimentary Membership may be conferred on a person who has provided a one-time benefit to the Club, such as a speaker. Such membership is at the discretion of the Management Committee and shall be time limited. During that time the conferee shall enjoy all the privileges of membership.

Bylaw No. 3 - MANAGEMENT

1. The Management Committee ("the Committee") shall manage the day to day and strategic operations of the Club including, but not limited to, financial and membership activities.

2. The Committee shall consist of:

President
Vice-president
Treasurer
Secretary
Membership Coordinator
Immediate Past-president (ex-officio)
Rotary Liaison (ex-officio)

and such other positions the Club from time to time decides are necessary for the operations of the Club. These may include

Membership Secretary
Program Coordinator
External Publicity
Internal Publicity
Newsletter Editor
Events Coordinator
Web site Manager
Clubs & Groups Coordinator
Member(s) at Large (2 maximum)

Bylaw No. 4 - DUTIES OF MANAGEMENT COMMITTEE MEMBERS

1. The President shall be the principal executive officer of the Club charged with generally overseeing the business and affairs of the Club.

2. The Vice President shall perform the duties of the President in the absence of the President.

3. The Secretary shall be responsible for recording and archiving all minutes of the Management Committee meetings and General Meetings, financial reports, Club Newsletters and any documents which have lasting importance.

4**.** The Treasurer shall maintain and control all financial records of the Club and provide monthly financial statements to the Management Committee and annual statements to the Club membership. All financial records shall be passed on to the incoming Treasurer.

5. The Membership Coordinator shall be responsible for the membership roster, which shall include Club Members' names, postal and email addresses, telephone numbers and other information that the Management Committee may determine is necessary. Dissemination of Members' personal information is covered by Bylaw 10 (Privacy Policy).

6. The Membership Secretary shall be the interface with Club Members: attendance, fee collection, registration of new Members, etc.

7. Members elected to other positions are given flexibility to define their tasks, based on precedent and subject to the approval of the Committee.

8. Members-at-Large are Club Members who have shown interest in taking on more responsible roles in future. They are expected to take on tasks which may arise from time to time, and to assist, or stand-in for, other Committee Members.

Bylaw No. 5 - ELECTION OF MANAGEMENT COMMITTEE MEMBERS

1. A nominating committee consisting of the President, Vice President and one other Club Member, preferably a Past President, shall present to the annual general meeting a slate of candidates for election to the Management Committee.

2. Notice of the slate shall be presented to Members at the Club meeting one month prior.

3. Nominations may be made by any Member. Such nominations shall be conveyed to the Nominating Committee at least twenty-one (21) days prior to the Annual General Meeting and communicated by the Nominating Committee to the Club membership by email and/or an announcement in the Club newsletter and/or an announcement on the Club website, at least fourteen (14) days prior to the Annual General Meeting.

4. Voting where there are two or more candidates shall be by secret ballot, open voting or a means determined by the Management Committee.

5. An unopposed candidate may be declared elected by acclamation.

Bylaw No. 6 - TERMS OF OFFICE

1. The term of office for the President shall be two years except that the President shall continue to hold office until a successor is elected or the position is filled by resolution of the Management Committee under Article III.6 of the constitution. Such resolution must be made within 6 months. The President may not be elected for a third successive year.

2. Terms of office for other members of the Management Committee shall be one year. These members may stand for re-election.

3. A year is from the close of the current Annual General Meeting to the close of the next Annual General meeting.

Bylaw No. 7 - MEETINGS

1. Club meetings shall be held on the fourth Wednesday of each month at 10 o'clock in the forenoon at Gloucester Presbyterian Church, 91 Pike Street, Ottawa. Notice of an exception shall be given in the second month before the exception. No business shall be transacted at Club meetings

2. An Annual General Meeting shall be held on the Club meeting day in February. At this meeting members of the Management Committee shall be elected. Notice of any motion to be presented at the meeting shall be given at the Club meeting in the month prior.

3. A Special General Meeting may be called by the Secretary on instructions from the President or the Management Committee. Such Special General Meeting shall be held immediately before a Club meeting. Notice of the meeting and any motion to be presented at the meeting shall be given at the Club meeting in the month prior.

4. The quorum at all General Meetings shall be forty percent (40%) of the membership.

5. Each Management Committee member present at a Management Committee meeting shall have 1 vote. This includes “ex-officio” members, appointed members and Members-at-Large

6. General meetings and Management Committee meetings shall be conducted in accordance with Robert's Rules of Order.

Bylaw No. 8 – FINANCIAL

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

2. The signing officers shall be any two of: Treasurer, President, Vice-President, Secretary.

3. The financial year shall coincide with the calendar year.

4. An annual financial review shall be conducted by one of: a qualified Member of the Club who is not a member of the Management Committee; a qualified member of another Probus Club; a qualified member of the public. A “qualified” individual is considered someone with substantial experience in maintaining and reviewing financial accounting records and transactions.

5. Club activities are to be budgeted to break even.

6. The Club may advance funds, with approval of the Management Committee, when prepayment for events or activities is required prior to collection of funds from Members. Such advances shall be repaid to the Club.

7. A Member of the Club must not gain from a discount, commission, gratuity or other benefit arising from a Club activity other than in exceptional circumstances at the discretion and with the specific approval of the Management Committee.

8. In keeping with the Club’s constitution, nothing shall prevent the payment of approved remuneration for services actually rendered to the Club.

Bylaw No. 10 - PRIVACY POLICY

1. The Club shall not release Members’ personal information to any third party.

2**.** Dissemination of Members’ personal information within the Club shall occur only when necessary for the operation of the Club as determined by the Management Committee.

3. Persons privy to Members’ personal information shall undertake not to disseminate it further.

Bylaw No. 11 – NOT-FOR-PROFIT STATUS

1. The Management Committee must ensure that the Club's "Not-for-Profit" status is not jeopardized.

2. The Club may accumulate and maintain a reserve fund to sustain Club operations in exceptional circumstances such as the Covid lockdown and to meet "one-time" costs such as a need for new equipment. The fund may not exceed 1 year's operating costs.

3. The Treasurer shall inform the Management Committee if circumstances arise which may result in an over accumulation of funds, and recommend a course of action.

Bylaw No. 12 - ASSETS

1. Assets of the Club (e.g. funds, supplies, equipment, purchased services, brand, website, email accounts, newsletter) shall be used solely for the direct purposes of Club business and activities. Any Club assets in the possession of a Management Committee member whose term has expired shall be immediately conveyed to the member's successor or to the President.

Bylaw No. 13 - AMENDMENT

1. Any Bylaw may be amended by a motion receiving approval by two-thirds (2/3) of the Members present and voting at a General Meeting, provided that such meeting has a quorum as defined in Bylaw 7.4, and provided that notice of the motion has been given as required in Bylaw **7.1.**

2**.** Any such amendment must be consistent with the Club's Constitution.

3. The Club's Bylaws shall be reviewed for possible amendments every three years (or sooner if deemed necessary by the Management Committee or the Club membership).

4. The President shall review the Standard Constitution for Probus Clubs with the Management Committee within 90 days of formal issuance of revisions to that document to determine any impact such revisions may have on the operations and/or Bylaws of the Club.

Signed on behalf of the Probus Club of Ottawa - Alta Vista:

_____ 24 February 2027_____

Christopher Porter Date
President

Witnessed by

_____ 24 February 2027____

Margot Montgomery Date
Secretary

Amendment History

The 2027 version is a comprehensive revision of the Bylaws adding portions recommended by Probus Canada, effectively rendering past amendment history redundant.