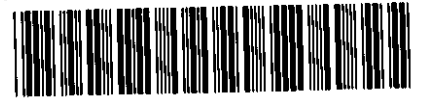


DN 1051232



\*10032257367\*

**APPLICATION FOR INCORPORATION  
OF A SOCIETY AS A BOARD**

- 1 We hereby apply for the incorporation of **U3A DUNEDIN CHARITABLE TRUST**(being a society for charitable purposes which is not yet incorporated and which does not have any incorporated trustees for its general purposes) under the provisions of the Charitable Trusts Act 1957
- 2 We make this application as the majority of the trustees for the society
- 3 It is desired that upon incorporation the name of the society should be as shown above
- 4 The registered office of the society is to be at the offices of Rodgers & Associates, Law Practice, Level 1, 504 George Street Dunedin
- 5 This application is made with the consent of the society given as follows By resolution dated
- 6 The following documents are attached to this application
  - a) Statutory Declaration
  - b) Trust Deed

DATED this 11<sup>th</sup> day of July 2000

SIGNED by  
**HONOR MARGARET ANDERSON**  
188A Queens Street Dunedin  
Retired

*Honor M Anderson*

in the presence of

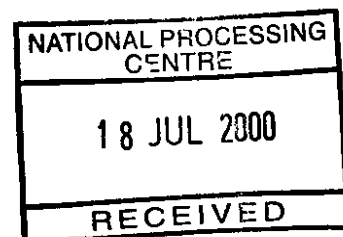
*Rodgers  
Solih  
Duned*

SIGNED by  
**STANLEY ERNEST ANDREWS**  
14 Como Street Dunedin  
Retired

*Stan E. Andrews*

in the presence of

*Rodgers  
Solih  
Duned*



SIGNED by  
**KENNETH HALKETT FRASER**  
51 Norfolk Street Dunedin

*Kenneth H. Fraser*

Retired  
in the presence of

*Shedden  
Stewart  
Dunedin*

SIGNED by  
**ANN JENNIFER LAWS**  
72 Tanner Street Dunedin  
Retired

*A. Jennifer Laws*

in the presence of

*Shedden  
Stewart  
Dunedin*

SIGNED by  
**JOHN DAVID SEAFORTH MCKENZIE**  
85A Cannington Road Dunedin  
Retired  
in the presence of

*J D S McKenzie*

SIGNED by  
**BRIAN MAGUIRE**  
1 Scoular Street Dunedin  
Retired  
in the presence of

*Brian Maguire*

*Shedden  
Stewart  
Dunedin*

SIGNED by  
**ALBERT CHARLES MOORE**  
179 Signal Hill Road Dunedin  
Retired  
in the presence of

*Al Moore*

*Shedden  
Stewart  
Dunedin*

SIGNED by  
**JOHN WHITTINGHAM NEWTON**  
179 Signal Hill Road Dunedin  
Retired  
~~in the presence of~~

SIGNED by  
**EDWARD LINTON PHELAN**  
54 Mailer Street Dunedin  
Retired  
in the presence of



*Sturges*  
*Shield*  
*Dunedin*

SIGNED by  
**JOHN GRAHAM TREVELLYAN SNEYD**  
20 Cliffs Road Dunedin  
Retired  
in the presence of



*Sturges*  
*Shield*  
*Dunedin*

SIGNED by  
**ELIZABETH MARY TIMMS**  
139 Balmacewen Road Dunedin  
Retired  
in the presence of



*Sturges*  
*Shield*  
*Dunedin*

**THE CHARITABLE TRUSTS ACT 1957**

**Declaration in support of an application for incorporation  
of Trustees as a Board**

I, **EDWARD LINTON PHELAN** of Dunedin, Retired, do solemnly and sincerely declare as follows

- 1 By a resolution passed at a meeting of the Trustees of the **U3A DUNEDIN CHARITABLE TRUST** on 11 July 2000, it was resolved that the Trustees should apply to be incorporated under the provisions of the Charitable Trusts Act 1957
- 2 In addition to the Trust Fund held on the trusts set out in the Deed of Trust dated 11 July 2000 a copy of which accompanies the Application, the Trustees hold the assets and property upon the following trusts
  - a) **HONOR MARGARET ANDERSON** as trustee in the J W Johnston and H M Amderson Family Trust
  - b) **ANN JENNIFER LAWS** as trustee in the Laws Family Trust
  - c) **KENNETH HALKETT FRASER** as trustee in the K H and J M Fraser Family Trust and the Canterbury Regimental Association
- 3 I have been authorised by the Trustees to make this declaration

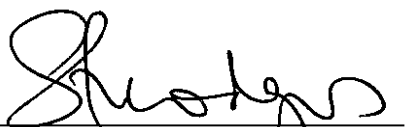
AND I MAKE this solemn declaration conscientiously believing the same to be true and by virtue of the Oaths and Declarations Act 1957

DECLARED at Dunedin

This 14 day of  
July 2000



Before me

  
A Solicitor of the High Court  
STEPHEN RODGERS

**DEED  
OF  
CHARITABLE TRUST**

**UNIVERSITY OF THE THIRD AGE  
U3A DUNEDIN CHARITABLE TRUST**

**RODGERS & ASSOCIATES  
LAW PRACTICE  
P O BOX 6200 504 GEORGE STREET  
DUNEDIN  
PH 03 474 0847  
FAX 03 477 4137  
e mail [steve@rodgerslaw.co.nz](mailto:steve@rodgerslaw.co.nz)**

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THIS DEED is made the 11<sup>th</sup> of July 2000

BETWEEN (names of trustees)

HONOR MARGARET ANDERSON, STANLEY ERNEST ANDREWS,  
KENNETH HALKETT FRASER, ANN JENNIFER LAWS, JOHN DAVID  
SEAFORTH MCKENZIE, BRIAN MAGUIRE, ALBERT CHARLES MOORE,  
~~JOHN WHITTINGHAM NEWTON~~, EDWARD LINTON PHELAN, JOHN  
GRAHAM TREVELLYAN SNEYD and ELIZABETH MARY TIMMS

- A The parties to this deed wish to establish a charitable trust ("the Trust") for the objects described in clause 3 of this deed
- B The parties have agreed to enter into this deed specifying the purposes of the Trust and providing for its control and government

**THIS DEED WITNESSES**

1 Name

The name of the Trust shall be the "U3A DUNEDIN CHARITABLE TRUST"

2 Office

The office of the Trust shall be such place in Dunedin as the Board of Trustees may determine

3 Purposes

The purposes of the trust are as follows

- (a) To foster and develop education for people who form the Third Age population of the Dunedin Region,
- (b) To organise and present educational courses alone or in conjunction with tertiary education institutions in Dunedin and elsewhere in New Zealand,
- (c) To enter into such contracts loans and other arrangements as are necessary to achieve the educational purposes herein described ,

4 All funds shall be applied for exclusively charitable purposes within New Zealand

5 Structure of the trust

The Trust shall be administered by a Board of Trustees ("the Board") who shall be accountable to and elected by members of the Trust

6 Members of the Board of Trustees

6 1 Number of board The Board shall consist of not less than four nor more than fourteen members who shall be Trustees of the Trust from time to time

6 2 Membership of board The signatories to this deed shall be the first Board and subsequently the Board shall be elected at each annual general meeting of the Trust

6 3 Retirement of board The Board shall retire at each annual general meeting, but shall be eligible for re-election at the same and subsequent meetings

6 4 Nomination to board Nomination for position on the Board shall be by way of notice of nomination in writing endorsed with the consent of the nominee and given to the Secretary not less than 14 days before the time fixed for the annual general meeting If there are insufficient nominations to fill the vacant positions on the Board, oral nominations may be received at the annual general meeting provided that no member shall be elected who has not consented to being nominated

6 5 Vacancies Subject to rule 6 1, the Board shall have the power to co-opt further members on the Board and to fill any casual vacancy on the Board until the next annual general meeting



6 6 Name of board The name of the Board shall be the "U3A Dunedin Charitable Trust Board"

7 Proceedings of the board

7 1 Meetings The Board shall meet at such times and places as it determines, and shall elect a Chair and deputy Chair from amongst its members at the Board meeting following the annual general meeting

7 2 Officer The Board shall appoint the officers of Secretary and Treasurer These officers may be combined The Secretary and Treasurer need not be members of the Board

7 3 Chair The Chair shall preside at all meetings of the Board at which she or he is present In the absence of the Chair from any meeting the deputy Chair shall preside or should the deputy Chair not be present the Chair's appointee shall preside at the meeting

7 4 Quorum At any meeting of the Board a majority of Board Members shall form a quorum, and no business shall be transacted unless a quorum is present

7 5 Voting All questions before the Board shall be decided by consensus However, where a consensus decision cannot be reached on a question, it shall, unless otherwise specified in this deed, be put as a motion to be decided by a majority of votes If the voting is tied, the motion shall be lost

7 6 Minutes The secretary shall keep minutes of all Board meetings which shall be available for inspection by Board members at reasonable times

8 Powers

8 1 General and specific powers In addition to the powers implied by the general law of New Zealand or contained in the Trustee Act 1956, the powers which the Board may exercise in order to carry out its charitable objects are as follows

- (a) to use the funds of the Trust as the Board thinks necessary or proper in payment of the costs and expenses of the Trust, including the employment of professional advisers, agents, officers and staff as appears necessary or expedient, and
- (b) to purchase, take on lease or in exchange or hire or otherwise acquire any land or personal property and any rights or privileges which the Board thinks necessary or expedient for the purpose of attaining the objects of the Trust, and to sell, exchange, bail or lease, with or without option of purchase, or in any manner dispose of any such property, rights or privileges as aforesaid, and
- (c) to carry on any business, and
- (d) to invest surplus funds in any way permitted by law for the investment of trust funds and upon such terms as the Board thinks fit, and
- (e) to borrow or raise money from time to time with or without security and upon such terms

as to priority and otherwise as the Board thinks fit, and

- (f) to do all things as may from time to time appear desirable to enable the Board to give effect to and to attain the charitable purposes of the Trust
- (g) make such regulations as it thinks fit for the day to day operation of the Trust provided that such regulations do not contravene the provisions of this deed or its charitable status

8 2 Employment Under rule 8 1(a) the Board may employ as agents officers and staff persons who are members of the Board

8 3 Trustees Indemnity Except for Fraud No Trustee shall be liable for

- (a) any loss not attributable to dishonesty of the Trustee or to the wilful commission by the Trustee of an Act known to the Trustee to be a breach of trust, or
- (b) the neglect or default of any solicitor, bank, accountant, auditor, stockbroker, investment adviser or other agent employed in good faith by the Trustee, or
- (c) any claim made against the Trustee by any beneficiary or any creditor or any other person having any claim against the Trust Fund which cannot be satisfied because of any resettlement or other distribution of any or all of the Trust Fund or
- (d) any loss resulting from any investment made by the trustees at arms length and if made in good faith

9 Income, benefit or advantage to be applied to charitable purposes

9 1 Application Any income, benefit or advantage shall be applied to the charitable purposes of the Trust

9 2 Influence No member or person associated with a member of the Trust shall derive any income, benefit or advantage from the Trust where they can materially influence the payment of the income, benefit or advantage except where that income, benefit or advantage is derived from

- (a) professional services to the Trust rendered in the course of business charged at no greater rate than current market rates or
- (b) interest on money lent at no greater rate than current market rates

10 Accounts

10 1 True and fair accounts The Board shall keep true and fair accounts of all money received and expended

10 2 Audit The Board shall as soon as practicable after the end of every financial year of the Board, cause the accounts of the Board for that financial year to be audited by a suitably qualified person appointed by the Board for that purpose and the Board shall present the audited accounts to the annual general meeting of the Trust together with an estimate of income and expenditure for the current year

10 3 Accounting Year For the purpose of this constitution, the accounting year shall be 1 January to 31 December inclusive unless altered by resolution at the Annual General Meeting

11 Power to delegate

11 1 Power to delegate The Board may from time to time appoint any committee and may delegate in writing any of its powers and duties to any such committee or to any person, and the committee or person as the case may be, may without confirmation by the Board exercise or perform the delegated powers or duties in like manner and with the same effect as the Board could itself have exercised or performed them

11 2 Delegate bound Any committee or person to whom the Board has delegated powers or duties shall be bound by the charitable terms of the trust

11 3 Delegation revocable Every such delegation shall be revocable at will, and no such delegation shall prevent the exercise of any power or the performance of any duty by the Board

11 4 Delegate need not be board member It shall not be necessary that any person who is appointed to be a member of any such committee, or to whom any such delegation is made, be a member of the Board

12 Execution of Documents

All documents shall be executed by two members of the Board being either the Chair or Secretary and one other Board Member

13 Membership of the trust

Any person who agrees with the purposes of the Trust and is of later years and no longer in full time paid employment may, subject to the Board's approval, become a member of the Trust by application in writing and upon payment of a subscription (if any), and subject to any limitation to numbers of members that the Trust may impose from time to time

14 Subscription

The Board may require members of the Trust to pay a subscription of such amount or amounts as may from time to time be fixed by resolution in general meeting

15 Resignation of members of the trust

15 1 Resignation by notice Any member of the Trust may resign membership at any time by giving to the Secretary notice in writing to that effect and such notice, unless otherwise expressed, shall take effect immediately

15 2 Resignation deemed Any member who fails to pay the annual subscription on or before the expiration of twelve months after it has become due shall be deemed to have resigned their membership

16 Expulsion of members of the trust

16 1 Notice of complaint Any person may make a complaint to the Board that the conduct of a member of the Trust is or has been injurious to the character of the Trust Every such complaint

shall be in writing and addressed to the Secretary

- 16 2 Meeting If the Board considers that there is sufficient substance in the complaint, it may invite the member complained of to attend a meeting of the Board and to offer a written or oral explanation of the member's conduct
- 16 3 Notice of meeting The Board shall give the member at least fourteen (14) days written notice of the meeting The notice shall
- (a) sufficiently inform the member of the complaint so that the member can offer an explanation of the member's conduct, and
  - (b) inform the member that, if the Board is not satisfied with the explanation, the Board may expel the member from the Trust
- 16 4 Board may expel If, in the meeting, the Board decides to expel the member from the Trust, the member shall cease to be a member of the Trust
- 16 5 Appeal A member expelled by the Board may within 14 days give written notice of appeal to the Secretary The Secretary shall then call a special general meeting to take place within 21 days of receipt of the notice of appeal If that meeting passes a resolution by a majority of 75% of members present rescinding the expulsion, the member shall be reinstated immediately For the sake of clarity the expelled member has the right to address the meeting and respond at the close of debate prior to voting but has no voting rights at that meeting
- 17 Annual general meeting
- 17 1 Time and place of meeting The annual general meeting of the Trust shall be held no earlier than 1<sup>st</sup> July nor later than 31 July in each year at such place, date and time as the Board shall determine
- 17 2 Business of meeting The annual general meeting shall carry out the following business
- (a) receive the minutes of the previous annual general meeting and of any other special general meeting held since the last annual general meeting, and
  - (b) receive the Trust's statement of accounts for the preceding year and an estimate of income and expenditure for the current year, and
  - (c) receive reports from the Board and committee and any committees set up by the Board and
  - (d) subject to rule 5, elect members of the Board, and
  - (e) fix the annual subscription (if any), and
  - (f) consider and decide any other matter of which due notice has been given may properly be

brought before the meeting

- (g) For the purposes of this sub clause due notice shall be deemed to have been given where the secretary has received written notice by the 10<sup>th</sup> June in each year

18 Special general meeting

18 1 Secretary may call meeting A special general meeting of the board shall be called by the Secretary on receipt of a request in writing for such a meeting stating the reason for having the meeting and signed by not less than ten members of the Trust

18 2 Meeting for appeal against expulsion Subject to the provisions of rule 15 a special general meeting of the Board shall be called by the Secretary for the purpose of hearing an appeal from an expelled member

18 3 Notice of meeting The prescribed notice calling a special general meeting shall state in general terms the business for which the meeting is called and at that meeting only the business so stated shall be discussed and nothing else

19 Procedure for general meeting

19 1 Definition In these rules the term "general meeting" includes both an annual general meeting and a special general meeting

19 2 Notice of meeting Fourteen days written notice of each general meeting shall be given to all members of the Trust This notice shall state that the meeting is the annual general meeting or a special general meeting as the case may be and shall specify the place, date and time at which the meeting is to be held

19 3 Quorum Ten members of the Trust present personally shall constitute a quorum for a general meeting

19 4 Chair The Chair of the board or the deputy Chair or the Chair's nominee shall chair each general meeting

19 5 Voting All questions at a general meeting shall be decided by consensus However, if a consensus decision cannot be reached on any question, it shall, subject to rule 19, be put as a motion to be decided by a majority of votes Each member shall have only one vote Voting shall be by show of hands If the voting is tied, the motion shall be lost

20 Alteration of rules

These rules may be altered, added to, rescinded or otherwise amended by a resolution passed by a two-thirds majority of members present at a general or special meeting, provided that no such amendment shall

- (a) detract from the exclusively charitable nature of the trust or result in the distribution of

its assets on winding up or dissolution for any purpose that is not exclusively charitable,  
or

(b) be made to rules 9 or 21 unless it is first approved in writing by the Department of Inland Revenue

21 Disposition of surplus assets

On the winding up of the Trust or on its dissolution by the Registrar, all surplus assets after the payment of costs, debts and liabilities shall be given to such exclusively charitable organization within New Zealand as the Board decides or, if the Board is unable to make such decision, shall be disposed of in accordance with the directions of the High Court pursuant to section 27 of the Charitable Trusts Act 1957

IN WITNESS this deed is duly executed

SIGNED by  
**HONOR MARGARET ANDERSON**  
in the presence of

*Honor M Anderson*

signature, address and

occupation of witness

*Shedden  
Sleight  
Dunedin*

SIGNED by  
**STANLEY ERNEST ANDREWS**  
in the presence of

*Stan E. Andrews*

signature, address and

occupation of witness

*Shedden  
Sleight  
Dunedin*

SIGNED by  
**KENNETH HALKETT FRASER**  
in the presence of

*Kenneth H. Fraser*

signature, address and

occupation of witness

*Shedden  
Sleight  
Dunedin*

SIGNED by  
ANN JENNIFER LAWS  
in the presence of

*A. Jennifer Laws*

signature, address and  
occupation of witness

*Stanger  
Stude  
Duned*

SIGNED by  
JOHN DAVID SEAFORTH MCKENZIE  
in the presence of

signature, address and  
occupation of witness

*Stanger  
Stude  
Duned*

*J D S McKenzie*

SIGNED by  
BRIAN MAGUIRE  
in the presence of

signature, address and  
occupation of witness

*Brian Maguire*  
*Stanger  
Stude  
Duned*

SIGNED by  
ALBERT CHARLES MOORE  
in the presence of

*A.C. Moore*

signature, address and  
occupation of witness

*Stanger  
Stude  
Duned*

~~SIGNED by  
JOHN WHITTINGHAM NEWTON  
in the presence of~~

~~signature, address and  
occupation of witness~~

SIGNED by  
**EDWARD LINTON PHELAN**  
in the presence of

*E L Phelan*

signature, address and

*Shudger  
Stein  
Dued*

occupation of witness

SIGNED by  
**JOHN GRAHAM TREVELLYAN SNEYD**  
in the presence of

*J G Sneyd*

signature, address and

*Shudger  
Stein  
Dued*

occupation of witness

SIGNED by  
**ELIZABETH MARY TIMMS**  
in the presence of

*E M Timms*

signature, address and

*Shudger  
Stein  
Dued*

occupation of witness