

Bylaws

Revised Friday May 15, 2026

Approved by the Management Committee, April 8, 2026

Approved by members at the Annual General Meeting, Friday May 15, 2026

Article 1 – Territory

Membership of this club shall primarily be from, but not exclusive to, the area of Nanoose Bay, B.C.

Article II – Membership

1. An applicant shall require one member as a sponsor. New member applications will be presented to the Management Committee at the next Management Meeting for an approval vote. The annual fee shall be established by the Management Committee and shall be in effect from January 1, each year. Those applicants joining after July 1 will pay 50% of the annual dues. After acceptance and payment of the required fee, a new member shall be presented with a name badge and be informed that copies of the Club's Constitution and By-Laws are available on the Probus Club of Nanoose Bay website.
2. The Management Committee may recommend that an individual be granted permanent honorary membership subject to approval by a majority of members at a general meeting of members. Honorary members shall not be required to pay annual dues and may enjoy all privileges of membership except voting. No more than two percent of the membership may be Honorary Members at any one time.
3. The Management Committee may recommend that Life Membership be conferred upon an existing member who has rendered outstanding service to the Club subject to approval by a majority of members at a general meeting of members. Life Members shall not be required to pay annual dues and may enjoy all other privileges of membership. No more than two percent of the membership may be Life Members at any one time.
4. Guests of Probus members shall not attend more than six meetings in any one calendar year.
5. Membership may be held in more than one Probus club. When a membership waiting list exists and an opening occurs in the club, priority shall be given to an applicant who is not already a member of a Probus Club.
6. When a Club sponsored event, activity, or trip necessitates a limit on the number of participants, priority will be given to members and non-members as set out in Section 3 of Schedule A in the Club's policy statement.
7. The Probus Club of Nanoose Bay will comply with the B.C. Personal Information Protection Act in its dealings with members and prospective members. The purpose of this Act is to govern the collection, use and disclosure of personal information by organizations in a manner that recognizes both the right of individuals to protect their personal information and the need of organizations to collect, use or disclose personal information for purposes that a reasonable person would consider appropriate in the circumstances.

8. The Probus Club of Nanoose Bay will comply with Section 27 of the Canadian Copyright Act and will not infringe on copyright by performing actions (i.e. distribution or posting of photos/artwork) reserved for the copyright owner without consent.

Article III – Management

1. The Management Committee shall consist of members of the club in good standing elected by the club membership or, in the case of an interim vacancy on the Committee, appointed by the Management Committee, with the exception of non-voting members of the Committee as provided in Bylaw III.7. The Management Committee shall manage the day to day and strategic operations of the club including, but not limited to, financial and membership activities.
2. The club shall be managed by a Management Committee consisting of a President, a Vice President(s), a Secretary, a Treasurer, the Immediate Past President, a Membership Coordinator, and such other persons as the club deems necessary.
3. The Management Committee may have more or fewer positions at the discretion of the Committee, but not fewer than the 6 positions named in Bylaw III.2. The Management Committee shall set staggered terms for each management position such that no greater than 60% of the Management Committee position terms will expire in any single year.
4. Each member on the Management Committee has one vote on the Committee with the exception that when two or more individuals occupy a Management Committee position (such as co-chairs for a position), only one individual, as determined by those occupying the position, shall exercise a vote on the Committee and count toward a Committee quorum.
5. In the event a Management Committee member occupies more than one Committee position, only one such position shall be counted when determining a quorum for the Committee, and the member shall have one vote on the Management Committee.
6. At the discretion of the Management Committee in any instance, Committee voting may be by open voting or by secret ballot. Votes by Management Committee members may be cast by telephone or other electronic means during the meeting, and any such vote shall be reflected in the quorum present for that vote.
7. For the purpose of advising the Committee, the Management Committee may appoint club members as non-voting members of the Committee (or to subcommittees) for terms determined at the discretion of the Management Committee. Such appointments do not require a vote by the club membership and individuals appointed to non-voting roles shall not exercise any authority on behalf of the Management Committee or club. Such positions do not count toward a quorum of the Management Committee.
8. The membership roster may be distributed to the members as determined by the Management Committee.
9. To comply with the B.C. Personal Information Protection Act, if a member does not want this information published, he/she must inform the Membership Chair, in writing, either at the time of application for or renewal of membership. A list of members shall be distributed to

the members at least annually and shall include a statement that the list is not to be used for commercial or other non-Probud Club purposes.

Article IV – Election of Officers

1. A committee of four, who shall not be candidates, consisting of the President, Vice President, with two Past Presidents, if available, otherwise two Club members in good standing, shall seek out candidates and present a list of nominees for each Office on the Management Committee.
2. The nominating committee shall complete its slate of nominees who have agreed to stand for Management Committee positions prior to December 31 of the preceding year, for presentation to the membership at the February general meeting (a month prior to the Annual General Meeting).
3. Properly proposed and seconded nominations from the floor will be accepted at the AGM.
4. A returning officer and a scrutineer, neither of whom is a candidate for election, shall be appointed by the President before the election.
5. Voting may be by show of hands or ballot. The Candidate with the greatest number of votes shall be declared elected.
6. The President shall not be eligible for immediate re-election, unless the previous term is less than one year. All other Management Committee Members shall be eligible for re-elections for a period not exceeding four consecutive annual terms.
7. The newly elected Management Committee shall take office following the Annual General Meeting.

Article V – Meetings

1. Meetings of the Management Committee shall be held monthly prior to the regular Club meeting or as the need arises. A quorum shall be fifty percent of the Management Committee. In the event of a tied vote on an agenda item, or on a motion, the item shall be declared 'lost'. Committee members who have been temporarily appointed to serve for regular members who will be absent for two or more meetings, shall be eligible to vote on board matters at the second and subsequent consecutive meetings at which he/she is present as an alternate member.
2. The Annual General Meeting (AGM) of the Club shall be held on the regular meeting day in March each year. A quorum shall be twenty-five percent of registered members. If there is no quorum the AGM is to be adjourned until the next regular meeting when the members present shall constitute a quorum. At the AGM the members will be asked to accept the financial statements for the previous fiscal year, to appoint a financial reviewer for the ensuing year, and to elect members to the Management Committee. In the event of a tie on an agenda item, or motion, the item shall be declared 'lost'.
3. General meetings of the Club shall normally be held on the third Friday of each month with a program of business, a social period, and a guest speaker. A quorum shall be twenty-five

percent of the membership. In the event of a tied vote on an agenda item, or motion, the item shall be declared 'lost'.

4. Any notice of motion for which the club membership will vote shall be submitted in writing to the Secretary and read to the General Meeting that occurs one month prior to the General Meeting at which the motion is to be considered and voted upon. Such notice shall also be communicated by means, to be selected by the Management Committee, of an email to the membership and/or an announcement in the club newsletter and/or an announcement on the club website, at least fourteen (14) days prior to the General Meeting in which the motion is to be considered by the membership.

Article VI – Financial

1. The Treasurer shall deposit all funds of the Club in a financial institution approved by the Management Committee. The signing officers shall be any two of the pre-approved signing officers.
2. The Treasurer shall be responsible to provide monthly financial statements to the Management Committee. A copy of these statements will be made available to any Club member upon request. Annual financial statements, previously approved by the Club's financial reviewer, shall be presented to the AGM.
3. The Club's financial reviewer may be appointed from the Club's membership, provided he/she is not a member of the Management Committee and is deemed to have sufficient experience and knowledge of the Club's affairs to fulfill the role. This does not preclude the appointment of a non-member of the Club.
4. The Club's fiscal year and membership year will coincide with the calendar year.

Article VII – Termination

1. The Management Committee may terminate the membership of any member failing to pay the annual dues by January 31st of the membership year.

Article VIII – Amendment

1. Any clause in these by-laws may be amended by a two thirds majority of the members present at a general meeting and voting subject to the above quorum and notice of motion in Article V (4) of these by-laws.