

1. NAME

The name of this society is: *U3A HAVELOCK NORTH INCORPORATED*

2. OBJECTS AND POWERS

2.1 OBJECTS

The Objects of the Society are to advance the educational interests of people in New Zealand at the lowest reasonable cost – particularly the middle aged and older people who are not in full-time gainful employment.

2.2 POWERS

- (i) In the furtherance of the above the society may purchase, take on lease or in exchange, hire and otherwise acquire or dispose of real or personal property and any rights and privileges which the Members may think necessary for the promotion of the Society's objects.
- (ii) To borrow or raise or secure the payment of money in such manner as the Committee shall think fit and in particular by mortgages, sub-mortgages, charges, bonds, mortgage debenture or debentures perpetual or otherwise with or without security or charged upon all or any of the Society's property (both present and future) or by Bills of Exchange, promissory notes or other negotiable instruments and to purchase, redeem or pay off any such securities in pursuance in each case of a resolution passed at a General Meeting.
- (iii) Publish books, pamphlets, reports, leaflets, journals, films, videos and instructional matter.
- (iv) Found and carry on schools and training courses and run lectures, seminars, conferences and courses.
- (v) Encourage and assist in the formation and operation of area and regional groupings of other U3A Societies in New Zealand.
- (vi) Receive donations, endowments, sponsorship, fees, subscriptions and legacies from persons desiring to promote the Objects of the Society or any of them and to hold funds in trust for these objects.
- (vii) Do all such other lawful things as may be necessary for the attainment of the above Objects or any of them.

3. MEMBERSHIP

- 3.1 All persons interested in supporting the objects of the Society shall be admitted to membership at the approval of the Committee, upon delivery to the Secretary of the completed application form and upon payment of the annual subscription as determined by the Committee,

provided they agree to abide by any conditions properly imposed by the Committee.

- 3.2 The Committee may admit to membership as an Honorary Member any person who renders special services to the Society whilst such services are being rendered.
- 3.3 The Committee may terminate membership of any member if:
 - (i) There is any money owed to the Society in respect of membership or other fees after six months.
 - (ii) That member acts in a way which is prejudicial to the Society or brings it into disrepute.
- 3.4 Any member may resign from the society by verbally communicating the intention to the Secretary.

4. ALTERATION TO THE RULES

- 4.1 These rules may be amended with the assent of not less than two thirds of the members of the Society present and voting at a General Meeting.
- 4.2 Twenty one (21) clear days notice shall be given to members stating the intention to put forward such a resolution. No alterations or additions to the Constitution and Rules of the Society shall be approved if they have the effect of changing the charitable nature of the Society.

5. ANNUAL AND SPECIAL GENERAL MEETINGS

- 5.1 The Annual General Meeting shall be held once in each year and not later than fifteen months after the previous A.G.M. At least fourteen days notice shall be given in writing to all members. A quorum shall be 20% of all paid up members. The business of the A.G.M. shall include:-
 - (i) Receiving and approving the Annual Report
 - (ii) Receiving and approving the *examined* accounts
 - (iii) Electing a Chairperson, Secretary, Treasurer and members of the committee
 - (iv) Approving *an examiner* for the accounts
 - (v) Consider proposals to alter the rules subject to the requirements of Clause 4.

- 5.2 A special General Meeting of the society may be convened at any time by a resolution of the Committee or upon a requisition signed by one fifth or more members stating the object of the meeting. A meeting held on such a requisition shall be called by the Secretary of the Society giving the members fourteen days written notice of such a meeting. There shall be a quorum when 20% of members are present.
- 5.3 The Chairperson of the Society shall preside over any Committee or General Meeting at which he or she are present. In his/her absence a Chairperson shall be nominated from the Committee and approved by the Committee or General Meeting. The Chairperson of the meeting shall have a casting vote.
- 5.4 Voting at meetings shall be by voice or show of hands or written ballot at the Chairperson's discretion.

6. MANAGEMENT

6.1 The Committee

- (i) Shall consist of at least seven and not more than nine (excluding those who are co-opted) including the principal officers (Chairperson, Secretary and Treasurer).
- (ii) Non members may be invited by the Committee to serve because of their special expertise: they shall not have voting rights and their term of service shall expire at the following A.G.M.
- (iii) The Committee shall be elected at an Annual General Meeting.

6.2

- (i) The Chairperson shall serve for a one year term but may not be elected to serve for more than three consecutive terms. Committee members shall serve for one year but shall be eligible for re-election at the end of each year.
- (ii) Nominations for the Committee duly agreed by the nominee shall be proposed and seconded and delivered in writing to the Secretary 7 days prior to the A.G.M. In the event of there being insufficient written nominations received prior to the A.G.M. then the A.G.M. may by ordinary resolution resolve to accept nominations from the floor, provided that each such nomination shall be agreed to by the nominee concerned.
- (iii) The newly elected Committee shall take office at the conclusion of the A.G.M.
- (iv) There shall be not less than four Committee meetings a year.

- (v) Committee members may resign office by giving not less than 21 days notice in writing to the Secretary or Chairperson. The Committee has power to fill casual vacancies from the membership. Such an appointee shall complete the term of service of the member he or she is replacing and shall be eligible for re-election.
 - (vi) At Committee meetings matters shall be decided by a simple majority of votes of Committee members present. In the case of an equality of votes the Chairperson shall have a second or casting vote.
 - (vii) A quorum of any Committee meeting shall be four of the Committee.
- 6.3 Special Committee meetings may be called at any time by the Chairperson or by any two members of the Committee upon seven days clear notice being given to all Committee members of all the matters to be discussed.
- 6.4 The Committee may appoint sub-committees to which it may from time to time and for such time as it determines delegate such of its powers and functions as it thinks fit.
- Sub-committees shall report back to the Committee as soon as possible on actions taken under delegated powers.
- 6.5 The proceedings of the Committee shall not be invalidated by any defect in the appointment, election or co-option of any member of any Committee or sub-committee
- 6.6 The Secretary shall ensure that minutes are kept of all Committee and General Meetings.

7 POWERS OF THE COMMITTEE

All matters not provided for in these rules relating to the Society and not involving an amendment to these Rules shall be dealt with by the Committee.

8 COMMON SEAL

The Common Seal of the society shall be in the custody of the Secretary. This Seal shall not be affixed to any document except by authority of the Committee and in the presence of any two members thereof who shall affix their signatures to every document sealed.

9 FINANCE

- 9.5 All the income and property of the society shall be applied solely towards the objects of the said society and none of it shall be paid or transferred in any way to its Committee members provided nothing herein shall prevent the

payment in good faith of reasonable and proper remuneration to any officer or servant of the said Society (other than a Committee member) or repayment of out of pocket expenses to members or Committee members incurred in the course of the work of the Society.

- 9.6 The Society shall have power to collect and accept donations and to issue appeals for donations and to raise money by bequest or otherwise. Any money raised and received may be retained by the Society and be used at the discretion of the Committee.

10 DISPOSAL OF ASSETS ON DISSOLUTION

- 10.1 Should the society dissolve or be wound up then any assets remaining after repayment of debts and obligations shall be distributed to such charitable bodies in the community of Havelock North or surrounds as have one or more similar objects as defined in Section 61A of the Charitable Trusts Act 1957 or if no such other body exists then disposed of in accordance with the directions of the High Court of New Zealand pursuant to Section 27 of the Charitable Trusts Act 1957.