

26 July 2023

NOTICE OF SPECIAL GENERAL MEETING

Notice is hereby given that a Special General Meeting of
U3A Nunawading Inc. will be held at
10.15 am on Wednesday 16th August 2023 in
Studios 1 and 2 at the Nunawading Community Hub,
96 – 106 Springvale Road, Nunawading, 3131

(Please note that this meeting will be held at 10.15 am before the 33rd Annual General Meeting that commences at 11 am. You are welcome to attend both meetings. If you attend only the Annual General Meeting the doors will open at 10.50 am. Refer to the separate notice of Annual General Meeting).

ORDER OF BUSINESS

1. Apologies
2. Special Resolution to change the ballot procedures for electing members at an Annual General Meeting (Rule 55 of the Constitution).
3. Special Resolution to clarify how a person applies for membership and becomes a member (Rule 9 of the Constitution).
4. Special Resolution to increase the quorum of members required to declare that at a General Meeting there are sufficient members to conduct any business (Rule 37 of the Constitution).

PRE-REGISTRATION REQUIRED

If you wish to attend, you must register beforehand using our online Member Administration system via your member number log in or by filling out an orange form at the office. The code for this SGM is **23AAASM**. A separate registration is required for the Annual General Meeting.

Light refreshments will be provided after the closure of the Annual General Meeting.

EXPLANATION OF THE SPECIAL RESOLUTIONS AND PROPOSED MOTIONS TO AMEND THE CONSTITUTION

The Committee of Management propose several Special Resolutions to amend the Constitution. The current Constitution can be inspected on the U3A Nunawading website.

Rule 55 Ballot

Explanation:

Rule 55 currently states that in the event of a need to hold a ballot, a *blank piece of paper* will be handed to each member present in person for use as the ballot paper. This requires those present to write the name/s of the candidate for whom they wish to vote. In the case of an election for Committee positions, this requires writing up to 10 names on the blank piece of paper. That has the potential for problems and ambiguities. As nominations for positions need to be submitted at least 7 days before the AGM, there is plenty of time for the U3A to prepare a ballot paper that lists the names of all candidates.

Suggested amendment to Rule 55:

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Replace:

- (5) The returning officer must give a **blank piece of paper** to each member present in person.
- (6) If the ballot is for a single position, the voter **must write on the ballot paper the name of the candidate for whom they wish to vote.**
- (7) If the ballot is for more than one position—
 - (a) the voter **must write on the ballot paper the name of each candidate for whom they wish to vote;**
 - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) **Each ballot paper on which the name of a candidate has been written** counts as one vote for that candidate.

Suggested change to Rule 55:

- (5) The returning officer must give to each member present in person **a ballot paper** with the list of candidates.
- (6) If the vote is for a single position, the voter **must make a mark against the name of the candidate for whom they wish to vote.**
- (7) If the ballot is for more than one position -
 - (a) the voter **must make a mark on the ballot paper against the name of each candidate for whom they wish to vote;**
 - (b) the voter must not mark the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) **Each ballot paper on which the name of a candidate has been marked** counts as one vote for that candidate, or in the case of an election for more than one position, the ballot paper indicates a vote for each candidate whose name is marked.

Motion:

That in Rule 55 of the Constitution, the existing rules from paragraphs (5) to (9) be replaced by the suggested amended rules as detailed in the explanation in the Notice of Special General Meeting.

Rule 9 Application for membership

Explanation:

Rule 9 of the Constitution gives details on how to apply for Membership but does not explicitly say how one becomes a member. A simple change to the wording will clarify that when a person submits an application form and indicates that they agree to the terms and conditions, then they become a member automatically even though the joining fee may not have been paid at that time.

Suggested change to Rule 9:

Delete in Rule 9 (1) the words “apply to” and replace the word “apply” with “complete”.

9 Application for membership

- (1) To ~~apply to~~ become a member of the Association, a person must ~~apply~~ **complete** online or submit a printed membership form stating that the person—
 - (a) wishes to become a member of the Association; and
 - (b) supports the purposes of the Association; and
 - (c) agrees to comply with these Rules.
- (2) The application—
 - (a) must be ticked online or signed if a printed membership form, agreeing to the purposes of the Association in accordance with the Terms and Conditions; and
 - (b) may be accompanied by the joining fee (if any).

Motion:

That in Rule 9 (1) of the Constitution, where the words “apply to” appear, these are to be deleted from the Rule, and where the word “apply” appears, to be replaced by the word “complete”.

Rule 37 Quorum at general meetings**Explanation:**

The current rule specifies the quorum for a general meeting (which includes Annual General Meetings and Special General Meetings) is 5% of current membership or 20, whichever is the lesser, of the members entitled to vote. 5% of membership would be over 100 members, so a quorum of 20 seems very low. The proposal is to increase the quorum to 5% or 50:

Suggested change to Rule 37:

Replace current Rule 37, parts (1) and (2):

37 Quorum at general meetings

(1) No business may be conducted at a general meeting unless a quorum of members is present.

(2) The quorum for a general meeting is the presence (physically or as allowed under rule 36) of **5% or 20**, whichever is the lesser, of the members entitled to vote.

With

Rule 37, parts (1) and (2):

37 Quorum at general meetings

(1) No business may be conducted at a general meeting unless a quorum of members is present.

(2) The quorum for a general meeting is the presence (physically or as allowed under rule 36) of **5% or 50**, whichever is the lesser, of the members entitled to vote.

Motion:

That in Rule 37, part (2) of the Constitution, where it states the values of “5% or 20”, the values are changed to “5% or 50”.

Colin Carter
Secretary
U3A Nunawading Inc