



BY-LAWS

as approved by the membership
at the Annual General Meeting,
July 22nd, 2017

Article I. Name and Geographic Area

Section 1.01

This organisation shall be known as **Prime Timers Hamilton**.

Section 1.02

This organisation shall be a chapter of **Prime Timers Worldwide**.

Section 1.03

This chapter shall serve Hamilton, Ontario and surrounding area.

Article II. Objective

Prime Timers Hamilton is a fraternal organisation whose objective is to facilitate educational, cultural and social activities among gay and bisexual men in a supportive atmosphere.

Article III. Membership

Section 3.01

Prime Timers Hamilton affirms a policy of non-discrimination based on race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, age, record of offences, marital status, family status or disability. However, as a fraternal organisation promoting the social opportunities of our members, we limit our membership to men who identify as gay or bisexual, and have obtained an age of at least twenty-one (21) years. We limit our guests at regular functions to men who identify as gay or bisexual, and have obtained an age of at least twenty-one (21) years.

Section 3.02

All requests for membership shall be directed to any Board member who shall supply an application form to the prospect. The prospect shall return to the Secretary the completed form with his dues in accordance with the current Policies and Procedures.

Section 3.03

Each applicant must be a self-identified gay or bisexual male over the age of twenty-one (21) years. His anonymity shall be maintained, if requested.

Section 3.04

The Board of Directors has the authority to refuse any application for just cause by a majority vote of the Board of Directors.

Section 3.05

Dues and fees shall be set annually by the Board of Directors.

Section 3.06

Members in good standing are those persons who have submitted membership applications and are current with their membership dues to **Prime Timers Hamilton**.

Article IV. Board of Directors

Section 4.01

The governance of the organisation is vested in the Board of Directors. The Board of Directors shall be elected from the membership at the Annual General Meeting and shall serve for a two-year term.

Section 4.02

The Board shall consist of five (5) members.

Section 4.03

The Board of Directors shall elect their officers annually at the first Board of Directors meeting following the Annual General Meeting. The officers shall be a President, Vice President, Treasurer, Secretary and Member-At-Large. The President shall be the Chairman of the Board of Directors. The Board of Directors shall have the right to fill interim vacancies.

Section 4.04

The Board of Directors shall be responsible for the management and general control of the organisation's property, finances and affairs. The Board of Directors cannot contract for the spending of more than the amount of uncommitted funds budgeted for, from the treasury.

Section 4.05

Quorum for the Board of Directors shall be fifty percent (50%).

Section 4.06

The Board of Directors may not act without quorum except in extraordinary circumstances and must report the circumstances and decision to the general membership at the next meeting of the organisation.

Section 4.07

Vacancies on the Board of Directors, except for term expiration, will exist only when one of the following conditions applies:

- a) A Board member is absent without reasonable excuse for three Board meetings. Any member of the Board of Directors having been absent for two meetings without reasonable excuse shall be notified by the Secretary that upon the third such absence the office will be declared vacant by the Board of Directors, who shall fill such vacancy.
- b) A Board member dies.
- c) A Board member tenders his resignation in writing.
- d) A Board member is expelled for cause by a two-thirds or more vote of the remaining Board.

Section 4.08

If a vacancy occurs on the Board of Directors, the Board shall name a member to serve until the next Annual General Meeting. If a vacancy occurs among the officers, the Board of Directors will fill the vacancy by electing a replacement from the Board.

Section 4.09

Election of Board of Directors

- a) Nominations for open positions on the Board of Directors will be received from the floor of the Annual General Meeting. Once a slate of candidates is assembled, each candidate may address the meeting if they so wish. Voting will be by show of hands.
- b) Candidates wishing to stand for election must be members in good standing (Article III, Section 3.08) and willing to release their contact information as may be required upon their election to the Board.
- c) The candidates receiving the greater number of votes shall be declared elected.
- d) Unopposed nominees must be elected by a majority of members attending the Annual General Meeting.

Section 4.10

Duties of Officers

- a) **President:** The President shall preside at general meetings of the organisation and the Board of Directors and enforce the by-laws, Policies & Procedures. The President or his designee shall represent the organisation as necessary.
- b) **Vice President:** The Vice President shall serve as President in that officer's absence or disability.
- c) **Treasurer:** It shall be the duty of the Treasurer to receive all monies of the organisation and deposit same in the name of **Prime Timers Hamilton**, in a bank or trust company approved by the Board of Directors. He shall act as custodian of all financial documents and shall pay all bills of the organisation approved by the Board of Directors. He shall keep a book or electronic record belonging to the organisation showing all monthly receipts and disbursements. At the monthly meeting of the Board of Directors he shall submit a detailed report showing a summary of receipts and disbursements and the financial condition of the organisation.
- d) **Secretary:** The Secretary shall keep records of all general membership meetings and meetings of the Board of Directors, distributing the minutes in a timely manner as directed by the Policies and Procedures of the organisation and conduct correspondence. The Secretary shall be the custodian of all minutes of meetings, reports, correspondence and official documents of the organisation including the member records.

Article V. Meetings

Section 5.01

The Annual General Meeting of the organisation shall be held within three months of the end of the fiscal year, at a time and place determined by the Board of Directors. All members shall receive notice of the Annual General Meeting either electronically or in writing no less than thirty (30) days in advance of the meeting.

Section 5.02

Quorum for the Annual General Meeting of the organisation shall be twenty percent (20%).

Section 5.03

The regular meetings of the Board of Directors shall be held once a month on a date set by the Board. Said date and location shall be made known to the membership as to allow any member who so desires to attend a meeting of the Board.

Section 5.04

The President shall call a special General Membership Meeting at the written request of ten members or of a majority of the Board of Directors. No regular business shall be transacted at the special meeting, only that stated as the purpose of the meeting.

Section 5.05

Members in good standing (Article III, Section 3.06) may request published meeting(s) minutes from either General Membership Meetings or Board of Director meetings.

Article VI. Discipline of Members

Section 6.01

Investigation into allegations of misconduct shall be conducted by the Board upon written complaint of one or more members.

Section 6.02

A member may be censured, suspended or expelled for conduct injurious to the character and welfare of the organisation by a majority vote of the Board of Directors.

Article VII. Finances

Section 7.01

The fiscal year for the organisation shall be the July 1st through June 30th.

Section 7.02

All monies of the organisation must be held in an account with a financial institution in the name of the organisation as determined by the Board of Directors in keeping with generally accepted accounting practices.

Section 7.03

All cheques require the signature of two members of the Board of Directors as designated by vote of the Board of Directors.

Section 7.04

If and when deemed appropriate, the Board of Directors may seek a resolution from the Membership to obtain "Not for Profit" status with Canada Revenue Agency.

Article VIII. Property Title

The title to and ownership of all property, effects and assets of the organisation shall be in the name of **Prime Timers Hamilton**, in trust for the benefit and enjoyment of the members. A resignation, death or forfeiture of membership, for any cause, shall be considered as an assignment and release to the Board of Directors, as trustees of the organisation, of all rights, title and interest of such members in and to the property and assets of the organisation.

Article IX. Private Property

The organisation shall not be held responsible for the loss of or damage to property belonging to members. This shall include any loss related to hosting a member from another chapter in the member's home.

Article X. Amendments and Adoption

Section 10.01

Amendments to these by-laws may be proposed by the Board of Directors or by a petition of ten members to the Board of Directors. Before an amendment is accepted as valid, it must be accepted by a majority vote of the members present at the Annual General Meeting.

Section 10.02

These By-laws shall take effect when accepted by the majority of the membership at a meeting called with the published purpose of reviewing the By-laws. A copy shall be distributed to all members.

Article XI. Policies and Procedures

A separate Policies and Procedures Document shall exist as a supplement and less formal addendum to these by-laws. That document may be changed, amended, altered and rewritten as needed by a majority vote of the Board of Directors.

End of the By-Laws

Revision History

- Original draft approved by the Interim Board of Directors — 11-Dec-2011
- Approved by the General Membership Meeting — 08-Jan-2012
- Amended and approved by the Board of Directors — 09-Dec-2012
- Approved by the General Membership Meeting — 20-Jan-2013
- Amended by the Working Group – 28-Jun-2016
- Approved by the General Membership Meeting – 23-Jul-2016
- Amended by the Annual General Meeting – 22-Jul-2017