

BRIGHT DISTRICT U3A INCORPORATED

(Revised August 2021)

PREAMBLE: U3A membership is generally offered to people who have retired or semi-retired from employment and/or are people usually aged 50 years and over.

1. The name of the incorporated association is Bright District U3A Inc (in these Rules called "the Association).

2. Definitions.

2.1 "Act" means the Associations Incorporation Act 1981.

"committee" means the committee of management of the Association.

"financial year" means the year ending on the 31st of December.

"general meeting" means a general meeting of members convened in accordance with rule 11.

"member" means a member of the Association.

"ordinary member of the committee" means a member of the committee who is not an officer of the Association under rule 18

"Regulations" means regulations under the Act.

"relevant documents" has the same meaning as in the Act.

2.2 In these Rules , a reference to the Secretary of an Association is a reference -

(a) if a person holds office under these Rules as Secretary of the Association -to that person, and

(b) in any other case, to the public officer of the Association.

3. Alteration of the rules

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. Membership and subscriptions.

4.1 A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the annual subscription payable under these rules.

4.2 An application of a person for membership of the Association may be made online using the Association's membership system.

4.3 As soon as practicable after the receipt of an application, the committee must determine whether to approve or reject the application.

4.4 The approval or rejection of an application for membership must be noted in the minutes of the committee meeting.

4.5 An applicant for membership becomes a member and is entitled to exercise the rights of membership upon payment of the annual subscription fee.

4.6 If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.

4.7 A right, privilege, or obligation of a person by reason of membership of the Association...

(a) is not capable of being transferred or transmitted to another person, and

(b) terminates upon the cessation of membership whether by death or resignation or otherwise.

4.8 The annual subscription is the relevant amount set out each year by the committee and is payable during January of the year in question.

5. Register of Members

A register of members is to be maintained and must include the member's:

5.1 name, address, contact number and email address

5.2 year of birth

5.3 name and address of an emergency contact person.

6. Ceasing Membership

6.1 A member may resign by notice in writing given to the Association.

6.2 A member is taken to have resigned if the member's annual subscription is more than 12 months in arrears.

7. Discipline, Suspension, and Expulsion of Members

7.1 Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution...

(a) suspend the member from membership of the Association for a specified period, or

(b) expel that member from the Association.

7.2 A resolution of the committee under sub-rule 7.1 does not take effect if the member exercises a right of appeal to the Association under this rule, unless the Association subsequently confirms the resolution in accordance with this rule.

- 7.3 A meeting of the committee to confirm or revoke a resolution passed under sub-rule 7.1 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with rule 7.4
- 7.4 For the purpose of giving notice in accordance with sub-rule 7.3, the Secretary must, as soon as practicable, cause to be given to the member a written notice...
- (a) setting out the resolution of the committee and the grounds on which it was based and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to the member, and
 - (c) stating the date, place, and time of that meeting, and
 - (d) informing the member that he or she may do one or both of the following..
 - (i) attend the meeting, or
 - (ii) give to the committee before the date of that meeting, a written statement seeking the revocation of the resolution.
 - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in a general meeting against the resolution.
- 7.5 At a meeting of the committee to confirm or revoke a resolution passed under sub-rule 7.1 the committee must..
- (a) give the member, or his or her representative, an opportunity to be heard, and
 - (b) give due consideration to any written statement submitted by the member, and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- 7.6 If at the meeting of the committee, the committee confirms the resolution, the member may not later than 48 hours after the meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in a general meeting against the resolution.
- 7.7 If the Secretary receives a notice under sub-rule 7.6, the Secretary must notify the committee, and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 7.8 At a general meeting of the Association convened under sub-rule 7.7 the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 7.9 A resolution is confirmed if, at the general meeting, not less than two-thirds of the members present vote in favour of the resolution. In any other case the resolution is revoked.
8. Disputes and Mediation
- 8.1 The grievance procedure set out in this rule applies in disputes under these Rules between
- (a) a member and another member, or
 - (b) a member and the Association.
- 8.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 8.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must within 10 days, hold a meeting in the presence of a mediator.
- 8.4 The mediator must be ..
- (a) a person chosen by agreement between the parties, or
 - (b) in the absence of agreement ..
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association, or
 - (ii) in the case of a dispute between a member and the Association, a person who is mediator appointed or employed by the Victorian Department of Justice.
- 8.5 A member of the Association can be a mediator.
- 8.6 The mediator cannot be a member who is a party to the dispute.
- 8.7 The parties must, in good faith, attempt to settle the dispute by mediation.
- 8.8 The mediator, in conducting the mediation, must..
- (a) give the parties to the mediation process every opportunity to be heard, and
 - (b) allow due consideration by all parties of any written statement submitted by any party
 - (c) and, ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 8.9 The mediator must not determine the dispute.
- 8.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at Law.
9. Annual General Meetings
- 9.1 The committee may determine the date, time, and place of the Annual General Meeting of the Association.

- 9.2 The notice convening the Annual General Meeting must specify that the meeting is an annual general meeting.
 - 9.3 The ordinary business of the Annual General Meeting shall be ...
 - (a) to confirm the minutes of the previous annual general meeting .
 - (b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year, and
 - (c) to elect officers of the Association and the ordinary members of the committee, and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
 - 9.4 The annual general meeting may conduct any special business of which notice has been Given in accordance with these Rules .
10. Special General Meetings
- 10.1 In addition to the Annual General Meeting, any other general meeting may be held in the same year.
 - 10.2 All general meetings other than the Annual General Meeting are special general meetings
 - 10.3 The committee may, whenever it thinks fit, convene a special general meeting of the Association.
 - 10.4 If, but for this sub-rule, more than 15 months would elapse between annual general meetings , the committee must convene a special general meeting before the expiration of that period.
 - 10.5 The committee must, on the request in writing of members representing not less than five per cent of the total number of members, convene a special general meeting of the Association.
 - 10.6 The request for a special general meeting must...
 - (a) state the objects of the meeting, and
 - (b) be signed by the members requesting the meeting, and
 - (c) be sent to the address of the Secretary.
 - 10.7 If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
 - 10.8 If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner as far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.
11. Notice of General Meetings
- 11.1 The Secretary of the Association, at least 14 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
 - 11.2 Notices may be sent by electronic transmission.
 - 11.3 No business other than that set out in the notice convening the meeting may be conducted at the meeting.
 - 11.4 A member intending to bring any business before a meeting may notify, in writing , or by electronic transmission , the Secretary of that business, who must include that business in the notice calling the next general meeting.
12. Quorum at General Meetings
- 12.1 No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote, is present at the time when the meeting is considering that item.
 - 12.2 Ten members personally present, entitled to vote at a General meeting, constitutes a quorum to conduct the business of a General meeting.
13. Presiding at General Meetings
- 13.1 The President , or in the Presidents absence, the Vice-president, shall preside as Chairperson at each general meeting of the Association.
 - 13.2 If the President and the Vice-president are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.
14. Adjournment of Meetings
- 14.1 The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
 - 14.2 No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

- 14.3 If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with Rule 11.4 except as provided in sub-rule 11.3, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.
15. Voting at General Meetings
- 15.1 Upon any question arising at a general meeting of the Association, a member has only one vote.
- 15.2 All votes must be given personally.
- 15.3 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 15.4 A member is not entitled to vote at a General meeting unless all moneys due and payable by the member to the Association have been paid.
16. Poll at General Meetings
- No polls will be conducted at any general meeting of this Association.
17. Manner of Determining Whether a Resolution is Carried
- If a question arising at a general meeting of the Association is determined on a show of hands, (a) a declaration by the Chairperson that a resolution has been
- (i) carried, or
 - (ii) carried unanimously, or
 - (iii) carried by a particular majority, or
 - (iv) lost, and
- (b) an entry to that effect in the minute book of the Association...
- as evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
18. Committee of Management
- 18.1 The affairs of the Association shall be managed by the committee of management.
- 18.2 The committee...
- (a) shall control and manage the business and affairs of the Association, and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association, and
 - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association. and
 - (d) has the power to develop policies as necessary.
- 18.3 The committee shall consist of ...
- (a) office bearers
 - (b) six ordinary members
- each of whom shall be elected at the Annual General Meeting of the Association in each year.
- 18.4 The committee has the authority to co-opt a member/s of the Association onto the committee to perform a specific role as required or to form a sub-committee that reports to the committee, e.g. a social committee. These co-opted members would not have voting rights on committee matters.
19. Office Holders
- 19.1 The officers of the Association shall be ...
- (a) a President,
 - (b) a Vice-President,
 - (c) a Treasurer, and
 - (d) a Secretary.
- 19.2 The provisions of Rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to any of the offices referred to in sub-rule 19.1
- 19.3 Each officer of the Association shall hold office until the next Annual meeting after the date of his or her election, but is eligible for re-election.
- 19.4 In the event of a casual vacancy in any office referred to in sub-rule 19.1, the Committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of the appointment.
20. Ordinary Members of the Committee
- 20.1 Subject to these Rules, each ordinary member of the committee shall hold office until

- the Annual General Meeting next after the date of election, but is eligible for re-election
- 20.2 In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of the appointment.
21. Election of Officers and Ordinary Committee Members
- 21.1 Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be ...
- (a) made in writing on the nomination form and signed by two members of the Association, and accompanied by the written consent of the candidate.
 - (b) delivered to the Secretary prior to the start of the Annual General Meeting.
- 21.2 A candidate may only be nominated for one office, or as an ordinary member of the Committee, prior to the Annual General Meeting.
- 21.3 If insufficient nominations are received to fill all vacancies on the committee, the Returning Officer shall declare the candidates nominated elected, and then call for any further nominations from the floor to fill the unfilled positions.
- 21.4 If the number of nominations received is equal to the number of vacancies to be filled the Returning Officer declare the candidates nominated elected.
- 21.5 If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- 21.6 The ballot for the election of Officers and Ordinary Members of the Committee must be conducted at the Annual General Meeting in such manner as the committee may direct
22. Vacancies
- The office of an officer of the Association, or an ordinary member of the committee, becomes vacant if the officer or member...
- 22.1 ceases to be a member of the Association, or
 - 22.2 becomes an insolvent under administration within the meaning of the Corporations Law, or
 - 22.3 resigns from office by notice in writing to the Secretary.
23. Meetings of the Committee
- 23.1 The committee must meet at least once a month or at least 8 times where practicable in each year.
- 23.2 Special meetings of the committee may be convened by the President or by any 4 members of the committee.
24. Notice of Committee Meetings
- 24.1 Written notice of each committee meeting must be given in writing to each member of the committee at least two business days before the date of the meeting.
- 24.2 Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.
25. Quorum for Committee Meetings
- 25.1 Any six members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- 25.2 No business may be conducted unless a quorum is present.
- 25.3 If a vacancy exists on the committee, then five members shall constitute a quorum.
- 25.4 If within half an hour of the time appointed for a meeting a quorum is not present,
- (a) in the case of a special meeting, the meeting lapses,
 - (b) in any other case, the meeting shall be adjourned to the same place and the same time and day in the following week.
26. Presiding at Committee Meetings
- At meetings of the committee, the President, or in the President's absence, the Vice-President presides. If both the President and Vice-President are absent, or unable to preside, the members present must choose one of their number to preside.
27. Voting at Committee Meetings
- 27.1 Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined by the show of hands.
- 27.2 Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting, is entitled to one vote, and in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

28. Removal of a Committee Member
 - 28.1 The Association in general meetings may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place, to hold office until the expiration of the term of the first mentioned member.
 - 28.2 A member who is the subject of a proposed resolution to in sub-rule 28.1 may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representation be provided to the members of the Association.
 - 28.3 The Secretary or President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.
29. Minutes of Meetings

The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting and each committee meeting , together with a record of the names of persons present at Committee Meetings.
30. Funds
 - 30.1 The Treasurer of the Association must..
 - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association, and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association .
 - 30.2 All payments must be signed by two members of the committee.
 - 30.3 The funds of the Association shall be derived from annual subscriptions, donations, grants and such other sources as the committee determines.
31. Seal
 - 31.1 The common seal of the Association must be kept by the Secretary.
 - 31.2 The common seal must not be affixed to any instrument except by the authority of the committee, and the affixing of the common seal must be attested by the signatures either of two members of the committee, or of one member of the committee and of The Public Officer of the Association.
32. Notice to Members

Except for the requirement in Rule 11, any notice that is required to be given to a member, by on behalf of the Association, under these Rules may be given by...

 - 32.1 delivering the notice to the member personally, or
 - 32.2 email to the member's email address shown in the register of members.
33. Winding Up

In the event of the winding up, or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.
34. Custody and Inspection of Books and Records
 - 34.1 Except as otherwise provided in these Rules, the Secretary or the Association historian, must keep in his or her custody, or under his or her control all books, documents, and securities of the Association.
 - 34.2 Any member wishing to inspect any books, documents or other records, must apply in writing to the Secretary and the committee shall decide to grant permission or not.