



U3A Canberra PROCEDURE No. PROC10

General Meeting Procedures	
Publication date: 19 June 2024	Applies to: All Committee members and all members
Responsible person: President	Scheduled review date: Every three years as determined by the Committee
Approved by: Committee meeting on 13 May 2024	Authors: Paul Minogue (Honorary Legal Advisor), Tom Flynn (Secretary) and Peter Sheldrake (Committee Member)

PURPOSE

These procedures are designed to assist members to ensure that general meetings of U3A-ACT Inc. (**U3A**) are legally convened and conducted according to the *Associations Incorporation Act 1991* (**the Act**) and the association's Objects and Rules (**the Rules**).

Where there is any conflict between these procedures and the Act or the Rules, the Act and the Rules prevail.

The Rules provide for three different types of general meetings:

- Annual General Meetings held under section 69 of the Act and Rule 30(1) of the Rules.
- General Meetings convened by the Committee at other times under Rule 32(1) of the Rules.
- General Meetings requisitioned by members under Rule 32(2) of the Rules.

The Procedures set out in this document include procedures for all types of general meetings and additional procedures specific to each type of meeting.

There are three attachments to these procedures:

Attachment A: Selected support documents for general meeting procedures.

Attachment B: Nomination form for committee and office bearer vacancies.

Attachment C: Registration sheet for meetings.

PROCEDURES

Procedures - All general meetings:

Calling and notifying meetings

1. All general meetings must be convened by the Committee (Rule 32) and notice of the meetings provided to all members.
2. The Committee may authorise a general meeting to be held other than in person, eg. by electronic means of communication (Rule 32A).
3. The Secretary must ensure that members are notified of a general meeting by email or post (Rule 33(1)). Notification must include place, date and time of the meeting, the business to be considered by the meeting and the type of general meeting being called (Rule 33(3)).
4. The Secretary must indicate in the notice papers if a special resolution is to be considered.

A special resolution:

- a. is one that significantly changes something fundamental about the organisation; or
 - b. is required to change the Rules (the Act, sections 30 and 33), to appeal a resolution of the Committee, to expel or suspend a member (Rule 13), to disallow a by-law (Rule 15), to change the name of the association, to amalgamate with another association or to wind-up the association; and
 - c. must gain support from 75 per cent of the eligible members who attend and vote at the meeting to be accepted (the Act, section 70); and
 - d. if it changes the Rules must be notified to the Registrar General of the ACT within one month for it to become effective (the Act, sections 30(2) and 33(2)).
5. Fourteen (14) days' notice of a general meeting must be given to members (Rule 33 (1)) unless a special resolution is to be considered. If a general meeting is to propose a special resolution, it must be notified to members 21 days before the meeting (Rule 33 (2)).

Business

6. Only business advised to members in the notice convening a general meeting can be discussed at that meeting (Rule 33(3)).

Quorum

7. A quorum of at least 50 financial members is required for a general meeting (Rule 34(1) and (2)).
8. A person must be a registered financial member of U3A to be able to vote at a general meeting. (Rule 6(1), 6(2) and 38(4)).
9. Members are required to register their attendance at the beginning of a general meeting to enable the requirements of the rules to be met. A registration sheet is provided at **Attachment D**.
10. Members are required to present their current U3A membership card as proof of eligibility to vote when attending a general meeting.
11. If a member is unable to produce a membership card their membership will be verified against the Register of Members kept by the Membership Secretary (Rule 4(2)).
12. If a quorum is not registered after 30 minutes from the advertised start time of the meeting it will be adjourned to a week later at the same time and place (Rule 34(3)).

13. At the adjourned meeting, if a quorum of 50 is not present 30 minutes after the advertised start time, a quorum of 30 then applies (Rule 34(4)).

Presiding

14. The President, or in his/her absence, a Vice-president, presides over a general meeting. If none of these officers is available, the members present at the meeting can appoint someone to conduct the meeting (Rule 35).

Adjourning a meeting

15. A general meeting with a quorum can be adjourned with the agreement of the members attending.

16. When a meeting is adjourned for 14 days or more the Secretary is required to notify all members of the details of the adjourned meeting (Rule 36).

Taking Decisions

17. After questions and debate, business at a general meeting is decided by:

- a. a show of hands (Rule 37(1))
- b. by poll when demanded by:
 - i. the presiding officer, or
 - ii. three members present at the meeting,before, or immediately following a show of hands vote (Rule 37(1) and (2))
- c. by secret ballot:
 - i. when required by members by a show of hands (Rule 37(4)(b))
 - ii. for election of Committee members when the number of nominations exceeds the number of vacancies (Rules 18(5) and 37(4)(a))
 - iii. when determining an appeal by a member who has been expelled or suspended (Rule 13(3)(c)).

18. Voting by a show of hands includes an equivalent method determined by the Committee for members attending a general meeting other than in person (Rule 37(5)).

Casting a vote

19. Each member present at a meeting will have one vote only on each item of business (Rule 38).

20. Votes are given personally or by a proxy appointed under Rule 39, but a member can hold no more than five (5) proxies (Rule 38(2)).

21. The presiding officer may cast an additional vote in the case of a tied outcome (Rule 38(3)).

Additional procedures - Specific meetings

Additional procedures – Annual General Meeting (AGM)

22. An AGM must be held each year.

23. An AGM must be held by 31 January each year (Rule 30(1) and definition of financial year in Rule 1(1)), and will be held by 30 November whenever possible.

24. The Secretary must call for nominations for all positions for the Committee, including office bearers and remind members that nominations must be endorsed by two members, signed by the nominee and received seven (7) days before the AGM.

- a. Nominations will be submitted using the standard form at **Attachment B**.
 - b. Nominations will be advised on the U3A website. They must include the background and experience relevant to the position for which the member is nominating.
 - c. Written information supporting the nominations of all candidates will be available in hard copy at the AGM.
25. The Treasurer must prepare and present audited financial statements for the immediate past financial year (Rule 31(2)(d)).
26. Minimum business at an AGM:
- a. confirm the minutes of the last AGM and any general meeting held since the last AGM (Rule 31(2)(a));
 - b. receive committee reports on activities for the previous 12 months (rule 31(2)(b));
 - c. elect committee members and office bearers in accordance with Rule 18 (Rule 31(2)(c));
 - d. present the audited financial statements for the preceding financial year (Rule 31(2)(d));
 - e. appoint a person to audit the annual financial statements (Rule 31(2)(e); and

Additional procedures - General meeting convened by Committee

27. The Committee may convene a general meeting whenever it thinks fit (Rule 32(1)).

Additional procedures - Requisitioned General Meeting

28. A requisitioned meeting is one where the Committee has received a request for a general meeting from at least 50 members who have signed the request, stated the purpose/s of the meeting and lodged the request and any associated documents with the Secretary (Rule 32 (2) and (3)).
29. A requisitioned meeting must be called within two months of the receipt of the request (Rule 32 (4)).

RELATED DOCUMENTS

Associations Incorporation Act 1991

U3A-ACT Inc. Objects and Rules

REFERENCES

Incorporated Associations in the ACT – A Guide (ACT Government)

Incorporated Associations Practice Manual – Office of Regulatory Services (ACT Government January 2009)

Support documents to assist the smooth running of general meetings

These documents are provided as guidance for the conduct of business during a meeting. They are not specific to U3A ACT Inc. and where there is conflict difference between the two, U3A ACT Inc. Objects and Rules apply.

Simplified rules of Debate

1. All motions must be advised in the notice papers before a general meeting. No additional substantive motions can be raised from the floor of a general meeting.
2. Each motion must be moved and seconded.
3. The member moving the motion has the first right to speak to the motion
4. The seconder is then invited to speak to the motion.
5. Any member can move, before the debate commences, for a specified period of time to be allocated for questions on the motion with the Chair of the meeting to direct the questions to the appropriate persons for response (optional).
6. The period of question time can be extended by a motion to do so.
7. The Chair will indicate the end of question time and call for debate to commence on the motion.
8. Debate then occurs alternating between a call for 'speaker against the motion' and 'speaker for the motion'.
9. When the debate is exhausted, the Chair announces that the motion will be put and calls the mover to make a final statement.
10. The Chair asks the Secretary to read the final motion (including any amendments passed during the debate).
11. The vote is then put by calling for a show of hands, or other method determined by the meeting.
12. A person may move an amendment to the motion being considered at any time during the debate. An amendment is debated and voted on as it occurs using the above format and then the debate returns to the main motion.

Understanding Motions

Priority of meeting procedures protocol.

Motion	Description	Action
Call for a Quorum	Takes priority over all other business and can be raised at any time during the meeting.	Order a count of voting members present, then give your ruling. No vote required. (The association's Objects and Rules state the number of voting members required to form a quorum)
Point of Order	Has priority over all other business except a Call for a Quorum. Must state that the Standing Orders are not being followed.	Ask mover to explain the Point of Order then give your ruling and implement it if necessary. No vote is required. Never ignore a point of order, but make sure it is valid. .
Dissent from a Chairperson's ruling	Can be moved by anyone present, but must be moved immediately after the ruling has been given.	Ask mover to explain reasons for dissent. Explain your ruling. Call for a seconder. If none, suggest vote will be lost. If seconded, allow brief debate followed by vote. IF CARRIED: Reverse ruling IF LOST: Continue as before.

Motions and how to Handle Them

The Chairperson will be required to deal with two kinds of motions - Substantive and Procedural as well as Amendments to Motions.

Definition	Requirements
<p>A Substantive Motion is a formal proposal put before the meeting for the purpose of eliciting a decision. It is worded by the mover to achieve its purpose in each case, but the chairperson must ensure that the wording is clear before accepting the motion.</p> <p>Once accepted by the chairperson and seconded, a substantive motion becomes the property of the meeting.</p>	<ul style="list-style-type: none"> • Must begin " Mr/Ms chairperson, I move" • Must be clearly and unambiguously worded. • Must propose a specific course of action. • The action proposed must be within the jurisdiction of the Club. • Must be handed to the Secretary in writing.

	<ul style="list-style-type: none"> • Decide if you will accept - never accept a motion you don't understand. • Allow mover to explain. • Call for Secunder. If none, motion lapses. If seconded, seconder must speak or reserve the right. • Call for speaker against motion. If none, put motion. • Alternate speakers. For and against. (No one can Speak twice) • At the end of the debate the mover has 'A Right of Reply " but may not introduce new material. • Have the motion read and take vote. Both 'For" and "Against". (If votes are equal, the motion is lost)
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An Amendment

Once a substantive motion has been accepted by the chairperson and seconded, it becomes the "property of the meeting" and can only be altered by a formal amendment.

Definition	Requirement
<p>An amendment is a change to the detail of a motion. It must never negate the motion. Anyone can move an amendment, except the mover and seconder of the original motion, but everyone can speak to the amendment. The mover of an amendment has no right of reply</p>	<ul style="list-style-type: none"> • Decide if you will accept. • Allow mover to explain. • Call for seconder. If none amendment lapses. If seconded, seconder must speak • Call for speaker against. If none, put amendment. • Otherwise as in normal debate. Make sure discussion is focussed on the amendment and not on the original motion, and remember the mover of an amendment has no 'right of reply" • Put amendment to vote, after explaining its effect on the motion. • After vote resume discussion on motion.

Procedural Motions

These are working motions that help the processing of substantive motions through the meeting. They have fixed wording and are subject to strict conditions about who can move them and when. They are used to facilitate the business of the meeting. When dealing with them it is important to remember that, as presented, they are only motions and have no validity until a vote has been taken.

A Procedural Motion cannot be moved or seconded by anyone who has moved, seconded or spoken to the substantive motion or amendment which is "the Question before the Chair", so when confronted with a Procedural Motion, ask yourself is this person eligible to move this motion?

There are many Procedural Motions. Here are some commonly used ones:

Motion	Action	Result
"That the question be put"	Can be moved at any time during a debate, but not by anyone who has moved, seconded or spoken to the motion. No seconder required and no debate permitted. Put vote immediately.	IF CARRIED: Put vote on substantive motion, after giving mover " Right of Reply"
		IF LOST: Proceed with debate.
"That the speaker be no longer heard"	Can be moved at any time by anybody who has not spoken to the motion. If you think motion is reasonable, call for a seconder. If none, motion lapses. If seconded, allow brief debate and put vote.	IF CARRIED: Speaker can take no further part in "Question before the Chair"
		IF LOST: Debate continues.
"That the motion lie on the table"	Can be moved at any time by anyone who has not taken part in the debate, but not interrupting speaker. No seconder required and no debate permitted. Put vote immediately.	IF CARRIED: Debate ceases and motion "Lies on Table" until raised by a subsequent motion.
		IF LOST: Debate continues.
"That the motion be raised from the table"	Cannot be moved by anyone who has moved, seconded or spoken to the substantive motion. No seconder required and no debate permitted. Put vote immediately.	IF CARRIED: Debate on original motion continues from exactly where it was suspended, i.e. No one who has spoken previously can speak again.
		IF LOST: Motion remains on table.

"That Standing Orders be suspended"	When this motion is carried these rules are temporarily suspended and the meeting is dissolved into an open discussion. Decisions made during this period are not binding on the Club. If moved before the debate has begun, can be moved by anyone. If not, rules apply. Call for seconder. If seconded, put vote. No debate.	IF CARRIED: Meeting is dissolved into an "open discussion"
		IF LOST: Standing Orders continue to apply.
"That Standing Orders be resumed"	Can be moved by anyone and must be carried before the meeting can revert to normal procedure. Handle as for previous motion.	

Reference: *Towards Better Meetings* and *Take the Chair* 2000, Rostrum Club.



COMMITTEE NOMINATION FORM

Nominees are encouraged to access the *Committee Induction Procedures* and the About Us sections of the U3A-Canberra website for more information about Committee roles and responsibilities

We nominate _____
(Name of member being nominated)

to serve on the Committee during (insert year) _____

in the position of _____

Proposer _____ Membership No. _____

Secunder _____ Membership No. _____

Endorsement by nominee:

I (Print name)....., agree to the above nomination and advise that I am not disqualified from accepting a position on the committee under the provisions of the *Associations Incorporation Act 1991* as a result of

- having been convicted of offences in the promotion, formation or management of a body corporate
- having been convicted of offences involving fraud or dishonesty punishable by imprisonment of three months or more
- being bankrupt or personally insolvent or having been disqualified from managing a corporation under the provisions of the *Corporations Act 2001*.

Signature _____

Membership No. _____

Statement by Nominee

Please provide a brief statement (no more than 200 words) regarding your background and experience which is relevant to this position. This statement will be publicised to members with nominations.

NB. Nominations close on _____ and must reach the Secretary,
U3A-Canberra, Hughes Community Centre, 2 Wisdom Street, Hughes ACT 2605 by that date.
All signatories must be financial members of U3A-ACT Inc



General Meeting Attendance Register

Date of meeting:

Please Note: By placing your name on this register, you are indicating that you are a current financial member of U3A-ACT Inc. and are thereby entitled to vote at this meeting.

Tally #	FULL NAME (Please Print)	MEMBER #
1		
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