



**U3A Bundaberg Inc.
IA 08450**

Constitution

2012

Pursuant to section 48 of the *Associations Incorporation Act 1981*, this revised Constitution was presented to the Annual General Meeting of the association duly convened at the association's rooms, 80a Woongarra Street, Bundaberg on Tuesday 7th February 2012.

**THE CONSTITUTION (OWN RULES) OF
U3A BUNDABERG INC.
BASED ON SCHEDULES 3, 4 AND 5 OF THE
ASSOCIATIONS INCORPORATION REGULATION 1999
(UPDATED)**

THIS CONSTITUTION VARIES FROM THAT DATED 6TH SEPTEMBER 2005 IN SECTION 12
ONLY

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**THE CONSTITUTION (OWN RULES) OF
U3A¹ BUNDABERG INC.
BASED ON SCHEDULES 3, 4 AND 5 OF THE
ASSOCIATIONS INCORPORATION REGULATION 1999 (UPDATED)
VERSION DOWNLOADED 20th JANUARY 2005**

A word or expression that is not defined in this constitution, but is defined in the Queensland *Associations Incorporation Act 1981* has, if the context permits, the meaning given by the Act.²

1. Name

1. The name of the incorporated association is U3A Bundaberg Inc. (“**the association**”)

2. Objects

1. The objects of the association are:
 - a. To provide programs of learning activities which offer stimulation and development to people who are in the third stage of life.
 - b. To create an organisation wherein co-operative investigation of a topic or area of mutual interest is a major focus of activities, and experience and expertise are freely shared.
 - c. To operate this organisation in such ways that learning is pursued without reference to entry criteria, qualifications, assessment or awards and to create a climate free from discrimination according to colour, race, creed or sex.
 - d. To realise the potentials of older adults and to increase community awareness of the fact that older people retain the capacity to acquire, absorb and use information and knowledge throughout their lives.
 - e. To act with others to improve the status and position of the elderly in our community.
 - f. To exchange ideas and resources with other Universities of the Third age, both in Australia and overseas, and to encourage the extension of similar organisations in other parts of Queensland and Australia.
 - g. To do all such things as may be incidental to the attainment of the above objectives.

¹ The term *U3A* is an abbreviation of *University of the Third Age*. The *third age* refers to the life period of active retirement, which follows the *first age* of childhood and formal education and the *second age* of working life, and which precedes the *fourth age* of dependence.

² In this constitution, *the Act* refers to the Associations Incorporation Act 1981.

3. Powers

1. The association has the powers of an individual.
2. The association may, for example:
 - a. enter into contracts; and
 - b. acquire, hold, deal with and dispose of property; and
 - c. make charges for services and facilities it supplies; and
 - d. do other things necessary or convenient to be done in carrying out its affairs.
3. The association may also issue secured and unsecured notes, debentures and debenture stock for the association.

4. Classes of members

1. The membership of U3A Bundaberg Inc. shall consist of:
 - a. ordinary members,
 - b. life memberseach having rights and privileges as described hereunder.
2. Ordinary Members
 - a. Ordinary membership of U3A Bundaberg Inc. shall be available to people over the age of 40 years.
 - b. Ordinary members shall be those members who are registered directly with U3A Bundaberg Inc.
 - c. The number of ordinary members of the association is unlimited.
 - d. Ordinary members shall be entitled to participate in all classes conducted by the association.
 - e. Ordinary members who are not members of the management committee may, with the consent of the chairman, attend meetings of the management committee, but they shall not be entitled to vote. The chairman may give ordinary members permission to address a meeting of the management committee.
 - f. Ordinary members shall be entitled to attend and vote at any general and special general meeting of the association.

3. Life members
 - a. A life member shall be any ordinary member who has been elected as such at the annual general meeting of the association.
 - b. The name of the person deemed eligible to become a life member shall be submitted together with a brief history of his / her service, to a meeting of the management committee. The history of service must include 10 years' service to the association within the following areas:
 - i. tutor,
 - ii. member of the management committee,
 - iii. recognised volunteer,
 - iv. such other service to the association as the management committee considers as warranting life membership.
 - c. Should a majority of those attending and entitled to vote at the management committee so approve, the secretary will write to the nominated member informing him / her of the proposed life membership, and asking him / her to accept or to decline the nomination.
 - d. If the nominated member accepts the nomination in writing, his / her name shall be submitted to the next annual general meeting of the association.
 - e. Provided that a majority of those attending and entitled to vote at the annual general meeting so approve, the person shall be deemed to have been elected as a life member of U3A Bundaberg Inc.
 - f. Life members shall be entitled to free membership of U3A Bundaberg Inc. for life.
 - g. Life members shall be entitled to attend free of charge any function or event organised by U3A Bundaberg Inc., however,
 - i. life members shall pay any applicable class fees for any class in which they may participate.
 - h. Life members who are not members of the management committee may, with the consent of the chairman, attend meetings of the management committee, but they shall not be entitled to vote. The chairman may give life members permission to address a meeting of the management committee.
 - i. Life members shall be entitled to attend and vote at any general and special general meeting of the association.
4. Membership Cards
 - a. All members shall be issued with a membership card on receipt of the relevant membership fee.

5. Membership

1. An application for ordinary membership must be:
 - a. in writing; and
 - b. signed by the applicant; and
 - c. in the form decided by the management committee.

6. Membership fees

1. The management committee will propose the membership fee for each class of membership. The membership fee:
 - a. is the amount decided by the members from time to time at a general meeting; and
 - b. is payable in the way, the management committee decides, and
 - c. is payable by 31stJanuary in the year of membership.

7. Endorsement and rejection of ordinary members

1. The management committee must consider an application for ordinary membership at the next meeting of the committee held after it receives:
 - a. the application; and
 - b. the appropriate membership fee for the application.
2. The management committee must decide at the meeting whether to endorse or reject the application.
3. If a majority of the management committee members present at the meeting vote to endorse the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
4. If the management committee decides to reject an application for membership, the secretary of the association must, as soon as practicable after the decision, give the applicant a written notice of the decision.

8. When membership ends

1. Any member whose membership fee has not been paid by 31stJanuary is deemed to have resigned from the association. The resignation takes effect from 31st January.
2. A member may also resign from the association by giving a written notice of resignation to the secretary. The resignation takes effect on:

- a. the day and at the time the notice is received by the secretary; or
 - b. if a later day is stated in the notice - the later day.
3. The management committee may terminate a member's membership if the member:
 - a. is convicted of an indictable offence; or
 - b. does not comply with any of the provisions of these rules; or
 - c. conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
 4. Before the management committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
 5. If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

9. Appeal against rejection or termination of membership

1. A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
2. A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice from the secretary.
3. If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a special general meeting to decide the appeal (see section 23.1.c.i, and 24.4.a).
4. At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
5. Also, the management committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
6. An appeal must be decided by a vote of the members present at the meeting.
7. If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

10. Register of members

1. The management committee must ensure that a register of members is kept.
2. The register of members must include the following particulars for each member:
 - a. the full name and residential address of the member;
 - b. the date of admission as a member;
 - c. the date of death or resignation of the member;
 - d. details about the termination or reinstatement of membership;
 - e. any other particulars the management committee or the members at a general meeting decide.
3. The register must be open for inspection at all reasonable times.
4. However, before the member may inspect the register, the member must apply to the secretary to inspect it.

11. Secretary

1. The secretary must be a member of the association residing in Queensland, or in another state but not more than 65km from the Queensland border.
2. If a vacancy happens in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
3. The management committee may appoint and remove the association's secretary at any time.

12. Membership of management committee³

1. The management committee of the association consists of:
 - a. one president, and
 - b. one vice-president, and
 - c. one secretary, and
 - d. one treasurer, and
 - e. up to eight other members elected or appointed at a general meeting by the association members.
2. The four officers shall constitute the Executive of the association, and any member may only hold the same office continuously for three years with a minimum break of one year before re-election to that office, but is otherwise eligible for re-election to the committee.

³ Amended by resolution of association members on 7th February 2012

- 3 Subsection 2 will be implemented by the president standing down for at least one year in the year following adoption, with the vice-president standing down for at least one year in the second year following adoption. Beyond those dates, the provisions of subsection 2 prevail.
- 4 All members of the management committee must be members of the association
- 5 At each annual general meeting of the association, the members of the management committee must retire from office, but are eligible subject to Section 12 (2), on nomination, for re-election.

13. Electing the management committee

1. A member of the management committee may only be elected as follows:
 - a. any 2 members of the association may nominate another member (the **candidate**) to serve as a member of the management committee;
 - b. the nomination must be:
 - i. in writing; and
 - ii. signed by the candidate and the members who nominated him / her; and
 - iii. given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
 - c. each member present at the annual general meeting may vote for any number of candidates not more than the number of vacancies;
 - d. if, at the start of the meeting, there are not more candidates nominated than there are vacancies, those who are nominated shall be declared as elected.
 - e. nominations may be taken from the floor of the meeting to fill any remaining vacancies.
2. A list of the candidates' names in alphabetical order by family name, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
3. If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order by family name. (See section 26.1.g.ii)

14. Resignation or removal from office of management committee member

1. A management committee member may resign from the committee by giving written notice of resignation to the secretary.
2. The resignation takes effect on:
 - a. the day and at the time the notice is received by the secretary; or

- b. if a later day is stated in the notice - the later day.
3. A member may be removed from office at a special general meeting of the association if a majority of the members present at the meeting vote in favour of removing the member (see section 24.4.b).
4. Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
5. A member has no right of appeal against the member's removal from office under this section.

15. Vacancies on management committee

1. If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
2. The continuing members of the management committee may act despite a casual vacancy on the management committee.
3. However, if the number of committee members is less than the number fixed under these rules as a quorum of the management committee⁴, the continuing members may act only to:
 - a. increase the number of management committee members to the number required for a quorum; or
 - b. call a general meeting of the association.

16. Functions of management committee

1. Subject to these rules or a resolution of the association members carried at a general meeting, the management committee:
 - a. has the general control and management of the administration of the affairs, property and funds of the association; and
 - b. has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent.
2. The management committee may exercise the powers of the association:
 - a. to borrow, raise or secure the payment of amounts in a way the association members decide; and
 - b. to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the association's property, both present and future; and

⁴ For the number of members to form a quorum, see section 17 (Meetings of management committee.)
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- c. to purchase, redeem or pay off any securities issued; and
 - d. to borrow amounts from members and pay interest on the amounts borrowed; and
 - e. to mortgage or charge the whole or part of its property; and
 - f. to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and
 - g. to provide and pay off any securities issued; and
 - h. to invest in a way the members of the association may from time to time decide.
3. For sub-section 2.d. above, the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
- a. the financial institution for the association; or
 - b. if there is more than one financial institution for the association - the financial institution nominated by the association.

17. Meetings of management committee

- 1. Subject to subsections 2 to 16, the management committee may meet and conduct its proceedings as it considers appropriate.
- 2. The management committee must meet at least once every 2 months to exercise its functions.
- 3. The management committee must decide how a meeting is to be called.
- 4. Notice of a meeting is to be given in the way decided by the management committee.
- 5. If the secretary receives a written request signed by at least 33% of the management committee members, the secretary must call a special meeting of the committee.
- 6. A request for a special meeting must state:
 - a. why the special meeting is being called; and
 - b. the business to be conducted at the meeting.
- 7. At a management committee meeting, more than 50% of the current members of the management committee form a quorum.
- 8. A question arising at a committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the question is decided in the negative.

9. A management committee member must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.
10. The secretary must give each management committee member at least 14 days notice of a special meeting of the committee.
11. A notice of a special meeting must state:
 - a. the day, time and place of the meeting; and
 - b. the business to be conducted at the meeting.
12. The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the vice-president is to preside as chairperson at the meeting.
13. If the president and the vice-president are absent from a management committee meeting, the members may choose one of their number to preside as chairperson at the meeting.
14. If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called on the request of committee members, the meeting lapses.
15. If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called other than on the request of committee members, the meeting is to be adjourned to a day, time and place decided by the full management committee.
16. If, at the adjourned meeting mentioned in subsection 15, above, a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.
17. The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.
18. To ensure the accuracy of the minutes recorded under subsection 17, above, the minutes of each management committee meeting must be signed immediately after the meeting votes to accept them as a true and accurate record, by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.
19. The secretary must ensure the minute book for each management committee meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary for the inspection.

18. Delegation of management committee powers

1. The management committee may delegate the whole or part of its powers to a subcommittee consisting of the association members considered appropriate by the committee, provided that:

- a. at least one member of each sub-committee will be a member of the management committee.
2. A subcommittee may exercise delegated powers only in the way that the management committee decides.
3. A subcommittee may elect a chairperson of its meetings.
4. If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
5. A subcommittee may meet and adjourn as it considers appropriate.
6. A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

19. Acts not affected by defects or disqualifications

1. An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
2. Subsection 1, above, applies even if the act was performed when:
 - a. there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - b. a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

20. Resolutions of management committee without meeting

1. A written resolution signed by each member of the management committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
2. A resolution mentioned in subsection 1, above, may consist of several documents in like form, each signed by one or more members of the committee.

21. Annual general meetings

1. Each annual general meeting must be held:
 - a. at least once each year; and
 - b. within 6 months after the end of the association's previous financial year.

2. The secretary must give at least 28 days written notice of the annual general meeting to each association member.
3. The management committee may decide the way in which the notice must be given.

22. Business to be conducted at annual general meeting

1. The following business must be conducted at each annual general meeting:
 - a. presentation and approval of the minutes of the previous annual general meeting; and
 - b. receiving the president's annual report on the activities of the association since the previous annual general meeting; and
 - c. receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the association for the last financial year⁵; and
 - d. receiving the auditor's report on the financial affairs of the association for the last financial year; and
 - e. presenting the audited statement to the meeting for adoption; and
 - f. electing members of the management committee; and
 - g. appointing an auditor⁶; and
 - h. appointing a patron; and
 - i. setting the membership fee for the ensuing membership year.
(See section 6.)

23. Special general meeting

1. The secretary may call a special general meeting only by giving each member notice of the meeting within 14 days after:
 - a. being directed to call the meeting by the management committee;or

⁵ This statement must be prepared under the Associations Incorporated Act 1981, section 59 (Audit and statement).

⁶ The auditor will be a person registered as an auditor under the Corporations Act; or a member of CPA Australia or the Institute of Chartered Accountants in Australia; or a member of the National Institute of Accountants, other than an Association, who has satisfactorily completed an auditing component of a tertiary course in accountancy of at least three years duration at a university or other institution as prescribed under the Corporations Act [section 12809 (2) (a) (ii)].

- b. being given a written request signed by:
 - i. at least 33% of the members of the association presently on the management committee; or
 - ii. at least the number of ordinary members of the association equal to double the number of members of the association presently on the management committee plus 1; or
 - c. being given a written notice of an intention to appeal against the decision of the management committee:
 - i. to reject an application for membership or to terminate a person's membership of the association (section 9); or
 - ii. to remove from office a member of the management committee (section 14).
2. A request mentioned in subsection 1. b., above, must state:
- a. why the special general meeting is being called; and
 - b. the business to be conducted at the meeting.

24. Notice of general meeting⁷

1. The secretary may call a general meeting of the association.
2. The secretary must give at least 14 days notice of the meeting to each association member.
3. The management committee may decide the way in which the notice must be given.
4. However, notice of the following meetings must be given in writing:
 - a. a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the management committee (see section 9); or
 - b. a meeting called to hear and decide the appeal of a member of the management committee against his / her removal from office of management committee member (see section 14); or
 - c. a meeting called to hear and decide a proposed special resolution⁸ of the association.
5. A notice of a general meeting must state the business to be conducted at the meeting.

⁷ For the purposes of this constitution, the term general meeting includes annual general meetings and special general meetings. General meetings involve and welcome the participation of all members of the association.

⁸ For the purposes of Part 1 of the Act, a special resolution means a resolution passed by a general meeting of the association by the votes of three-quarters of those present and entitled to vote on the resolution

25. Quorum for, and adjournment of, general meeting

1. Subject to subsection 5 of this section, below, at a general meeting the number of members equal to double the number of members of the association presently on the management committee plus 1 form a quorum.
2. No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
3. If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the association, the meeting lapses.
4. If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the association, the meeting is to be adjourned to a day, time and place decided by the management committee.
5. If at an adjourned meeting, a quorum under subsection 1 of this section is not present within 30 minutes after the time fixed for the meeting, the members present form a quorum.
6. The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
7. If a meeting is adjourned under subsection 6, above, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
8. The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
9. if a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way as notice is given for an original meeting.
10. In this rule "**member**" includes a person attending as a proxy or as an attorney or other authorised representative of a member (see section 26).

26. Procedure at general meeting

1. Subject to these rules, at each general meeting:
 - a. the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the vice-president is to preside as chairperson; and
 - b. if the vice-president is absent or unwilling to act as chairperson, the members present must elect one of their number to be chairperson of the meeting; and

- c. the chairperson must conduct the meeting in a proper and orderly way; and
- d. each question, matter or resolution must be decided by a majority of votes of the members present; and
- e. each member present and entitled to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
- f. a member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting; and
- g. voting shall be by show of hands on subjects of a general nature and shall be by secret ballot when matters of a personal nature, for example:
 - i. in an appeal against rejection or termination of membership (section 9), or
 - ii. in the election of the management committee (section 13), or
 - iii. in the removal from office of a member of the management committee (section 14),are being decided; and
- h. if a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides; and
- i. the result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and
- j. the two members so appointed in section 26.h., above, shall destroy the ballot papers immediately after the ballot is declared; and
- k. a member may vote in person or by proxy or by attorney and:
 - i. on a show of hands, each person present who is a member or a representative of a member has one vote; and
 - ii. in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and
- l. an instrument appointing a proxy must be in writing; and signed by the appointor or the appointor's attorney properly authorised in writing; and
- m. a proxy may be a member of the association or another person; and
- n. the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and

- o. the instrument appointing a proxy must be in the following or like form:

U3A Bundaberg Inc.

I, of, being a member of U3A Bundaberg Inc., appoint
 of as my proxy to vote for me on my behalf at the ***annual / *special** general meeting of the association, to be held on theday of, 20 , and at any adjournment of the meeting.
 Signed this..... day of, 20

.....
 (Signature of member of U3A Bundaberg)
 ✂✂✂-----

Note:

1. Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.
2. This form is to be used to vote for **(insert name/s in shaded space below)** in the election for members of the management committee (see section 22 of this constitution).

✂✂✂-----

1. Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.
2. This form is to be used to vote *** in favour of / *against #** the resolution.
3. # All resolutions for which notice has been given will be inserted onto the form of proxy, in the space below.

*** Strike out whichever is not wanted.**

and

- p. each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
 - q. the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book; and
 - r. the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary for the inspection.
2. To ensure the accuracy of the minutes recorded under subsection 1. q., above:

- a. the minutes of each general meeting must be signed immediately after the meeting votes to accept them as a true and accurate record, by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
- b. the minutes of each annual general meeting must be signed immediately after the meeting votes to accept them as a true and accurate record, by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

27. By-laws

1. The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
 - a. the making, amendment and repeal of by-laws by the management committee will be dealt with by notice of motion.
2. A by-law may be set aside by a vote of members at a general meeting of the association.
 - a. the setting aside of a by-law by members at a general meeting of the association will be dealt with by notice of motion.

28. Alteration of rules

1. Subject to the *Associations Incorporation Act 1981*, these rules may be amended, repealed or added to by a special resolution⁹ carried at a general meeting.
2. However an amendment, repeal or addition is valid only if it is registered by the chief executive¹⁰.

29. Common seal

1. The management committee must ensure the association has a common seal.
2. The common seal must be:
 - a. kept securely by the management committee; and
 - b. used only under the authority of the management committee.

⁹ At a general meeting a special resolution must be passed to amend the rules. For the purposes of the Act, a special resolution means a resolution passed by a general meeting of the association by the votes of three-quarters of those present and entitled to vote on the resolution.

¹⁰ Currently (2012), this officer is the chief executive of the Department of Justice and Attorney-General.

3. Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by:
 - a. the secretary; or
 - b. another member of the management committee; or
 - c. someone appointed by the management committee.

30. Funds and accounts

1. The funds of the association must be kept in an account in the name of the association in a financial institution in Queensland decided by the management committee.
2. Records and accounts including:
 - a. a cash book or statement of amounts received and paid, and
 - b. a receipt book of receipt forms, and
 - c. records of the account the association keeps with its financial institution that are given to the association by the financial institution,

must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
3. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
4. Payments of \$100 or more must be made by cheque or electronic funds transfer.
5. If an amount of \$100 or more is paid by cheque, the cheque must be signed by any two of the following:
 - a. the president;
 - b. the secretary;
 - c. the treasurer;
 - d. another member authorised by the management committee for the purpose.
6. Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
7. A petty cash account must be kept on the imprest system, and
 - a. the management committee must decide the amount of petty cash to be kept in the account, and
 - b. the petty cash account must be maintained in a petty cash book.

8. All expenditure must be approved or ratified at a management committee meeting.
9. The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared:
 - a. the income and expenditure for the financial year just ended, and
 - b. the association's assets and liabilities at the close of the year, and
 - c. the mortgages, charges and securities affecting the property of the association at the close of the year.
10. The treasurer shall present the statement prepared under subsection 9, after it has been audited, to the members of the association at the annual general meeting (see section 22.1. c)¹¹.
11. The auditor must examine the statement prepared under subsection 9 and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made (see section 22.1.d,e)
12. The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers. No portion of it shall be paid or transferred directly or indirectly by way of dividend, bonus or profit to or among any of the members of the association. However, nothing in this sub-section shall prevent the good faith payment to any member of the association of:
 - a. interest on any moneys owing to that member by the association (see section 16.2.d and section 16.3); or
 - b. remuneration for services rendered to the association by that member; or
 - c. out of pocket expenses which that member has, or will, incur on association business; or
 - d. the capital on any money lent to the association by that member; or
 - e. reasonable and proper charges for any goods hired by the association from that member; or
 - f. reasonable and proper rent on premises demised or let to the association by that member.

31. Documents

1. The management committee must ensure the safe custody of books, documents, instruments of title and securities of the association, including:
 - a. a minute book, and
 - b. a register of assets, and
 - c. a register of members (see section 10).

¹¹ This statement is required to be prepared under the Associations Incorporation Act 1981, section 59 (Audit and statement).

32. Financial year

1. The financial year of the association closes on 31st December in each year.

33. Insurance

1. The management committee must ensure:
 - a. that the association takes out insurance in respect of damage to property, death and body injury occurring on the property of the association for a cover of at least that determined from time to time by the Act¹², and
 - b. that the association shall keep such insurance cover current at all times.

34. Distribution of surplus assets to another entity

1. This section applies if the association:
 - a. is wound-up under part 10 of the Act¹³, and
 - b. it has surplus assets.
2. The surplus assets must not be distributed among the association members.
3. The surplus assets must be given to another entity:
 - a. having objects similar to the association's objects; and
 - b. the rules of which prohibit the distribution of the entity's income and assets to its members.
4. In this section "**surplus assets**" has the meaning given by section 92(3)¹⁴ of the Act.

<p style="text-align: center;">End of the constitution (own rules) of U3A Bundaberg Inc.</p>

¹² Section 70 of the Act (Insurance)

¹³ Part 10 of the Act (Winding-up)

¹⁴ Section 92 of the Act (Distribution of surplus assets)