

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 after ceasing full time employment.
 - (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. 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.

MEMBERSHIP AND SUBSCRIPTIONS

4.
 - (a) Any person in the third age may become a member on payment of the annual subscription. Consent to become a member is deemed to be given and accepted upon 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) 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 Officers of U3A shall consist of a maximum of nine (9) elected members including the positions of Chairperson, Secretary and Treasurer and their deputies.
- (b) 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. If nominations exceed vacancies this shall be resolved in accordance with Rule 5(e).
- (b) The positions of Chairperson, Secretary and Treasurer and their deputies shall be appointed by the Committee from amongst its members, A member may not hold more than one position.
- (c) The Chairperson shall serve for a one-year term but may not be elected to serve for more than five (5) consecutive terms.
- (d) Committee members shall serve for one year but shall be eligible for re-election at the end of each year up to a maximum of five (5) consecutive years.
- (e) If replacements for current office holders cannot be found the current incumbents may remain in-situ until the next AGM.

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.

Duties of Treasurer

- 10. (a) The Treasurer shall receive the organisation's funds and shall maintain all bank accounts in the name of U3A Manawatu.
- (b) Any donations received by Group Co-ordinators for the purpose of venue hire must be paid to the Treasurer and any surplus funds may be held by the Co-ordinators and used in the interests of the Group.
- (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

- 11. (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 see 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

- 12. 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

- 13. (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.

DISPUTES

- 14. (a) An investigation into a dispute will be triggered by the affected party making a written submission to the Committee Chairperson.
- (b) At this point a sub-committee of U3A Manawatu members will be convened to investigate the dispute.
- (c) The sub-committee must not include any persons who are prejudiced either way or associated with either party in the dispute.
- (d) Both parties have the right to be heard.
- (e) If the dispute cannot be resolved at this level, an independent mediator, approved by both parties, shall be sought.
- (f) The finding of the independent mediator will be binding on both parties and will be reported back to the Committee Chairperson.
- (g) 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.

PRIVACY

- 15. (a) No U3A Manawatu Committee member is permitted to release contact information outside the Committee in any form regarding other U3A members.
- (b) No U3A Manawatu Group Coordinator is permitted to release contact information in any form regarding their group members, either within or outside the group, without the member's permission.

SOCIAL MEDIA

- 16. Members of U3A Manawatu shall not set up any form of social media in the name of U3A Manawatu, or comment in the name of U3A Manawatu on any social media, without the permission of the U3A Manawatu Committee.

INTERESTS

- 17. (a) Officers have a duty to disclose interests to the committee. They must make this disclosure as soon as they become aware they have an interest in any mattering being considered by the committee. The committee must keep and maintain a register of these disclosures in an Interests register.
- (b) At the AGM the committee must present to its members any disclosures of interest made by officers during that period. Outside of the AGM the committee may also notify members if:

- An officer did not disclose an interest.
- or an officer with an undisclosed interest voted or took part in a decision or signed documents despite having an interest.

DISSOLUTION

18. U3A may be dissolved by a resolution passed at a general meeting in accordance with the Incorporated Societies Act 2022. 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: 20 September 2023

Signed:

Signed:

Signed: