



RULES OF U3A ST HELIERS

1.0 Appointment of Committee Members

- 1.1 At the Annual General Meeting of the Society, the Members shall decide:
 - (a) How large the Committee shall be; provided that the total Committee shall not exceed thirteen persons
 - (b) Who shall be the President, the Vice President and the Treasurer and
 - (c) Who shall be the other members of the Committee
- 1.2 Nominations for members of the Committee shall be called for at least 28 days before an Annual General Meeting. Each candidate shall be proposed and seconded in writing by Members. The nomination form shall have the assent of the nominee endorsed on it and then the completed nomination form shall be delivered to the Secretary. Nominations shall close at 5pm on the fifth day before the Annual General Meeting. All retiring members of the Committee shall be eligible for re-election
- 1.3 If there are insufficient candidates for the Committee the Chair may at the Annual General Meeting call for nominations. A nominee, having been nominated and seconded, shall assent to the nomination before the nomination is accepted. In such an event a member or members may be elected at an Annual General Meeting without Rule 1.2 being complied with.
- 1.4 If the position of any Officer becomes vacant between Annual General Meetings, the Committee may appoint another Committee Member to fill that vacancy until the next Annual General Meeting.
- 1.5 Subject to Rule 1.4, if the position of any other Committee Members becomes vacant between Annual General Meetings, the Committee may appoint another Society Member to fill that vacancy until the next Annual General Meeting.
- 1.6 If any Committee Member is absent for three consecutive meetings without leave of absence the Committee may declare that person's position to be vacant

- 1.7 Committee Members each serve for a term of one year but may be re-elected in accordance with Rule 1.
- 1.8 The Committee assumes office at the conclusion of the Annual General Meeting of the Society.
- 1.9 No person shall serve as the President for more than one term at any one time. A person may serve more than one term as President but not consecutively.

2.0 Cessation of Committee Membership

- 2.1 In addition to the provisions of Rule 1.6 a person ceases to be a Committee Member when that person:
 - (a) Resigns by giving written notice of resignation to the Committee, or
 - (b) Is removed at a Society Meeting
- 2.2 When anyone ceases to be a Committee Member, that person shall within one month give to the Committee all Society documents and property held by him.

3.0 Role of the Committee

- 3.1 The role of the Committee is to:
 - (a) Administer, manage and control the Society
 - (b) Manage the Society's financial affairs, including (amongst other things)
 - (i) Approving the annual financial statements and draft budget for presentation to the Members at the Annual General Meeting
 - (ii) Authorising the payment of all accounts from the funds of the Society
 - (iii) Determining how withdrawals are to be made and who are to be the authorised signatories in respect of withdrawals.
 - (c) At the Annual General Meeting recommend to Members the annual subscription payable by Members and the date by which it shall be paid;
 - (d) Delegate responsibility and co-opt Committee Members where necessary;
 - (e) Ensure that all Members follow the Rules;
 - (f) Decide the times and dates for Meetings, and set the agenda for Meetings;
 - (g) Decide the procedures for dealing with complaints;
 - (h) Keep the register of Members referred to in Rule 7;
 - (i) Maintain a register of the assets of the Society

- 3.2 Unless the Committee's power is limited by these Rules, or by a resolution passed at a Society Meeting, the Committee has all of the powers of the Society.
- 3.3 Unless the Committee's power is limited by these Rules or by a Resolution passed at a Society Meeting, decisions of the Committee bind the Society.

4.0 Roles of Officers

- 4.1 The President is responsible for:
 - (a) Convening Meetings and establishing whether or not a quorum is present
 - (b) Chairing Meetings
 - (c) Overseeing the operation of the Society
 - (d) Providing a report on the operations of the Society at each Annual General Meeting
- 4.2 The Secretary is responsible for:
 - (a) Recording and distributing minutes of Meetings
 - (b) Holding the Society's records, documents and books, except those required by the Treasurer and Membership Secretary
 - (c) Receiving and replying to correspondence as required by the Committee
- 4.3 The Treasurer is responsible for:
 - (a) Keeping proper accounting records of the Society's financial transactions;
 - (b) Preparing annual financial statements for presentation at each Annual General Meeting
 - (c) Providing a financial report at each Annual General Meeting
 - (d) Providing financial information to the Committee as the Committee determines
 - (e) Collecting subscriptions and other moneys owed by Members to the Society
 - (f) Ensuring that suppliers of goods and services are paid on time

5.0 Committee Meetings

- 5.1 Committee meetings may be held via video or telephone conference, or other formats as the Committee may decide
- 5.2 No Committee meeting shall be held unless more than half of the Committee members attend

- 5.3 The President shall chair Committee meetings, or if the President is absent the Vice President shall chair the Committee meeting, or if both the President and Vice President are absent the Committee shall elect a Committee Member to chair that meeting.
- 5.4 Decisions of the Committee shall be by majority vote
- 5.5 The President or person acting as Chair has a casting vote, that is, a second vote.
- 5.6 Only Committee Members present at a Committee meeting may vote at that Committee meeting.
- 5.7 Subject to these Rules, the Committee may regulate its own practices.

6.0 Admission to Members of the Society

- 6.1 To become a Member, an applicant shall
 - (a) Complete an application form and
 - (b) supply any other information that the Committee requires.
- 6.2 The Committee may interview an applicant
- 6.3 The Committee has complete discretion when it decides whether or not to allow an applicant to become a Member. The Committee shall advise the applicant of its decision and that decision shall be final.

7.0 The Register of Members

- 7.1 There shall be a Register of Members ("the Register") which (amongst other things) shall contain the names, postal and email addresses and telephone numbers of all Members and the dates upon which they became Members.
- 7.2 If a Member's contact details change, that Member shall give the new postal or email addresss or telephone number to the Membership Secretary.
- 7.3 Each Member shall provide such other details as the Committee requires.
- 7.4 Members shall have access to the Register for Society purposes only. The contents of the Register shall not be made available or distributed to any person who is not a Member of the Society.
- 7.5 The Register shall be in such format as determined by the Committee

8.0 Cessation of Membership

- 8.1 Any Member may resign by giving written notice addressed to the Committee.
- 8.2 In addition to the provisions of Rules 8.1 and 9.1, membership may be terminated as follows:
- (a) If, for any reason, the Committee decides that a Member has breached the Rules, or has acted in a manner inconsistent with the purpose of the Society, the Committee may give written notice of this to the Member. The Committee's notice must
 - (i) Explain how the Member has breached the Rules or has acted in a manner inconsistent with the purpose of the Society
 - (ii) State what the Member must do in order to remedy the situation
 - (iii) State that if the Committee is not satisfied with the Member's response the Committee may terminate the Member's membership
 - (b) A person whose membership has been terminated ("an appellant") may appeal the Society's decision to terminate membership to the Society at its next Society Meeting by giving written notice to the Secretary.
 - (c) An appellant has the right to be fairly heard at the next Society Meeting.
 - (d) When an appellant is heard at a Society Meeting members may question the appellant
 - (e) The Society shall decide whether to let the termination stand, or whether to reinstate the appellant. The Society's decision shall be final.

9.0 Failure to pay Subscriptions and Levies

- 9.1 If any Member does not pay a subscription or levy by the date set by the Society, the Secretary shall give written notice that, unless the arrears are paid by a nominated date, the membership shall be terminated. If payment of the subscription is not made by the nominated date, the membership shall be deemed to have been terminated.
- 9.2 Rule 8 does not apply when membership is terminated in accordance With Rule 9.1

10.0 Additional Powers

10.1 The Society may

- (a) Employ people for the purposes of the Society
- (b) Exercise any power a trustee might exercise
- (c) Invest in any investment that a trustee might invest in

11.0 Financial Year

11.1 The financial year of the Society begins on 1st October of every year and ends on 30th September of the next year.

12.0 Assurance on the Financial Statements

12.1 EITHER: the Society shall appoint an accountant to review the annual financial statements of the Society (“the Reviewer”). The Reviewer shall conduct an examination with the object 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 accepted accounting practice. The Reviewer shall be a suitably qualified person, preferably a member of the New Zealand Institute of Chartered Accountants, and shall not be a member of the Committee or an employee of the Society. If the Society appoints a Reviewer who is unable to act for some reason, the Committee shall appoint another Reviewer as a replacement.

12.2 OR: the Society shall appoint an Auditor to audit the annual financial statements of the Society. The Auditor shall report on whether the financial statements are prepared in all material respects in accordance with accepted accounting practice. The Auditor shall be a suitably qualified person and preferably be a member of the New Zealand Institute of Chartered Accountants, and shall not be a member of the Committee, or an employee of the Society. If the Society appoints an Auditor who is unable to act for some reason, the Committee shall appoint another Auditor as a replacement.

12.3 The Committee must provide the Auditor or Reviewer (as the case may be) with:

- (i) Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements
- (ii) Such additional information that the Auditor or Reviewer may request from the Committee for the purpose of the audit; and

(iii) Reasonable access to persons within the Society from whom the Auditor or Reviewer determines it is necessary to obtain information.

13.0 Society Meetings

- 13.1 A Society Meeting is either an Annual General Meeting or a Special General Meeting.
- 13.2 Special General Meetings may be called by the Committee. The Committee shall call a Special General Meeting if the Secretary receives a written request signed by at least 20% of the Members.
- 13.3 (a) The Secretary shall give all Members at least 14 days notice of the time and place of any Society Meeting and the business to be conducted (including notice of any motions and the Committee's recommendations about those motions) at any Society Meeting.
(b) Notice may be given by e-mail and details of it may be published on the Society's website.
- 13.4 If the Secretary has notified all Members in good faith, the Meeting and its business shall not be invalidated because one or more Members have not received the notice.
- 13.5 All Members may attend and vote at Society Meetings.
- 13.6 No Society Meeting may be held unless at least 20% of Members attend.
- 13.7 All Society Meetings shall be chaired by the President. If the President is absent the Vice President shall chair the meeting. If both the President and the Vice President are absent, the Society shall elect another Committee Member to chair that meeting.
- 13.8 On any given motion at a Society Meeting, the Chair shall in good faith determine whether the vote shall be by:
- (a) Voices
 - (b) Show of hands, or
 - (c) A secret ballot
- 13.9 If any Member demands a secret ballot before a vote by voices or show of hands has begun, voting shall be by secret ballot.
- 13.10 Except as is otherwise stated in these Rules, decisions of any Society Meeting shall be by majority vote.
- 13.11 The President or person acting as Chair has a casting vote, that is, a second vote.

13.12 The Chair shall adjourn the Meeting if necessary.

13.13 Adjourned Meetings: If, within half an hour after the time appointed for a Society Meeting a quorum is not present, the meeting, if convened upon requisition of Members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chair, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chair may with the consent of any Society Meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

14.0 Motions at Society Meetings

14.1 (a) Any Member may request that a motion be voted on at a particular Society Meeting by giving written notice to the Secretary at least 28 days before that meeting. The Member may also provide information in support of the motion. The Committee may in its absolute discretion decide whether or not the Society will vote on the motion. However, if the Member's motion is signed by at least 50% of Members it shall be voted on at the next Society Meeting.

(b) The Secretary shall give the Member's information to all Members at least 14 days before the Society Meeting.

(c) If the Secretary fails to do this, the Member may ask that the Society Meeting be adjourned to enable the Secretary to comply with clause 14.1(b)

15. Annual General Meeting

15.1 The Annual General Meeting shall be held between 1 November and 20 December in each year or on such other date that the Committee decides. The Committee shall determine where the Society shall meet.

15.2 Before any Annual General Meeting the Secretary shall provide Members with:

(a) A copy of the President's Report on the Society's operations and of the annual Financial Statements as approved by the Committee and

(b) A list of nominees for the President, Vice President, Treasurer and Committee and information about those nominees if it has been provided.

15.3 The business of an Annual General Meeting shall include:

(a) Receiving and, if appropriate, approving the minutes of the previous Annual General Meeting

(b) Receiving the President's report on the business of the Society

(c) Receiving the Treasurer's report on the finances of the Society, and the annual Financial Statements.

- (d) Electing the President, Vice President and Treasurer
- (e) Electing Committee Members
- (f) Appointing a Reviewer or Auditor for the next financial year
- (g) Determining the annual subscription and the date by which subscriptions shall be paid
- (h) Considering motions in respect of which notice has been given
- (i) General business

16.0 Definitions and Miscellaneous Matters

16.1 In these Rules

- (a) "Majority Vote" means a vote made by more than half of the Members of the Society who are present at the meeting
- (b) "Society Meeting" means any Annual General Meeting or any Special General Meeting
- (c) It is assumed that:
 - (i) Where a masculine is used, the feminine is included
 - (ii) Where the singular is used, plural forms of the noun are also inferred.
 - (iii) Headings are a matter of reference and not part of the Rules.
- (d) Matters not covered in these Rules shall be decided upon by the Committee

