



**STANDARD CONSTITUTION OF NEW ZEALAND PROBUS CLUBS ACCREDITED  
BY THE PROBUS CENTRE – SOUTH PACIFIC INC.**

# CONSTITUTION OF THE

.....  
*(Name of Club)*

## **PREAMBLE**

The PROBUS name and emblem are registered under the Australian and New Zealand Trade Marks Acts. They may be used only by Probus clubs, Probus Associations and other bodies accredited by the Probus Centre – South Pacific Incorporated and they may not be used for any commercial purpose without the written approval of the Probus Centre – South Pacific Inc. To hold accreditation a Probus club must have been sponsored by a Rotary club and must adopt and comply with this Constitution.

## **ARTICLE 1 – NAME**

The name of this club shall be the \* .....

## **ARTICLE II – AIMS AND OBJECTS**

- (a) The purpose of this club shall be to advance intellectual and cultural interests among adult persons who have retired or are semi-retired from their former occupations.
- (b) It will hold regular meetings and arrange activities to provide opportunities for fellowship, the development of acquaintance and social interaction.
- (c) It shall strive to be seen as a worthwhile organisation by the local community.
- (d) It shall be non-political and non-sectarian. It shall not endorse any candidate for public office and shall not take corporate action at any meeting with the intention of influencing the policies or decisions of governments; however the merits of any public question may be a subject of fair and intelligent study or discussion at a club meeting for the information of members.
- (e) It shall not be, or be seen to be, a fundraising body. The club by a majority decision of its members may engage in corporate projects for social benefit provided that any such activity shall not involve the raising of funds and provided that individual participation in any such project shall be entirely voluntary.

## **ARTICLE III – MEMBERSHIP**

- (a) Membership of this club shall be open to retired and semi-retired professional and business people and others from any worthy vocation and who appreciate and value opportunities for social contact with others in similar circumstances.
- (b) Applicants for membership, with the exception of the foundation members, must be sponsored by two members of the club and approved by the Management Committee.
- (c) No person shall be denied membership of the club for reasons of race, religion or political persuasion

## **ARTICLE IV – MANAGEMENT**

- (a) The club shall be managed by a Management Committee comprising a president, one or more vice presidents, a secretary, a treasurer and committee members as provided in the by-laws.
- (b) Officers and committee members shall be elected annually in accordance with the by-laws. The term of office of the president shall be one year, which may be extended to not more than two consecutive years if required due to special circumstances. The foundation president may serve two successive terms if the club has been formed less than nine months before the first Annual General Meeting.

(c) The club shall keep a register of members in which shall be recorded their names, addresses, telephone numbers and such other information as the club may require.

## **ARTICLE V – MEETINGS**

- (a) The general meetings and the annual general meeting of the club shall be held as provided in the by-laws.
- (b) An annual general meeting for the election of officers shall be held before March 31 of each year.
- (c) Newly elected officers shall take office from April 1 each year.

## **ARTICLE VI – INFORMATION**

- (a) On formation and thereafter each year, the club shall provide the information required by the Probus Centre – South Pacific Inc. concerning membership, meeting arrangements and officers for the ensuring year.
- (b) The club shall provide information on other matters as and when required by the Probus Centre – South Pacific Inc.

## **ARTICLE VII – SUBSCRIPTIONS**

Members of the club shall pay an annual subscription as provided in the by-laws. The subscription shall include such capitation and insurance fees as may be required by the Probus Centre – South Pacific Inc.

## **ARTICLE VIII – NON-PROFITABILITY**

The income and property of the club howsoever derived shall be applied solely towards the promotion of the objectives of the club and no portion thereof shall be paid to or transferred directly or indirectly to the members of the club provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or member of the club for any services actually rendered to the club.

## **ARTICLE IX – WINDING UP**

In the event that for whatever reason a decision is made by the members that the Club shall cease to function and that its affairs be wound up such funds and property as it may then possess shall be transferred to another Probus Club or similar organisation or donated to an appropriate charitable purpose. No member of the Club shall be entitled to benefit directly from such disposal of Club assets.

## **ARTICLE X – BY-LAWS**

The club shall adopt by-laws not inconsistent with this constitution, embodying additional provisions for the management of this club. Such by-laws shall be amended from time to time as provided therein.

## **ARTICLE XI – INCORPORATION**

The club, by resolution of its members, may become an incorporated body under the provisions of the Associations Incorporation Act of this country, state or territory provided that all the provisions of this Constitution are embodied in the rules adopted for incorporation.

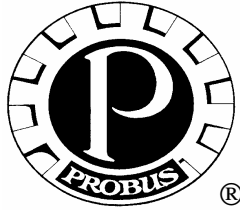
## **ARTICLE XII – AMENDMENT**

- (a) Except as provided in this Article (b), this Constitution may be amended only by the Probus Centre – South Pacific Incorporated and provided also that no amendment shall be permitted if it in any way affects the non profit status of the Club.
- (b) Article 1 (Name) of this constitution may be amended at any general meeting of this club, a quorum being present, by the affirmative vote of not less than three-quarters of the members present and voting, notice of such proposed amendment having been published to all members at least 21 days before such meeting.

*\*Insert registered name of club; e.g. The Probus Club of Thistown; The Ladies' Probus Club of That-town; The Combined Probus Club of Ourtown; The Mytown Probus Club; The Yourtown Men's Probus Club.*

**Note: Adoption of the *Standard Probus Club Constitution* is necessary for accreditation as a Probus Club by the Probus Centre – South Pacific Inc.**

**Clubs seeking incorporation will need to adopt additional rules in accordance with the requirements of their respective countries, states or territories under their Associations Incorporation Acts. (A recommended Constitution is available from PCSP.)**



**(RECOMMENDED BY-LAWS FOR NEW ZEALAND PROBUS CLUBS ACCREDITED  
BY THE PROBUS CENTRE – SOUTH PACIFIC INC.)**

**NOTE:** These by-laws are **recommended** only and may be changed by any Probus club to meet its own conditions provided the by-laws adopted are in harmony with the Standard Probus Club Constitution and, where applicable, the rules for incorporation of the country, state or territory in which the club operates.

## BY-LAWS OF THE

.....  
*(Name of Club)*

### **ARTICLE 1 – TERRITORY**

Membership of the \* ..... shall be primarily  
for the residents of .....

### **ARTICLE II – MEMBERSHIP**

- (a) Membership of this club shall be contingent upon attendance at regular meetings of not less than fifty percent in any club year, subject to leave of absence in cases of sickness or on any other reasonable grounds.
- (b) Honorary members may be elected at the discretion of and on such terms as may be decided upon by a majority of members at an ordinary meeting. Honorary members shall not be required to pay membership subscriptions, shall not be eligible to hold office and shall not be entitled to vote but shall enjoy all other privileges of membership.
- (c) Life Membership may be conferred upon a member who has rendered outstanding service to the club. Nominations shall be submitted in writing to the Management Committee for consideration, and if approved, referred to the next general meeting of the club for confirmation. Life Members shall not be required to pay membership subscriptions but shall enjoy all other privileges of membership. There shall be not more than ... life members at any one time.
- (d) Non Active Membership may be conferred upon a member who because of illness or a physical disability has been granted leave of absence by the club, such members shall not be included in the member number of the club during that period of absence. Non financial membership may be granted to Non Active members.

### **ARTICLE III – MANAGEMENT**

- (a) The club shall be managed by a Management Committee, herein after called “the committee” comprising a president, ... vice president(s), secretary, treasurer and ...committee members to be responsible for program (guest speakers), tours and visits, entertainments, membership, fellowship, club bulletin, publicity and such other activities as may be decided from time to time by the club. The immediate past president shall be a member, ex-officio, of the committee.
- (b) The term of office of the president shall be one year, which may be extended to not more than two years if required due to special circumstances. Officers and committee members may serve for not more than three successive years in any one office except as otherwise determined by the committee.
- (c) A casual vacancy on the committee shall be filled by action of the committee.

### **ARTICLE IV – ELECTION OF OFFICERS**

- (a) As required by the Constitution, the election of officers shall be held before the end of March in each year.
- (b) Notice of the election of officers shall be given at a general meeting of the club at least one month before the election.

- (c) All nominations and acceptance of nominations shall be in writing and signed by the nominators and candidates and shall be in the hands of the secretary before the commencement of the meeting at which the election is scheduled.
- (d) A returning officer and a scrutineer, neither of whom are candidates for election, shall be appointed by the presiding officer before the election begins.
- (e) Voting shall be by show of hands or by ballot as decided by the members. The candidate receiving the greatest number of votes of members present and voting in the election for each office or committee position shall be declared elected.
- (f) If two candidates receive an equal number of votes, the members shall decide the method by which the tie shall be resolved.

**ARTICLE V – FINANCIAL YEAR**

The financial year of this club shall begin on .....and end on.....

**ARTICLE VI – MEETINGS**

- (a) General meetings of the club shall be held monthly at such time and place as the members decide.
- (b) The Annual General Meeting shall be held in the month of.....each year, at which the annual report and annual accounts will be received and an auditor shall be appointed.
- (c) Meetings of the committee shall be held monthly or as otherwise determined by the committee.
- (d) A quorum at a general meeting shall be twenty five percent of the membership excluding honorary members
- (e) A quorum at meetings of the committee shall be a majority of the members thereof.
- (f) An extraordinary general meeting shall be called on the request in writing of not less than twenty five percent of the total membership, excluding honorary members. Notice of such meetings shall be given to members at least one month before the extraordinary general meeting is to be held with statement setting out the purposes for which the meeting has been called and any motions submitted.
- (g) Voting at a general meeting shall be by show of hands, or by ballot if required by a majority of members.
- (h) Where there is an equal division of votes at a committee meeting or a general meeting, the chairman shall have a casting vote in addition to a deliberative vote.
- (i) The president or, in her/his absence or inability to do so the vice president, shall preside at all meetings. In the absence of both the president and vice president, the members present shall elect a chairman of the meeting.
- (j) Any Notice of Motion must be submitted in writing to the secretary and must be read to members at the meeting prior to the meeting at which the motion is to be formally proposed.

**ARTICLE VII – ACCOUNTS**

- (a) An income and expenditure account (and balance sheet if appropriate) for the twelve months to the end of ..... in each year shall be presented to the Annual General Meeting after being audited by a person appointed at the previous Annual General Meeting.
- (b) The treasurer shall deposit all funds of the club in a bank, building society or other financial institution decided upon by the committee. Signatories shall be the president, vice president(s), secretary, treasurer with any two to operate the accounts.

**ARTICLE VIII – SUBSCRIPTIONS**

- (a) The annual subscription payable by members shall be as determined from time to time by the members.
- (b) The Committee may terminate the membership of any member who has not paid the prescribed subscription within three months of the Annual General Meeting.

**ARTICLE IX – AMENDMENT**

- (a) These By-laws may be amended at a general meeting of the club, a quorum being present, by the affirmative vote of not less than three-quarters of the members present and voting, notice of such proposed amendment having been published to all members at least 21 days before such meeting and provided that no amendment shall be permitted if it in any way affects the non profit status of the Club.

**ARTICLE X – WINDING UP**

In the event that for whatever reason a decision is made by the members that the Club shall cease to function and that its affairs be wound up such funds and property as it may then possess shall be transferred to another Probus Club or similar organisation or donated to an appropriate charitable purpose. No member of the Club shall be entitled to benefit directly from such disposal of Club assets.

*\*Insert registered name of club,*