

CONSTITUTION OF U3A MANAWATU INCORPORATED

NAME

1. The name shall be "U3A Manawatu Incorporated". Note that "U3A" is an acronym for "University of the Third Age".

DEFINITION OF TERMS

In this document:

2.
 - (a) *U3A* shall mean "U3A Manawatu Incorporated".
 - (b) *University* shall mean a gathering of people for the purposes of informal learning.
 - (c) *Third Age* shall mean a period in life in which full time employment has ceased.
 - (d) *Member* shall mean any financial member of U3A.
 - (e) *Committee* shall mean the committee elected by the Annual General Meeting (AGM) to conduct the business of U3A.
 - (f) *General Meeting* shall mean any General or Special Meeting of U3A.

PURPOSES

3.
 - (a) To provide community education and learning for members in accordance with the principles of the U3A movement. There are no entry qualifications and no certificates of achievement will be issued.
 - (b) To conduct all other business of U3A.

MEMBERSHIP AND SUBSCRIPTIONS

4.
 - (a) Any person in the third age may become a member on payment of the annual subscription.
 - (b) The AGM shall set the annual subscription from time to time.
 - (c) The Committee shall maintain a register of all current members.
 - (d) Every member shall be entitled to receive notice of general meetings and to vote at such meetings.
 - (e) The Committee may by resolution suspend or terminate the membership of any person who acts in a manner which is prejudicial to the interests of U3A or brings it into disrepute. The member concerned shall have the right of reply.
 - (f) Membership is deemed to have expired if the annual subscription remains unpaid for six (6) months beyond the due date.

GENERAL MEETINGS

5. (a) The financial year of U3A shall end on the last day of June in each year, and the society shall hold an AGM no later than three (3) months after the end of the financial year. Twenty (20) members shall form a quorum.
- (b) The Committee may convene a special general meeting at the written request of four (4) members of the Committee or ten (10) members of the society. The request must state the nature of the business to be discussed at the meeting.
- (c) At least fourteen (14) days notice of any general meeting shall be given to all members. Notices shall be deemed to have been properly sent if addressed to their usual or last known contact address. Notices must state the nature of the business which is to be considered at the meeting.
- (d) General meetings shall be chaired by the Chairperson, in whose absence some other member of the Committee chosen by the meeting shall take the chair.
- (e) All members shall be entitled to vote at a general meeting. Voting shall be by show of hands, or by ballot on demand of any two (2) members present, and shall be decided by a simple majority. No member shall vote by proxy. The Chair shall have a casting vote.

COMMITTEE & OFFICERS

U3A Officers

6. (a) The Committee of U3A shall comprise the Officers.
- (b) The Officers of U3A shall consist of a maximum of nine (9) elected members including the positions of Chairperson, Secretary and Treasurer.
- (c) The quorum at a committee meeting shall be a simple majority of committee members.

Election of Committee

7. (a) The members of the Committee shall be elected by the AGM each year, and shall be eligible for re-election. If nominations exceed vacancies this shall be resolved in accordance with Rule 5(e).
- (b) The positions of Chairperson, Secretary and Treasurer shall be appointed by the Committee from amongst its members, or be appointed in a non-voting capacity. A member may not hold more than one position.

Termination of Committee Membership

8. (a) A committee member may resign from the Committee by giving written notice to the Secretary.

- (b) Committee members are considered to have vacated their position if they have terminated their U3A membership, or have been absent from three (3) consecutive meetings of the Committee without good cause.

Powers of Committee

- 9. (a) To conduct the business and control the property of U3A.
- (b) To enter into any deed, contract or agreement in the interest of U3A.
- (c) To co-opt up to three (3) additional committee members. Co-opted members will serve until the next AGM.
- (d) To appoint committee members to work independently or on sub-committees to carry out designated tasks.
- (e) To affix the common seal of U3A to such documents as the Committee shall from time to time determine
- (f) To administer such other business as may be entrusted to it.

Conflict of Interest

- 10. When a conflict of interest exists for an officer, that officer must declare the nature of the conflict or the potential conflict. The officer must not take part in deliberations or proceedings including decision-making in relation to the conflict of interest. The officer must not be counted in the quorum required for decision-making on the matter for which he or she has the conflict of interest.

Duties of Treasurer

- 11. (a) The Treasurer shall receive all monies, and the Treasurer's receipt shall be sufficient discharge.
- (b) The Treasurer shall maintain all bank accounts in the name of U3A.
- (c) The Treasurer shall submit all accounts payable for approval by the Committee. All payments shall be authorised by two of the three approved signatories.
- (d) The Treasurer shall submit at the AGM a duly reviewed statement of the financial position of U3A.

U3A FUNDS AND PROPERTIES

- 12. (a) In the name of U3A, the Committee may from time to time invest the whole or part of the funds of U3A in such securities and upon such terms as it shall think fit.
- (b) No member shall be empowered to borrow money from, or borrow money on behalf of, U3A, nor is U3A empowered to borrow any money whatsoever.
- (c) No member shall derive pecuniary gain from the property or operations of U3A.

APPOINTMENT OF REVIEWER

13. The U3A shall appoint a Reviewer at the U3A AGM to review the Performance Report which includes the annual financial statements of the U3A. The Reviewer shall conduct an examination with the objective of providing a report that nothing has come to the Reviewer's attention to cause the Reviewer to believe that the financial information is not presented in accordance with the U3A's accounting policies. The Reviewer must be a suitably qualified person, and must not be a member of the Committee, or an employee of the U3A. If the U3A appoints a Reviewer who is unable to act for some reason, the Committee shall appoint another Reviewer as a replacement.

ALTERATION OF RULES

14. (a) No existing rule shall be altered or any new rule added unless by resolution at an AGM or a special general meeting called for such purpose.
- (b) No rule change shall be valid until notified to, and accepted by the Registrar of Incorporated Societies.
- (c) No addition to or alteration of the non-profit aims, personal benefit clause or the winding up clause shall be approved without the approval of the Inland Revenue Department. And the provisions and effect of this clause shall not be removed from this document and shall be included in any document replacing this document.

DISSOLUTION

15. U3A may be dissolved by a resolution passed at a general meeting in accordance with the Incorporated Societies Act 1908. If upon the winding up there remains after the satisfaction of all its debts and liabilities any assets whatsoever the same shall not be paid or distributed amongst its members but shall be given to some other charitable institution or institutions in New Zealand to be determined by the members of U3A.

Date: 14 June 2017

Signed:

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