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## 1. NAME

The name of the Society is "Kapiti Coast U3A incorporated".

## 2. OBJECTS

The objects of the Society are:

- 2.1 To provide within New Zealand educational, cultural and recreational opportunities for retired or semi-retired people to further their studies in subjects of interest to them free from the pressures of more formal education systems. There will be no entry qualifications and no certificates of achievement will be issued.
- 2.2 To promote fellowship amongst members.
- 2.3 To promote membership of the Society

## 3 DEFINITIONS

In reading and interpreting these Rules the following definitions will apply:

	Term	Definition
3.1	Annual General Meeting	<i>A meeting called under Rule 8.1</i>
3.2	Casting Vote	<i>The vote the Chairman of a meeting may exercise in the event of a tie in the voting on a motion. The chairman should exercise a casting vote in such a way that, where possible, it preserves the status quo.</i>
3.3	Committee	<i>The Committee of the Society as elected under Rule 15</i>
3.4	Deliberative Vote	<i>The vote the Chairman of a meeting is entitled to have by virtue of being a member of the society. A deliberative vote must be exercised at the same time as all other members vote.</i>
3.5	Financial Year	<i>The financial year as defined in Rule 16.1</i>
3.6	Member	<i>A financial member who has been admitted to membership under Rule 4.1</i>
3.7	Notice	<i>Notice given in writing, or by advertisement in a newspaper, or by email or other electronic means to the last known physical or electronic address of the member.</i>
3.8	Officer	<i>An Officer as provided for in Rule 14.2</i>
3.9	Society	<i>Kapiti Coast U3A Incorporated</i>
3.10	Special General Meeting	<i>A meeting called under Rule 8.2 or 8.3</i>

## 4. MEMBERSHIP & SUBSCRIPTIONS

- 4.1 Any retired or semi-retired person may be admitted to membership, subject to the approval of the Committee or person(s) appointed by the Committee.
- 4.2 The Committee need not give any reason for refusing to grant membership to any person.

- 4.3 The committee will set the subscription for all members for the following year by 1 November of the current year
- 4.4 The details for all subscriptions will be recorded in Appendix A to these Rules
- 4.5 The Committee must maintain an up-to-date register showing the name, address, telephone number and email address of each member, and the date of their joining the Society.
- 4.6 Kapiti Coast U3A affirms a policy against all forms of discrimination, racial, cultural, economic, of gender or sexual orientation or of any other sort when admitting persons to membership or, in its public platform or programme, while simultaneously allowing free expression of opinions, doubts and questions that arise naturally within the limits of any discussion.

## **5 LIFE MEMBERSHIP**

- 5.1 A person may be admitted to Life Membership at a General Meeting of the society in recognition of exceptional service to the Society.
- 5.2 Any such nomination must be submitted to the Secretary and approved by the Committee before being submitted to a General Meeting for approval.
- 5.3 Any such nomination must be carried by a majority of two thirds of those present and entitled to vote at a General meeting
- 5.4 A Life Member is not required to pay a subscription and his or her name is to be noted in subsequent Annual Reports of the Committee.
- 5.5 A Life Member shall have all the rights of an Ordinary Member

## **6 VOLUNTARY TERMINATION OF MEMBERSHIP**

- 6.1 A member may leave the Society by giving notice to the Secretary

## **7. TERMINATION OF MEMBERSHIP BY THE COMMITTEE**

- 7.1 The Committee may, by resolution, terminate the membership of any member of the Society who acts in a manner which is prejudicial to the interests of the Society or who brings the Society into disrepute.
- 7.2 No such resolution may be passed until the member concerned has been afforded the opportunity to show just cause why suspension or termination of his or her membership should not proceed.
- 7.3 A resolution to suspend or terminate the membership of any member must be notified to the member within 14 days of the motion being passed by the committee
- 7.4 A member or membership is suspended or terminated under Rule 7 may appeal the termination of their membership using the procedures in Rule 18

## **8 GENERAL MEETINGS**

- 8.1 The Society must hold an Annual General Meeting not later than four months after the end of the financial year.
- 8.2 The Committee may convene a Special General Meeting at any time.
- 8.3 The Committee must convene a Special General Meeting at the written request of four members of the Committee or fifteen members of the Society provided such request clearly states the nature of the business to be considered.
- 8.4 Any General Meeting may be held at one or more venues using any real-time audio, audio visual, or electronic communication method that gives each member a reasonable opportunity to participate.

## **9 NOTICE OF MEETINGS**

- 9.1 At least fourteen days notice of any General Meeting must be given to all members
- 9.2 The notice of a General Meeting must include the business to be discussed.
- 9.3 At least three days notice of a Committee meeting must be given to all Committee members
- 9.4 Any accidental omission to give notice to any member or failure of the notice to reach a member does not invalidate the General Meeting.

## **10 QUORUM AT MEETINGS**

- 10.1(a) The quorum at a General Meeting is fifteen members of the Society.
- 10.1(b) If within 15 minutes of the advertised starting time of the General Meeting there is no quorum then the members present shall be the quorum.
- 10.1(c) The provisions of 10.1(b) shall not apply to a General Meeting called under Rule 21.2 (Dissolution)
- 10.2 (a) Where the number on the committee elected at the AGM plus any members co-opted in accordance with Rule 15.3 is greater than 6 then the quorum of a committee meeting will be not less than 50% of the number of the committee
- (b) Where the number on the committee elected at the AGM plus any members co-opted in accordance with Rule 15.3 is not greater than 6 then the quorum of a committee meeting will be 3 members of the committee.

## **11 VOTING AT MEETINGS**

- 11.1 Voting at any General or Committee Meeting may be by voice or by a show of hands at the discretion of the person chairing the meeting.
- 11.2 At any General or Committee Meeting motions are to be decided by a simple majority of members present and entitled to vote.
- 11.3 At any General or Committee Meeting the person chairing the meeting shall have both a deliberative vote and a casting vote.

- 11.4 In the case of election of Officers and Committee members, if the Chairman decides, voting may be conducted by secret ballot and the outcome then announced by two scrutineers appointed by the meeting.
- 11.5 In the event of a tie in the voting for the election of an Officer or Committee member then the result shall be decided by the toss of a coin.

## **12 CHAIR OF MEETINGS**

- 12.1 Prior to any General meeting the committee shall determine who will chair the meeting. This person need not be a member of the committee but shall be a member of the society.
- 12.2 The committee will elect one of its members to chair the meetings of the committee

## **13 BUSINESS OF GENERAL MEETINGS**

- 13.1 The business of the Annual General Meeting must include:

Consideration of the minutes of the previous Annual General Meeting, and of the unconfirmed minutes of any Special General Meeting.  
Consideration of the Committee's Annual Report.  
Consideration of the Financial Performance Report.  
Election of a Committee.  
Business of which notice has been given in the notice of the general meeting.  
Any other business.

- 13.2 The business of any Special General Meeting must be confined to:

Consideration of the unconfirmed minutes of any previous Special General Meeting.  
Business of which notice has been given to members under rule 8.2

## **14 MANAGEMENT OF THE SOCIETY**

- 14.1 The management of the society is vested in a committee consisting of up to 9 members of the society elected at the Annual General Meeting according to Rule 15 or co-opted according to Rule 15.3.
- 14.2 The Officers of the Society are the committee members of the society.
- 14.3 At its first meeting following the AGM the committee will appoint a Chairperson, a Secretary, a Treasurer and a Contact Officer.
- 14.4 A committee member may be appointed to not more than 2 of the positions of Chairperson, Secretary or Treasurer.
- 14.5 At any committee meeting the committee may, without notice, appoint another committee member to be Chairperson, Secretary or Treasurer provided rule 14.4 is adhered to.
- 14.6 The term of Officers runs from the first committee meeting at which they were appointed to the

start of the first committee meeting following the next Annual General Meeting after the date of their appointment.

- 14.7 The Committee shall meet as required at such times and places and in such manner (including by audio, audio visual, or electronic communication) that gives each member a reasonable opportunity to participate.
- 14.8 The committee shall prepare and circulate to all members, at least 14 days prior to the date set for the annual general meeting, a report on the activities of the society and a financial report covering the previous financial year.

## **15 ELECTION OF THE COMMITTEE**

- 15.1 Nomination for election to the Committee must be in the hands of the Secretary no later than 5:00pm on the day preceding the AGM. If nominations exceed vacancies an election must be held at the AGM in accordance with Rules 11.4 and 11.5.
- 15.2 Nominations for the Committee may be made in writing or by email by any member and seconded by any member. All nominations must have the consent of the nominee.
- 15.3 The Committee may co-opt members to fill vacancies arising throughout the year. Co-opted members serve until the start of the first committee meeting following the next AGM after the date of their co-option.
- 15.4 The Committee, or a committee member, may appoint individuals to subcommittees to carry out specific tasks or functions as the Committee, or committee member, may identify. Such persons may be relieved of their duties at the discretion of the Committee.
- 15.5 The Committee may co-opt additional committee members for specific purposes and times.
- 15.6 People co-opted or appointed under Rules 15.3, 15.4 and 15.5 may be relieved of their duties at the discretion of the committee.
- 15.7 The Committee may engage people as contractors to perform such tasks as the committee determines. Such people will have the right to attend Committee meetings but not vote.
- 15.8 A member of the Committee vacates their position by:
- Giving notice of resignation in writing to the Committee.
  - Terminating his or her membership of the Society.
  - Being absent from three consecutive meetings of the Committee without an apology accepted by the Committee as leave of absence.
  - Inability to perform Committee duties for any reason.

## **16 FINANCE**

- 16.1 The Financial Year ends on 31st December.
- 16.2 The Society is empowered to invest any funds of the Society not required for immediate use in the

following manner, viz:

On any form of security which is or may be approved by Trustees under any public Act of New Zealand.

On deposit either at interest or on current account in any bank carrying on business in New Zealand under authority of any Act of Parliament.

- 16.3 Operation of the Society's accounts shall be maintained by the Treasurer and withdrawals from the bank account must be authorised by two committee members from a list of authorisers approved by the committee.
- 16.4 The funds and property of the Society must be applied solely for the Objects of the Society.
- 16.5 The committee may from time to time pay an Honorarium to an Officer of the Society
- 16.6 No member of the Society or any other person associated with a member may participate in or materially influence any decision made by the Society in respect to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income must be reasonable and relative to that which would be paid in any arm's length transaction (being the open market value). (Refer to Rule 19.5)
- 16.7 The Society is not empowered to borrow any money.

## **17. OFFICER LIABILITY**

- 17.1 The liability of each Officer (including any former Officer) is limited to the assets of the Society and is not a personal liability except for any loss attributable to:
  - a. that Officer's own dishonesty or fraud; or
  - b. the wilful commission or omission by that Officer of an act known by that Officer to be a breach of trust.
- 17.2 Each Officer, or former Officer, is entitled to a full and complete indemnity from the Society for any personal liability which he or she may incur in connection with that Officer acting or purporting to act as a Officer of the Society, provided that the liability is not attributable to the matters set out at clause 17.1a or 17.1b of these Rules

## **18 DISPUTES**

- 18.1 In the event of a dispute between members, or between members and the committee then the committee shall establish a Dispute Committee
- 18.2 Any dispute must be advised to the Secretary in writing by either party.
- 18.3 Any appeal against a decision of the committee must be lodged in writing with the Secretary within 14 days of being notified of the committee's decision.
- 18.4 In the event of being advised of a dispute or an appeal against the committee's decision being lodged the Committee shall, within 14 days appoint a Dispute Committee consisting of 3 people who shall be:

An existing Officer who shall chair the disputes committee

A member of the society of at least 2 years standing who is not a committee member but is nominated by the committee.

A member of the society of at least 2 years standing who is not a committee member and is nominated by the appellant or member initiating the dispute.

- 18.5 The Dispute committee will meet within 30 days of being appointed.
- 18.6 The Dispute committee will review all material relevant to the matter and may interview the people involved and may invite, in writing, any further comments from the members involved
- 18.7 The Dispute committee's decision will be final.

## **19 ALTERATIONS TO THIS CONSTITUTION**

- 19.1 The Society's Constitution may be changed by formal resolution at any General Meeting subject to the following conditions:
- 19.2 Notice of proposed rule changes must be given to the Secretary in writing before the end of the financial year or must accompany a request for a Special General Meeting.
- 19.3 Any alteration to the Constitution must be approved by a simple majority of members voting at a General Meeting.
- 19.4 Any alterations to the Constitution shall become effective immediately, but cease to be effective from the date of receipt of notice from the Registrar of Incorporated Societies refusing to register it.
- 19.5 No addition to or alteration of Rule 16.6 or Rule 21.5 may be approved without the prior approval of the Inland Revenue Department

## **20. COMMON SEAL**

- 20.1 The Society's Common Seal will be kept by the Secretary.
- 20.2 Whenever the Common Seal of the Society is required to be affixed to any deed, document, writing or other Instrument, the Seal must be affixed pursuant to a resolution of the Committee by one of the President or Vice-President and one member of the Committee.
- 20.3 The two persons affixing the Seal must at the same time sign the deed or other instrument to which the Seal was also fixed.
- 20.4 The following attestation clause shall be used:

"The Common Seal of Kapiti Coast U3A Incorporated was affixed by the President (or Vice-President, as the case may be), and by a member of the Committee as a result of the decision made by the Committee on (insert date) and recorded in the minutes of the Committee."



**21 DISSOLUTION**

- 21.1 Any General Meeting of the Society may pass a resolution by a simple majority calling for the dissolution of the Society
- 21.2 If a General meeting passes a resolution calling for the dissolution of the Society , then the Committee shall call a General Meeting to be held within 60 days of the meeting in 21.1 to confirm the dissolution of the Society.
- 21.3 If the Committee resolves at a committee meeting that the Society shall be wound up then the Committee shall call a General meeting in accordance with Rule 9 to confirm the dissolution of the Society
- 21.4 A motion to dissolve the Society at the meeting called in accordance with Rule 21.2 or 21.3 must be passed by two thirds of those present and entitled to vote.
- 21.5 In the event that the motion to dissolve the Society is passed at the meeting called in accordance with Rule 21.2 or 21.3 then after payment of the Society's debts any surplus assets shall be transferred to Age Concern or to some other approved body registered with Charities Services that has similar objects within New Zealand as determined by the meeting called in accordance with Rule 21.2.

**UPDATES**

This copy of the Rules includes all updates up to and including changes approved at the AGM in 2025

## APPENDIX A SUBSCRIPTIONS

This appendix does not form part of the Rules and may be amended by the committee at any time.

1 All subscriptions are due on 1 January for that year.

2 The committee will set all subs no later than 1 November for the following year

3 The subscription rate will be:

	Email Communication	Postal Communication
Single member	\$15	\$25 **
Couple Membership	\$30	\$35 **

\*\* Postal membership is only permitted for members who were members prior to 2021 and who at that time were paying extra to have the Course Booklet posted to them  
New members must supply an email address.

4 A member who has not paid the subscription for the current year by 28 February will be deemed to have resigned.

5 A member who joins between 1 July and 31 October will only be required to pay 50% of the subscription current for that year

6 A member who joins after 31 October will pay the subscription set for the following year and their membership will run until 31 December of the following year

7 Any member who has been an Interest Group Leader or Convenor in the current year of an Interest Group which has met for at least 4 sessions will be exempt from paying the subscription for the following year.

8 Members of the Kaleidoscope organising committee in the current year will be exempt from paying the U3A subscription for the following year

9 Members of the U3A Committee in the current year will be exempt from paying the U3A subscription for the following year

**APPENDIX B          OFFICERS DUTIES**

These clauses do not form part of the Rules and may be amended by the committee at any time.

**Chairperson**

- 1        To chair committee meetings as required
- 2        To be aware of any matters arising in between meetings and ensure these matters are referred to the appropriate committee member.
- 3        In liaison with the Secretary and/or Treasurer and other committee members as appropriate ensure that the Annual return for Charities Services, any returns required to support grants and an Annual Report for the AGM are prepared in a timely manner.

**Secretary**

- 1        Prepare the agenda of, and keep minutes for, Committee meetings and General Meetings
- 2        To deal with correspondence not related to membership.
- 3        In liaison with the Chair prepare an Annual Report
- 4        In liaison with the Treasurer and Committee Chair prepare the Annual Return for the Charities Services and any returns required to support grants received

**Treasurer**

- 1        To maintain accurate accounting records
- 2        To initiate all payments from U3A Funds
- 3        To ensure an Annual Financial Report is prepared for the AGM and arrange for this to be reviewed prior to the AGM
- 4        In liaison with the Secretary and Committee Chair prepare the Annual Return for the Charities Services and any returns required to support grants received

**Contact Officer**

1.        To be the person named on the Register of Incorporated Societies as the contact person for the organisation

In addition to the above formal positions the following positions also exist:

**Membership Administrator**

- 1        Maintain an up to date list of current members with their email address, postal address and a

phone number

- 2 To deal with members on all matters related to membership
- 3 To report to each committee meeting membership figures

## **Newsletter Editor**

- 1 To produce a Newsletter for members following the guidelines confirmed by the committee

## **Webmaster**

- 1 To keep the website up to date
- 2 To provide information on the website as agreed with the committee
- 3 To liaise with any contractor engaged to do work on the website
- 4 To maintain the Kapiti U3A Google drive
- 5 To assist the Administrator and the committee where appropriate in IT matters.

## **Almoner**

- 1 To be aware, to the extent possible, of matters such as ill health of a member , death of a member or partner and when appropriate arrange for an expression of support from U3A

Updated as a result of decisions made by committee on 19 September 2023