PROBUS CLUB OF NORTH SYDNEY INC.

Incorporation Number Y2954742

PROBUS CLUB NUMBER 53360

STANDING RESOLUTIONS
Constitution 2025

ADOPTED BY THE CLUB at a GENERAL MEETING held on 18th November 2025

1. INTRODUCTION

1. The membership of the Club is open to both men and women.
2. Applicants for membership will be required to attend two monthly meetings of the club and be interviewed by at least two members of the Management Committee. Applicants should be prepared to contribute to the affairs of the club in a responsible and involved way.
3. The annual subscription will be determined at a General Meeting and is payable by 31 March each year. There is no joining fee payable by new members. Members will pay pro-rate fees if joining after 30 June each year. (Constitution clause 14.)
4. The maximum number of Ordinary Members of the Club will be 70. (Constitution clause 5.(f))
5. There will be no more than three Honorary Members at any one time. (Constitution clause 5.(f)
6. There shall be no more than three Life Members at any one time. Nominations for Life Members should be made in writing to the Management Committee for its approval or otherwise and its recommendation presented to the members at a General Meeting. (Constitution clause 5.(f))
7. There shall be no limit on the number of Non-Active Members at any one time. (Constitution clause 5.(f)
8. Visitors may attend a maximum of three meetings and/or activities of the Club, following which they will be invited to join.
9. The Committee may grant a member leave of absence for a specified period on such conditions as it considers appropriate.
10. The Club will maintain a waiting list protocol as follows:
    a. The maximum number of persons on the waiting list will be five.
    b. An expression of interest to join the Club will be recorded on the waiting list by date.
    c. A membership application form will only be offered to a person on the waiting list when a vacancy becomes available.
    d. Monies will only be received or accepted from a person on the waiting list when an application for membership has been approved by the Committee.
    e. Persons on the waiting list may attend Club meetings and/or activities in accordance with the Club's protocol for visitors.

2. MEMBER MEETINGS

11. Unless members decide otherwise, the Club will meet monthly at 10:15 am on the third Tuesday of each month, at the Northbridge Golf Club, 296 Sailors Bay Road, Northbridge. (Constitution clause 12.(a))
12. The financial year of the club shall begin on the first day of March and end on the last day of February each year.
13. The Treasurer must submit financial reports to monthly meetings each month.

3. MANAGEMENT COMMITTEE

14. The Club will be managed by a Management Committee ("Committee") comprising a President, a Vice-President, a Secretary, a Treasurer, a Membership Officer and other relevant members of the Committee in such roles as may be decided from time to time. (Constitution clause 7.(a))
15. The Committee is responsible for organising guest speakers, tours, visits, entertainment, membership, fellowship, club newsletter, publicity and such other activities as may be decided from time to time by the Club.
16. Officers and Management Committee members shall be elected annually at the Annual General Meeting. 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. Other Officers and Management Committee members may serve for not more than three successive years in any one office except as otherwise determined and recommended by the Management Committee to members for decision. (Constitution clause 8.(l))
17. The Immediate Past President is an ex officio member of the Committee by virtue of his or her past service as President without voting rights.
18. The Committee is authorised to appoint assistants to any of the positions on the Committee. Assistants are not sitting members of the Committee and are not entitled to vote. However, if an assistant is acting for a member of the Committee in his or her absence, then the assistant will have one vote.

19. The President, Vice President, Treasurer and Secretary are the authorised signatories on the Club's bank account(s), including Electronic Funds Transfers, provided always that any two of these signatories authorise such transactions.
20. The Committee will ensure that the Club's annual financial statements will be reviewed or audited if there is a legislative requirement to do so.
21. An income and expenditure account (and balance sheet if appropriate) for the twelve months to the end of February each year will be presented to the Annual General Meeting after being audited by a person appoint at the previous Annual General Meeting.
22. Meetings of the Committee shall be held monthly or as otherwise determined by the Committee with at least one meeting to be held in each three-monthly period. At least 7 days' notice must be given to Committee members. (Constitution clause 7.(j))
23. The Committee must notify Probus South Pacific Limited (PSPL) of changes to the Club's membership as they occur. In the case of new members, any pro rata capitation fees will be paid to PSPL at the earliest opportunity.
24. A quorum at meetings of the Committee shall be a majority of the members.

4. ELECTION OF MANAGEMENT COMMITTEE

25. The election of Officers shall be held before the end of March in each year. (Constitution clause 8.)
    a. Notice of the election of Officers shall be given at a monthly meeting of the club at least one month before the election.
    b. Nominations for election to the Committee will require a proposer and seconder by two voting members of the Club (Constitution clause 8.(b))
    c. All nominations and acceptance of nominations shall be in writing and signed by the nominators and the candidates and shall be in the hands of the Secretary no later than the February monthly meeting.

5. PRIVACY POLICY

26. The Club Privacy Policy outlines how it will collect, hold, use and disclose members' personal information.

6. REFUND AND PAYMENT POLICY

27. The Club Refund and Payment Policy outlines the process for providing refunds and payment of funds.

7. RISK MANAGEMENT POLICY

28. The Club Risk Management Policy outlines how the Club will manage risks.

8. AMENDING STANDING RESOLUTIONS

29. Standing Resolutions may be amended at any monthly meeting of the Club, a quorum being present, by a simple majority vote of those members present and voting. (Constitution clause 25.(a))
    a. To amend or replace a Standing Resolution, the members in a general meeting must pass either an amendment to an existing Resolution or a new Resolution.
    b. A Standing Resolution may be moved at a general meeting from the floor with or without due notice depending on the nature of the motion. If the matter is contentious or is related to an existing Standing Resolution, 14 days written notice should be given to all members. Once the motion is moved, the motion must be seconded and then, following discussion, a vote taken.
    c. Changes to Standing Resolutions will require a simple majority vote of those members present and voting.
    d. A Standing Resolution remains on the books until such time as the Resolution no longer applies, is amended, rescinded or a new Resolution overrides the previous Resolution.