



Eastlakes U3A Inc.  
P.O. Box 455 Belmont NSW 2280  
[www.eastlakes.u3anet.org.au](http://www.eastlakes.u3anet.org.au)

**EASTLAKES U3A INC.**

# **CONSTITUTION**

**(First amended June, 2003; second amendments - November, 2007; third amendments, November, 2018; fourth amendment Nov 2019; fifth amendment, September 2020)**

**EASTLAKES U3A INC. CONSTITUTION**  
(As Amended September, 2020)

1. **NAME:** The name of the Association shall be Eastlakes U3A Inc.
2. **OBJECTS:** The Objects of the Association shall be:-
  - (a) To provide adult education courses and social activities for retired and semi- retired people, in accordance with the aims of the world-wide organization "University of the Third Age".
  - (b) To provide daytime courses at a minimal cost to members.
  - (c) To conduct courses on a purely voluntary basis.
  - (d) To encourage members to act as Course Leaders, suggest courses, or offer assistance in organising the program.
  - (e) To be non-profit, non-political and non-sectarian.

**3. MEMBERSHIP:**

- (a) Membership shall be open to retired or semi-retired people, who are interested in participating in adult education courses.
- (b) Admission to members shall be by filling in the approved Form and paying the prescribed annual fee.
- (c) Members who have met the requirements as set out in Rules 3a and 3b may enrol in courses during the calendar year subject to availability and within the limits set by the Management Committee.
- (d) Membership shall be for one calendar year from 1st January to 31st December in each year, and will commence or be renewed at any time during the year upon observance of Rule 3b.
- (e) Membership must be renewed each year by payment of the prescribed annual fee. Admission to courses is conditional on observance of this Rule.
- (f) Membership shall cease if the member:-
  - a. Resigns in writing from the association.
  - b. Fails to renew membership by payment of the annual fee before enrolling in courses.
  - c. Has had membership rescinded by the Management Committee.
- (g) Rights, privileges and obligations of members are not transferable to another person, and cease on termination of membership.

**4. REGISTER OF MEMBERS:**

A register of members shall be kept in the care of the Treasurer, showing name, address and phone number for each member, and date of commencement of membership. It must be open for inspection at any reasonable hour by arrangement, but must not be copied or removed from the viewing area.

**5. FEES AND SUBSCRIPTIONS:**

The membership for one calendar year shall be at a fee as determined annually by the Management Committee.

**6. MEMBERS' LIABILITIES:**

A member shall have no liability to contribute to the payment of liabilities and debts of the Association, of the costs, charges and expenses of the Association, except to the amount of any unpaid membership fees as required by Rule 5.

**7. RESOLUTION OF DISPUTES:**

Disputes between members and member's complaints will be handled by the Eastlakes U3A Inc. Complaints Handling Procedures Policy as outlined in the Course Leader and Management Committee Information Folders. Members may access this policy through the Secretary.

**8. DISCIPLINING OF MEMBERS:**

Any member accused of conduct contrary to the aims and rules of the Association may have his/her membership suspended temporarily or permanently by the Management Committee. The member may appeal against the decision firstly in writing, then if necessary, by personal representation by appointment with the Management Committee. The Management Committee may then either rescind or uphold the member's suspension and forward its decision to the member in writing.

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**THE MANAGEMENT COMMITTEE**
**9. POWERS OF THE MANAGEMENT COMMITTEE:**

The Association shall have its affairs controlled and managed by the Management Committee, which shall carry out all such duties and power required to maintain the aims and objects of the Association, except those that are required by these Rules to be exercised at a General Meeting of members.

The Management Committee shall consist of 4 executive office bearers: President, Vice-President, Secretary and Treasurer, plus two or more Committee Members as recommended by the Management Committee, with power to co-opt or replace.

The number of Committee Members shall be at the discretion of the Management Committee as set prior to the A.G.M.

**10. MEMBERSHIP OF THE MANAGEMENT COMMITTEE:**

- (a) Executive office bearers and other members of the Management Committee shall be elected at the Annual General Meeting. If no nomination is received at this meeting for a position, it may be filled by a member appointed by the Management Committee.
- (b) Each member of the Management Committee shall hold office from the date of the election or appointment until the next A.G.M. Retiring members may be eligible for re-election. All office bearers may only hold any particular office for three consecutive years with the following exception. If no suitable candidate is available, the office bearer's tenure can be extended for only one period of 12 months by vote of the members at the AGM.
- (c) No member of the committee shall hold two or more positions on the Committee at any one time on a permanent basis.
- (d) A casual vacancy may occur if a member:-
  - a. Resigns from office.
  - b. Is absent from three consecutive Management Committee Meetings without leave of absence.
  - c. Is suspended as a member of the Association.
- (e) Casual vacancies shall be dealt with by the Management Committee, with the power to co-opt an eligible person to fill such vacancy as may occur. They shall hold office until the Annual General Meeting following the date of the appointment.
- (f) (f) The Management Committee shall have power to fill vacancies and to appoint sub-committees after discussion by the Committee and with a majority vote cast.

**11. PRESIDENT:**

The President shall preside at all Annual General Meetings, General Meetings, and Committee Meetings; however, if absent or unable to preside, the Vice-President or another member of the Management Committee may be appointed as acting President for that meeting. The President shall have a casting vote at all meetings.

**12. VICE-PRESIDENT:**

The Vice-President should offer support and advice to the President. He/she is required to take on any of the Presidential duties, as defined above, when the President is unable, for whatever reason, to fulfil the role. If the President's position falls vacant, the Vice-President shall hold office until a new President is elected.

**13. SECRETARY:**

The Secretary shall ensure that all records of Association business shall be kept, including minutes of all meetings. Minutes of each meeting are to be signed by the Presiding officer at the next meeting. These records will be kept in the custody of the Secretary, and be available for inspection by any member, but must not be copied or removed from the viewing area.

**14. TREASURER:**

The Treasurer shall receive all monies relating to the Association business and deposit into an account in the name of Eastlakes U3A Inc. Payments will be by electronic funds transfer or cheque and signed by any two of the authorised signatories. Petty Cash with receipts attached, to be paid from the petty cash float held by the Treasurer.

## MEETINGS

### 15. MANAGEMENT COMMITTEE MEETINGS:

- (a) Management Committee shall meet as often as required to conduct U3A business, but not less than six times each year.
- (b) Notice of Committee Meetings, time and place shall be given at the previous meeting or by such other means as may be decided.
- (c) A quorum shall consist of five Committee members, at least two of whom are executive officers, for transaction of business.
- (d) Each person present shall have one vote. Where there is equal division of votes, the person presiding shall have a casting vote.
- (e) Management Committee Meetings may be conducted using technology where necessary or desired.

### 16. EXECUTIVE COMMITTEE MEETINGS:

- (a) The President, Vice-President, Secretary and Treasurer shall constitute the Executive, which may issue instructions to the Public Officer and, during intervals between meetings of the Committee, make decisions on matters of urgency connected with management. Where such action is taken by the Executive, it shall report on that action to the next meeting of the Committee.
- (b) The Executive may exercise all the powers of the Committee, but shall not have power:-
  - i. To commit the Association to any unforeseen expense exceeding \$500.
  - ii. To rescind a resolution of the Committee or a resolution passed at a General Meeting.
  - iii. To exercise a function of power contrary to the Act, the Regulations or by any other law.
- (c) Three members of the Executive shall constitute a quorum for the transaction of the business of the Executive.
- (d) The Executive may conduct their meetings using technology where necessary or desired.

### 17. RULES AT MEMBERS' MEETINGS:

The Management Committee shall call a General Meeting at such time as Association business may require.

- (a) A quorum at meetings shall be 5% of Association members.
- (b) The date and place of Members' meetings shall be advised at least three weeks in advance.
- (c) Voting at meetings shall be by show of hands. Proxy votes will not be accepted
- (d) If a quorum is not present within half an hour of the starting time, the meeting is to be adjourned as notified by the presiding chairman, and by subsequent written notice to members from the Management Committee.
- (e) Where deemed necessary, a Members' Meeting may be conducted using technology deemed appropriate for the purpose, to provide information and to vote on motions. Postal voting will only be allowed for voting on motions associated with meetings that use technology.

### 18. ANNUAL GENERAL MEETING:

- (a) The Annual General Meeting shall be held within 6 months of the end of our accounting year at a time, date and place to be advised by the Management Committee. All members are to be advised by email or post three weeks prior to the meeting.
- (b) Business of the Annual General Meeting shall be:-
  - i. To confirm the minutes of the previous Annual General Meeting.
  - ii. To receive reports from the Committee concerning Association activities during the preceding year.
  - iii. To consider and receive the annual financial statement.
  - iv. To elect executive office bearers and other committee members from written nominations received 14 days prior to the meeting. In the event of failing to receive a written nomination, an appointment may be made by the Management Committee.
  - v. Nomination Forms must comply with the form distributed by the Management Committee, and must have signatures of two financial members as proposer and seconder, plus consent signature of the nominee, and include a short profile.
- (c) Annual General Meetings may be held using any technology deemed appropriate for the purpose, to provide information and to vote on motions and special resolutions.
- (d) A report on the outcome of any Annual General Meeting held by electronic means will be placed on the Eastlakes U3A website and in the following Echo newsletter.

**19. SPECIAL RESOLUTIONS:**

- (a) A notice of motion of a special resolution shall be:-
- i. Signed by the proposer and two supporting financial members.
  - ii. In the hands of the Secretary at least six weeks and one Committee Meeting prior to the General Meeting at which it is to be submitted.
- (b) A special resolution may be passed at a General Meeting if:-
- i. A copy of the resolution was distributed to members in writing at least three weeks prior to the meeting at which it is to be considered
  - ii. There are at least 5% of financial members present and it is carried by 75% present and voting.
  - iii. In the case of a meeting using technology, at least 5% of financial members return a vote and the vote is carried by at least 75% of returned electronic and postal votes.
- (c) A special resolution must be passed at a General Meeting for:-
- i. A change in the name of the Association.
  - ii. A change in any constitutional rules of the Association.
  - iii. A change in the objects of the Association.
  - iv. To voluntarily wind up the Association and distribute its funds and assets to such other body formed to promote similar objects as the Association.

**20. SPECIAL GENERAL MEETING:**

A Special General Meeting shall be called by the Secretary: -

- (a) If so directed by the Management Committee.
- (b) If a written request has been received from at least 15% of Association members. Such request will specify the purpose of the meeting and no other business will be considered except that for which the meeting was called.
- (c) All members shall have notice in writing at least two weeks prior to the special General Meeting.
- (d) The special meeting date will be within two months of the receipt by the Secretary of the written request.
- (e) The special general meeting may be conducted using technology and voting procedures as in clause 18. (c)

**MISCELLANEOUS****21. INSURANCE:**

The Association shall effect and maintain public liability insurance as required under the Associations Incorporation Act, 1984, together with any other insurance regarded as necessary by the Management Committee. Insurance policies will cover financial members attending courses and activities organised or recognised by the Management Committee, or its executive office bearers.

**22. FUNDS SOURCE:**

Association funds shall derive from members' annual fees, donations, grants and such other sources as approved by the Management Committee.

**23. FUNDS MANAGEMENT:**

- (a) The assets and income of the association shall be applied solely in furtherance of its above-mentioned objectives and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
- (b) An audited balance sheet of the Association's assets and liabilities and a statement of income and expenditure for the previous financial year shall be passed at the Annual General Meeting.
- (c) Our accounting year shall be from 1<sup>st</sup> January to 31<sup>st</sup> December each year.

**24. PUBLIC OFFICER:**

The Management Committee shall appoint an Association member as Public Officer, whose responsibility shall be to maintain and keep a register of the members of the Management Committee showing name, address and date of election or appointment. Should the Public Officer position become vacant Management Committee will within fourteen days, appoint a new Public Officer and inform the Department of Fair Trading.

**25. DISSOLUTION:**

In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organization with similar purposes and which has rules prohibiting the distribution of its assets and income to its members.

**26. CUSTODY OF BOOKS:**

The custody of books and documents of the association are kept either in the Eastlakes U3A office at 7 Glover Street, Belmont, or by the appropriate office bearer.

**27. INSPECTION OF BOOKS:**

On request to an Office Bearer books and documents will be made available for inspection by any member, but must not be copied or removed from the viewing area.

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