

# **RULES OF THE UNIVERSITY OF THE THIRD AGE INVERCARGILL**

## **1. NAME**

The name of the society shall be the "UNIVERSITY OF THE THIRD AGE INVERCARGILL" (hereinafter called U3A Invercargill).

## **2. AIMS**

The aim of U3A Invercargill shall be to organise or facilitate the provision of low cost educational opportunities for senior adults.

## **3. OBJECTS**

The objects of U3A Invercargill shall at all times be:

- 3.1. To facilitate the provision of courses for members without any form of entrance requirement, examinations, awards or certificates.
- 3.2. To do all things that are incidental to or conducive to the attainment of the above aims and objects including the organisation of social gatherings, tours and similar activities.
- 3.3. The members of the U3A Invercargill are not and shall not hereby be associated for pecuniary gain.
- 3.4. No member of the Management Committee or any person associated with a member will participate in or materially influence any decision made by the Management Committee in respect of payment to or on behalf of that member or associated person, or in respect of any income, benefit or advantage whatsoever which may be acquired by that member or associated person.
- 3.5. Any salary or payment to a member of the Management Committee or associated person for his or her services will be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

## **4. POWERS**

In addition to any powers conferred upon the U3A Invercargill under any other of these rules for the purposes of fulfilling its aims and objects the U3A Invercargill shall have the following powers:

- 4.1. To use the funds of the U3A Invercargill as it may consider necessary or proper in payment of costs and expenses of furthering or carrying out its aims and objects or any of them including the employment of counsel, solicitors, agents, officers, servants and assistants as shall appear necessary or expedient.
- 4.2. To subscribe to become a member of or affiliate to and co-operate with any other organisation whose objects are altogether or in part similar to those of the U3A Invercargill.
- 4.3. To invest monies not immediately required upon such securities as may from time to time be determined by the U3A Invercargill.

- 4.4. To do all such things as are incidental or conducive to the attainment of the above objects.

## **5. MEMBERSHIP**

- 5.1. Membership shall be open to any person whose application to join the U3A Invercargill is accepted by the Management Committee.
- 5.2. Any member may resign from membership by giving to the Secretary of the U3A Invercargill notice in writing, or verbally, to that effect.
- 5.3. The Management Committee may at any time in its discretion strike off from the register of members the name of any member whose subscription (if any) or any part thereof remains unpaid for more than six months after the same has fallen due. That member shall thereupon cease to be a member of the U3A Invercargill.

## **6. SUBSCRIPTION**

- 6.1. Each member shall pay such annual subscription (if any) and payable in such manner as may be determined from time to time by the Annual General Meeting. The Management Committee shall have the power to waive a subscription in any individual case.
- 6.2. The Management Committee may in its discretion in the case of a member joining U3A Invercargill in the course of the year apportion that member's subscription (if any) for the balance of the year.
- 6.3. Members' subscriptions (if any) shall fall due on the date of the Annual General Meeting.

## **7. ALTERATION OF RULES**

These rules may be altered, added or rescinded at any General or Special meeting of the U3A Invercargill, notice of the intention to move such alteration, addition or rescission having been given in the notice convening the meeting. Notice of a proposed rule change shall be submitted in writing to the Management Committee at least thirty clear days prior to the date of the General or Special meeting by at least six members provided that no rescission of the provision of Clauses 2, 3 or 15 of these Rules be made.

- 7.1. The provisions and effect of this Clause will not be removed from this document and will be included and implied in any document replacing this document.

## **8. GENERAL MEETINGS**

- 8.1. The Management Committee shall convene and hold an Annual General Meeting of the U3A Invercargill at such time, date and place as it shall determine but no later than ninety days after the end of the previous financial year. Such meeting shall be for the following purposes:

- 8.2. To receive and adopt the annual report, balance sheet and statement of accounts for the previous financial year.
- 8.3. To elect the officers of the U3A Invercargill and other members of the Management Committee.
- 8.4. To appoint a reviewer and to authorise the Management Committee to fix ~~his~~ their remuneration. The reviewer need not be a member of the Institute of Chartered Accountants of New Zealand.
- 8.5. To fix the subscription (if any) payable by members.
- 8.6. To transact any general business which may properly be brought to the Meeting.
- 8.7. Members shall be given ten clear days' notice in writing of any General or Special General meeting of the U3A Invercargill.
- 8.8. No business shall be transacted at any General meeting unless a quorum of members is present when the meeting proceeds to business. A quorum shall consist of not fewer than 15% of registered members at the date the General meeting is called.
- 8.9. The mode of voting at any General meeting shall be as follows:
  - At all General meetings the Chairperson or in his absence any other duly elected Chairperson shall take the chair and every member personally present shall be entitled on every motion to one vote and in the case of an equality of votes the chairperson shall have a casting vote as well as a deliberative vote.
  - By the voices of the Chairperson or any member shall require by a show of hands. All resolutions at any General meeting shall be decided by a majority of the members present and voting thereat, except in such cases where these rules require otherwise.
  - All resolutions passed at any General meeting shall, if held in conformity with these rules be binding upon all members of the U3A Invercargill whether they shall be present at such meeting or not.
- 8.10 The Management Committee shall convene a Special General Meeting upon a requisition of any six members stating the reason therefore and in default such members may themselves call the meeting.
  - A Special General meeting will only consider business related to the reasons for which the meeting is called, as notified to the members.

## **9. OFFICERS OF THE SOCIETY**

- 9.1. The officers of the U3A Invercargill shall be:
  - A Chairperson
  - A Vice Chairperson
  - A Secretary
  - A Treasurerand any other officer or officers as the U3A Invercargill by General Meeting may from time to time determine. The Chairperson, Vice Chairperson, the Secretary and the Treasurer shall be elected from amongst the members of the U3A Invercargill at its first General meeting and thereafter at the Annual General Meeting. The office of secretary and treasurer may be held by the same person.

- 9.2. It shall be the duty of the Secretary:
- To keep minutes of all General meetings and meetings of the Management Committee and conduct all correspondence of the U3A Invercargill as required by the Management Committee.
  - To monitor a register of members containing such particulars as required by law which shall be made available for inspection by any member of the U3A Invercargill on reasonable notice
  - to give notice of any meetings in accordance with these rules.
- 9.3. It shall be the duty of the Treasurer:
- To receive all monies on behalf of the U3A Invercargill and lodge the same to the credit of the U3A Invercargill in such bank as the Management Committee shall from time to time determine.
  - To keep an account of all monies received or expended by the U3A Invercargill and to prepare an annual financial statement for submission to the Annual General Meeting.

#### **MANAGEMENT COMMITTEE**

- 9.4. There shall be a Management Committee which shall comprise the following persons: Not more than fourteen and not fewer than five members (including the officers of the U3A Invercargill) who shall be elected at each Annual General Meeting; and Additional members who may be co-opted or appointed by the elected members of the Management Committee.
- 9.5. If for any reason an elected or appointed member of the Management Committee vacates his or her position during term of office the Management Committee may appoint or co-opt a person to fill the vacancy for the remainder of that term.
- 9.6. Subject to these rules and to any resolution of a General Meeting the Management Committee may in addition to any powers conferred on it by any other of these rules, exercise the powers of the U3A Invercargill and shall do so in pursuance of its objects.
- 9.7. The Chairperson of the Management Committee shall preside at all meetings of the Management Committee but in his or her absence an alternative Chairperson shall be elected from and by those members present at the meeting. Fifty percent of the members of the Management Committee personally present shall constitute a quorum.
- 9.8. The Management Committee shall meet at such times and places as shall from time to time be determined by the Chairperson and Secretary and at all meetings the Management Committee shall determine its own procedure. A meeting shall be called on the requisition of any two members of the Management Committee who may in default themselves call such a meeting. Members of the Management Committee shall be given at least seven clear days' notice of all meetings.
- 9.9. The Management Committee shall have the power to make such bylaws or regulations for the conduct of the U3A Invercargill not inconsistent with these rules as it shall deem expedient and may delegate any of its powers to any member or sub-committee of members and may at any time vary or revoke such delegation.

**10. COMMON SEAL**

- 10.1. The common seal of the U3A Invercargill shall be agreed upon by the Management Committee who shall be responsible for the safe custody and control thereof.
- 10.2. The Management Committee shall have the powers to adopt a common seal and at any time to destroy the same and substitute another. The Secretary shall have custody of the common seal.
- 10.3. Whenever the common seal of the U3A Invercargill is required to be affixed to any deed or other document the seal shall be affixed thereto pursuant to a resolution of the Management Committee and in the presence of the Chairperson and of the Secretary who shall both sign the document to which the seal is affixed.

**11. BANK ACCOUNT**

- 11.1. All monies belonging to the U3A Invercargill shall be lodged to the credit of the U3A Invercargill at such authorised bank as the Management Committee shall from time to time determine.
- 11.2. The account may be operated on the signatures of any two of the Treasurer, Chairperson, Vice Chairperson and Secretary, or other committee member as nominated by the committee

**12. REGISTERED OFFICE**

The registered office of the U3A Invercargill shall be at such place as the Management Committee from time to time determines.

**13. FINANCIAL YEAR**

The financial year of the U3A Invercargill shall terminate on the 31st day of December of each year or on such other date as the Management Committee shall determine.

**14. NOTICES**

A notice may be given by U3A Invercargill to any member either personally or by sending it by post or electronic mail to his or her residential address. Where a notice is sent by post, service shall be deemed to be affected by properly addressing prepaying and posting a letter containing the notice. The accidental omission to give notice of a meeting or the non-receipt of a notice of meeting shall not invalidate the proceedings of any meeting of U3A Invercargill or of the Management Committee.

**15. WINDING UP**

- 15.1. U3A Invercargill may be wound up or dissolved by resolution passed by a majority of those present at any General or Special meeting of U3A Invercargill of which seven days notice has been given to all members of such proposed winding up or dissolution.

- 15.2. If, upon the winding up of U3A Invercargill there remains after the satisfaction of its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of U3A Invercargill but shall be applied to such charitable purpose or purposes (being purposes as near as possible to the aims and objects of U3A Invercargill) within New Zealand as U3A Invercargill may elect in General Meeting at or before the time of winding up.
- 15.3. The provisions and effect of this Clause will not be removed from this document and will be included and implied in any document replacing this document.