



PROBUS CLUB OF MELBOURNE SUNRISE PROBUS CLUB STANDING RESOLUTIONS

BACKGROUND

A Probud Club is governed by a constitution which includes the Articles of Accreditation (Articles) which are consistent across all Probud Clubs. The Articles are adopted by each Club on formation. Clubs that become incorporated on or after formation must include the Articles, which are shown in ***bold and italic*** typeface, in their Club's constitution.

In addition to a constitution, Clubs are required to adopt Standing Resolutions which regulate their internal affairs in accordance with the wishes of their membership. Standing Resolutions are designed to complement the Club's constitution and should not be inconsistent with a Club's constitution. A Club's constitution will prevail in the event of any such inconsistency.

The Recommended Constitutions provided by PSPL require the adoption of Standing Resolutions. PSPL has produced these Recommended Standing Resolutions to assist Clubs manage their internal affairs. Clubs are free to make any changes or variations to these Recommended Standing Resolutions without approval from PSPL. However, the Standing Resolutions set out in part A of this document must be adopted for compliance with the Club's constitution.

INSTRUCTIONS FOR COMPLETION

The information required to complete some of the Standing Resolutions is highlighted in yellow and should be completed by the Committee for consideration by Club members in general meeting.

The Recommended Standing Resolutions that refer to privacy, tours and refunds, and risk management should have policies developed by Clubs based on the information contained in the relevant guidelines.

Once members have agreed the Standing Resolutions to be adopted by the Club, these should be maintained in one document that includes the date of adoption of each resolution.

A. STANDING RESOLUTIONS REQUIRED BY THE CLUB'S CONSTITUTION

The constitution of a Probud Club requires additional information to be provided for in its Standing Resolutions. For a Club that has adopted PSPL's Recommended Constitution, this is normally referenced in the Club's constitution by the words "as provided for in the Standing Resolutions".

Accordingly, the following Standing Resolutions are required to be adopted by Clubs:

1. The Club will be managed by a Management Committee ("Committee") comprising a President, one or more Vice-Presidents, a Secretary, a Treasurer and [UP TO 10] other members of the Committee in such roles as may be decided from time to time. (Constitution clause 7.(a)).

[Club to decide which additional roles it requires which may include Guest Speakers, Outings, Activities and/or Tours, Membership, Newsletter, Publicity and Welfare]

2. Nominations for election to the Committee will require a proposer and seconder by two Voting Members of the Club. (Constitution clause 8.(b))
3. The maximum number of consecutive terms for which a committee member may serve in the same role is [3] terms. (Constitution clause 8. (l)). The term of the President shall be one year, which may be extended to not more than 2 consecutive years if required due to special circumstances. Other Committee Members may serve for not more than 3 successive years in any one office except as otherwise determined and recommended by the Management Committee to members for a decision.

[Club to decide whether it wishes to set a maximum consecutive term and, if so, whether the same maximum term will apply to each role. If the Club does not wish to set a maximum consecutive term, the Standing Resolution needs to state that no maximum has been set for consecutive terms]

4. The Club will meet monthly at [10.30AM on the [1ST] [THURSDAY] of each month, except for. December/January], at [LIBRARY AT THE DOCK, DOCKLANDS]. (Constitution clause 12.(a))
5. In relation to Committee meetings, at least [7DAYS] notice must be given to Committee members. (Constitution clause 7.(j))
6. The annual subscription will be \$[55] and is payable by members by 31 March each year. The joining fee payable by new members will be \$[30]. (Constitution clause 14.(a))
7. The maximum number of Ordinary Members of the Club will be [130]. (Constitution clause 5.(f))
8. There will be no more than [0] Honorary Members at any one time. (Constitution clause 5.(f)).
9. There will be no more than [2] Life Members at any one time. (Constitution clause 5.(f)).
10. The Treasurer will submit financial reports to general meetings on a [monthly] basis. (Constitution clause 10.(b)).
11. If the Club is incorporated, the Secretary will act as the Public Officer if one is required. (Constitution clause 11).
12. Provided 14 days' written notice has been given, these Standing Resolutions may be amended at any general meeting of the Club, a quorum being present, by a simple majority vote of those members present and voting. (Constitution clause 25.(a))

[see note on Amending Standing Resolutions below]

B. ADDITIONAL STANDING RESOLUTIONS

In addition to the above Standing Resolutions, it is recommended that Clubs consider adopting the following Standing Resolutions:

13. The Immediate Past President is an ex officio member of the Committee by virtue of his or her past service as President [with] voting rights.

14. The Committee is authorised to appoint assistants to any of the positions on the Committee. Appointed assistants are not sitting members of the Committee and are not entitled to vote. However, if an appointed assistant is acting for a member of the Committee in his or her absence, then the assistant will have one vote.

15. 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.

[It is recommended that a Club considers authorising up to 4 signatories and whether it wishes to place any restrictions on Committee members who are related]

16. The Committee will ensure that the Club's annual financial statements will be certified, reviewed or audited if there is a legislative requirement to do so.

[If there is no legislative requirement for a Club to have its financial statements certified, reviewed or audited, a Club should at least have its financial statements reviewed by a person who is not involved in their preparation.]

17. Visitors may attend a maximum of 5 meetings and/or activities of the Club.

18. Members are expected to attend [50 %] of the Club's monthly meetings in any calendar year, subject to any leave of absence being granted by the Committee.

[Club to decide if it wishes to set an attendance requirement]

19. The Committee may grant a member leave of absence for a specified period on such conditions as it considers appropriate.

20. The Club will maintain a waiting list protocol as follows:

- (a) the maximum number of persons on the waiting list will be [no maximum].
- (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.

21. The Club will adopt a Privacy Policy that outlines how it will collect, hold, use and disclose members' personal information. (Refer to the Probus Club Handbook for further information).

[Club to consider the information in the Risk Management Policy guidelines when establishing its policy]

22. The Club will adopt a Refund and Payment Policy.

[Club to consider the information in the Refund and Payment Policy guidelines when establishing its policy]

23. The Club will adopt a Risk Management Policy.

[Club to consider the information in the Risk Management Policy guidelines when establishing its policy]

24. The Committee must notify 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.

AMENDING STANDING RESOLUTIONS

- a. To amend or replace a Standing Resolution, the members in 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 normally require a simple majority vote of those members present and voting. However, a Club may select a higher majority vote (such as 75%) and that should be clearly stated in its Standing Resolutions.
- 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.

SUMMARY

This document has been prepared by PSPL to provide Clubs with assistance on the development of their internal management rules.

These resolutions refer to the Risk Management Policy guidelines and Refund and Payment Policy guidelines which are available in the Club Administration Section of the PSPL website or by contacting the PSPL Team.

Please contact PSPL if you have any questions.