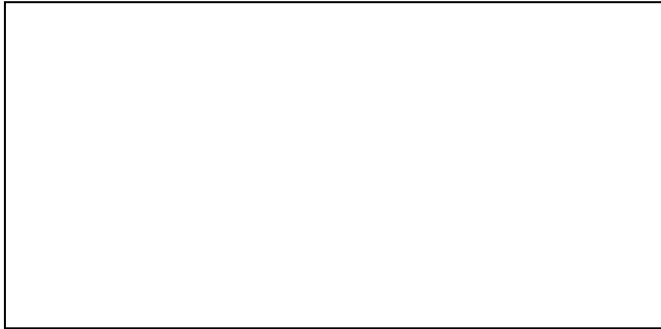




Registered Charity 288007
Registered Company 1759471
VAT Number 320 2897 18

The Third Age Trust
52 Lant Street, London, SE1 1RB

www.u3a.org.uk
info@u3a.org.uk
020 8466 6139



17 June 2019

Enclosures:

- AGM Notice, Agenda and candidate summary
- Ballot paper (if applicable)
- Candidate statements (if applicable)
- AGM 2018 draft minutes
- Direct mail charge (if applicable)
- Copy of annual return 2019 (if applicable)

We are at the time of year when planning for our conference is at the top of our minds. This year is particularly important as the conference will be providing both updates and workshop opportunities on the development plan for the Trust and our work with the movement over the next 3 years. We are really looking forward to sharing progress with you and to offer some workshop opportunities for you to get involved with the next steps. Please do go on to the conference booking site at conference.u3a.org.uk and book your place.

The conference will also give us the opportunity to talk through the progress with the Beacon upgrade and how this is shaping up and the digital opportunities for the Trust. So do join us for our next exciting instalment.

Director Elections

All elections to the Board of Directors (NEC) are carried out by postal ballot **ahead of the AGM**. This year there are no officer vacancies so you will only have a ballot paper to elect an Ordinary Director (Regional Trustees) if your U3A is in one of the following five regions/countries:

- East of England
- North East
- North West
- Northern Ireland
- Scotland

Please return your ballot paper by **Friday 9th August 2019** – this can be by post or a scanned copy by email to conference@u3a.org.uk . The results will be announced at the AGM on 29th August during the conference.

If we have not received your annual return for 2019 a copy of this will also be included as your vote **will not be counted** unless we have your declared number of members via the annual return and membership fee payment in by the closing date.

AGM Papers & Special Resolution

We have enclosed the final Notice of AGM including information about a special resolution put forward by the NEC to make a small change to the Articles. Also included is the Agenda and a copy of the draft Minutes of the 2018 AGM.

The Annual Report and Accounts will follow as soon as they are approved and printed.

Vote Registration for Voting at the AGM on resolutions

We will be asking your U3A to register its intention to vote soon via an email link to an online form. You are able to exercise your U3As vote(s) in person at the Annual General Meeting (allocated to any delegates from your U3A) or by registering that you wish to exercise your vote by proxy. Only voting delegates are allowed to speak during the AGM so you may split your votes between attending delegates if you have more than one.

Charge for the Third Age Matters Delivery

We have enclosed the charge sheet for the delivery of the magazine if applicable. We apologise for the late sending of this but we were waiting for details of the new bank account that payment **must go into**. The magazine payments now must go through Third Age Trust Trading Limited so please note the new bank details for this and the new name for any cheque payments. Many thanks.

We had received some early payments from some U3As but are returning those if they are by cheque so you can pay the correct amount to the new company.

Jazz Study Day – 17th September 2019

Mike Rance, the Jazz subject adviser, is once again organising a Jazz Study event at Cecil Sharp House in London. Please make your members aware of this and let them know to book via the events page of the website or to call us at the national office to book over the phone.

<https://www.u3a.org.uk/events/educational-events>



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Annual General Meeting 2019

Notice of AGM

Notice is hereby given that the 36th Annual General Meeting of the Third Age Trust will be held at the East Midlands Conference Centre, Nottingham University on Thursday 29th August at 11.15.

- **Ordinary Resolution 1.** To approve the minutes of the Annual General Meeting of the Third Age Trust held on 30th August 2018.
- **Ordinary Resolution 2.** To approve the statutory annual accounts of the Third Age Trust for the year 1st April 2018 to 31st March 2019.
- **Ordinary Resolution 3.** To appoint haysmacintyre as the auditors for the Third Age Trust for the financial year 1st April 2019 to 31st March 2020.
- **Special Resolution 1.**
The membership of the Third Age Trust at the Annual General Meeting on 29th August 2019 hereby resolves to change the wording of the clause 19(1) of the Articles of Association of the Third Age Trust to:-
(1) Candidates for election to the board as ordinary elected directors, must be nominated from within a region's U3A membership, in accordance with such procedures as the board may from time to time adopt. The proposed election to the board of any candidate so nominated may only be voted on by appointed representatives from U3As within the region in question. Voting will take place by way of a postal ballot or electronic ballot with the number of votes for each U3A as specified in article 17(1).

Agenda

1. To appoint Tellers for the Annual General Meeting.
2. To receive and approve the minutes of the 2018 Annual General Meeting.
3. Chairman's Report.
4. To receive and approve the Annual Report and Accounts for the year ending 31st March 2019.
5. To appoint haysmacintyre as the Auditors and to authorise the Board of Directors to set the remuneration.
6. To announce the appointment of five Regional Trustees to serve as Ordinary Directors.
7. To vote on special resolution 1 as detailed above.
8. Annual General Meeting formally closed.

Election of Directors

According to the Articles of Association of the Third Age Trust adopted at the 2018 EGM, the election of directors is by postal ballot in advance of the AGM (see clause 19). The candidates have provided a written statement (enclosed for the relevant regions) which is also available online at <https://conference.u3a.org.uk/agm>.

There are no officer elections this year.

Ordinary Directors are elected by the regions. This year, there are elections in the East of England, North East, North West, Northern Ireland and Scotland.

East of England



Jeff Carter
Rickmansworth &
District U3A

North East



Sandi Rickerby
Newcastle U3A

North West



Gillian Russell
Hoylake, West Kirby
& District U3A

Northern Ireland



Geraldine Kelly
Foyle U3A

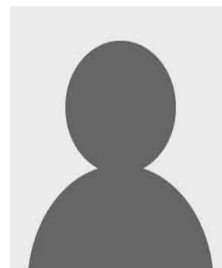


Valerie Cobain
Holywood District U3A

Scotland



Andrew Wilson
Four Border Abbeys U3A



Patricia Ann Keating
Edinburgh U3A

Third Age Trust

Annual General Meeting – 30th August 2018

East Midlands Conference Centre

Introduction

Pam Jones – Third Age Trust Chairman welcomed people to the meeting.

Tellers were appointed:

Judy Briggs – Arnold U3A

Jane Mathieson – Teesdale U3A

In total there are 1033 U3As with 2104 votes.

Region	U3As	Votes
East Midlands	112	217
East of England	140	312
London	43	103
North East	46	70
North West	99	200
Northern Ireland	24	44
Scotland	50	76
South East	193	435
South West	130	272
Wales	59	90
West Midlands	85	166
N/A	1	1
Yorkshire and the Humber	51	118
	<u>1033</u>	<u>2104</u>

214 U3As were represented at the conference.

235 U3As sent 476 votes by proxy to the Company Secretary.

152 U3As with 187 voting representatives with a total of 384 votes were present in the hall.

Approval of last AGM minutes – 31st August 2017

Vote took place in the hall to approve

431 proxy votes for approval

41 abstentions

Approval of the EGM minutes – 21st March 2018

Vote took place in the hall to approve

426 proxy votes

46 abstentions

The Chairman's report

Pam opened her address by saying that the last 3 years have flown and at the end of her Chairmanship she has many Thank Yous to make. It has been an extraordinary experience for her since joining her local U3A 20 years ago which she joined to do something different and to meet new people. Her involvement has taken her to Japan, all over the UK including the the Isles of Scilly, Man and Guernsey, to the national Eistedfodd, to Parliament and to meet other U3As throughout the world and those who wish to set them up. Francois Vellas, the son of Pierre Vellas who started the movement recently visited London and it was very interesting to hear about the different way that they run their organisation. She also met with the President of U3A Australia online and agreed to develop access to their very useful online resources. Pam has been amazed at the reception that she has had when visiting U3As, networks and meetings of all sorts. Pam has attended scores of NEC meetings and its offshoot committees during her 7 years as a Trustee and has learnt a lot about the organisation and its activities and its people. The end result of this this is that she is more passionate about the organisation and what it brings to people's lives than ever and wants those who could benefit from joining to learn about the organisation. Pam also wants the outside world to know about the Movement and part played in the lives of older people.

So what has been accomplished this year? The Trustees give many hours to the organisation as do many of those in the audience and an example of this was the team of volunteers who attended the 8 days of National Eistedfodd of Wales. Utter dedication is what all our Trustees, volunteers and staff at National Office give to this organisation. On starting in her role Pam wanted to try to dispel the theme of it being a top down organisation. The best way was to consult the members more often. Examples have included the consultation on the future, the Trust constitution, the object clause resulting in the EGM in Birmingham, setting up the Network Link and by inviting members onto NEC committees.

It's been a tough year. This year the EGM was held in Birmingham in March to approve a new constitution for the Trust, the Memorandum and Articles of Association were combined and the constitution updated. This created a huge amount of work. The object clause setting out the new charitable objectives was updated creating a lot of work for U3As and this was followed by several legal requirements for U3As to observe, with the main being the General Data Protection Regulation. The office took "Keeping it Legal" workshops out to 450 U3As. This was seen by some as a top down initiative however we have a duty to inform our membership. The Trust is advising and supporting in these matters, not imposing these on you. Via the Governance Committee and the NEC policies were approved on safeguarding, equality and diversity, an updated role of honour policy, updated paid tutors policy, developed the policy on grants offered for U3As and updated the Trust's risk register.

Much time has been spent on our risk register. One major risk was a lack of a long-term strategic plan for the Trust. A working party was set up to steer this work and today you will have an opportunity to hear the progress of the development plan so far. All the policies go through a process before going for approval which requires them to go through the Governance Committee before going to the NEC, this can involve several changes. More and more information will go onto the website for U3As to download according to their needs but there are certain papers that have to go in hard copy.

There are currently 8 NEC committees: Finance, Governance, Standing Committee for Education, Development Sub Committee, Research, International, Information Communication Technology and U3A Plus. We constantly review the Committees and the needs of the organisation and these will be moulded according to the developments in the Development Plan. Our charitable purpose is education and the work of the Committees is related to this and that will not change. Sixteen

national learning events were organised at places like the National Gallery and the Royal Institution with over 2600 attendees. Three national Summer Schools were organised in 2017 with all courses led by volunteer tutors. This year we have reverted to two. Much of this work is led by Julie Travers who deserves a special thank you as do her very able assistants.

Sources online has been launched as a platform for Subject Advisers, Research Ambassadors and Shared Learning Project Coordinators to share online learning resources for their groups. The hard copy Sources will continue until Feb 2019 and then the educational aspect will be moved to Third Age Matters. A national monthly newsletter has been launched to inform members about what is happening. It requires members to sign up and Pam requested that people do so as it was created to better inform members. Following the consultation, Ian McCannah (current Vice Chair) thought there was increasing interest in networks which were becoming an integral and active resource for U3As so he set up Network Link, a forum to provide networks and clusters with a voice. Following a review of the resources used by members, the Resource Centre will be changing and undergoing a 6 month transition. It will become a resource hub based on recommendations from members, providing MOOCs, downloads, TED talks as well as the traditional DVDS, books and recordings and research undertaken by U3A members. The Resource Centre had a large number of DVDs but a relatively small percentage was used. Bookings for these will remain available. The Trust wishes to thank all those who gave their time, effort and enthusiasm to the Centre. The Trust is looking at how all of this can be brought together into one online platform to provide an educational resource for the members. Work has begun on this and will be progressed in the near future although it is a very costly project and will require sizeable financial resources. Thanks to Francis Beckett for his dedication to Third Age Matters whose readership is the envy of many editors. Also thanks to the editorial board. The magazine will undergo a refresher next year based on membership feedback.

Some interesting contacts have been made this year including Dr Lynne Corner and Kerensa Jenkins. Lynne is the Director of Voice based at the National Innovation Centre for Ageing at Newcastle University. Kerensa is the Director of the Office for HRH the Duke of York and is Project Director for IDEA the Duke of York's Digital Enterprise Awards Scheme. A pilot was set up to test the scheme. Both Voice and Idea have run workshops at the conference. The Trust has supported Research Ambassadors to run prestigious projects with Universities including the Citizen 800 project with the Royal University of Holloway in London and the Hearth Tax project. The Trust has also supported Shared Learning Project Coordinators to develop local projects. Many institutions have appreciated the many and varied skills offered by their U3A partners. On the practical side, U3APlus has been developed to ensure access to informal learning for everyone regardless of impairment or disability. Several members of the committee have disabilities themselves so are able to offer practical solutions. The U3APlus website offers advice based on experience to make it possible for those members to take an active part in the life of their U3A. Whilst the number of new U3As has decreased over the last few years, member numbers continue to rise. A Working Group has been looking at the gaps in the country to see where it might be possible to seed new U3As and this information will be provided to Regional Trustees. Some U3As are finding it difficult to recruit members to serve on their committees and need strategies to mitigate this problem. To this end an army of volunteers are being developed to work alongside committees, to support with new U3As, troubleshooting and to deliver workshops. International links continue to be forged and several members went to the AIUTA Conference in Barcelona this year where Melanie Nash of Leicestershire U3A presented a paper on the delivery of education within U3As. Members were asked to submit papers and Melanie's was chosen to deliver to the conference. China continues to be interested in both the French and the UK systems. We've had discussions on how to set up the U3A in the United States. Also with an academic from Hungary who was amazed by what our members achieve. There is enormous interest in U3A UK.

We are a volunteer organisation and have thrived due to the hard work and dedication given to the organisation by our volunteers. The Trust will commence work towards the Investing in Volunteers accreditation which is a quality mark that will demonstrate that good practice is being achieved within the Movement. To all of the volunteers I want to extend my heartfelt thanks for making this organisation what it is and what it stands for. Please keep on doing it and encourage others to join you.

Another project that engages the NEC is Beacon. It is an incredibly successful project created by members with over 200 U3As on it and more waiting to go on. It has answered the needs of many U3As. Assisting with migration has been a team of volunteers but the workload is unsustainable for the lead volunteers. A review of Beacon is taking place and a staff member has been appointed to deal with the technical support aspect.

The finance report is available and the Trust applies due diligence to getting the finances right. New auditors, haysmacIntyre have been appointed. As well as assisting with finance they are assisting with cyber security and have recommended the establishment of an audit committee. John Ellison has been Treasurer for over 6 years. Pam described him as an astute man and Pam thanked John for everything he has done for the Trust. Pam has been working with Sam Mauger and Liz Drury the Communications Officer to consider what steps can be taken to raise the profile of the Movement. Not easy to do and perhaps the best way is for local U3As and networks to inform their local media about activities and achievements. Pam spoke to her MP who suggested a reception in the Palace of Westminster. Sam Mauger organised research into the impact of the U3A. This included a literature review to look at the beneficial impact of lifelong learning on ageing well. Local focus groups were set up for members to feedback their own experiences and the findings were collated into an impact report – Learning not Lonely. The report was launched in the Houses of Parliament on the 19th July 2018. The report has been sent to all MPs, education providers and charities and interest is growing with invitations to various meetings. The report is being shared across all platforms. Pam thanked everyone for their support, the staff at National Office, the NEC and Ian McCannah who has worked closely alongside her. Pam hopes that she has served the Movement well and will continue to be an Ambassador for the U3A.

Pam addressed the issue of the name. She feels it is important to be positive rather than negative about the name. Eric Midwinter sees no need for a change and Pam feels it would be an insult to him to attempt to change. There are also legal and technical reasons that would impact, it would be very costly and it would be members' money that would be spent on a costly exercise. Focus on the positive tell people we have 1033 U3As and 424 314 members. Encourage people to learn, laugh and live with us and see the difference it makes.

Treasurer's Report – John Ellison

Thanked Pam for her introduction

John wanted to pick out key issues from the financial report and the green paper provided to AGM attendees. Close to being a £3m a year organisation – predicted to exceed this in the coming financial year. Three things occupy this:

Membership subscriptions - £1.42m
Third Age Matters £1.04m
All other income £0.39m

The membership continues to grow the Trust has had an average of 20 000 new membership subscriptions each year over the past 3 years.

Reserves

This year the Trust has undertaken an assessment on what our reserves ought to be which is a duty on all charities. The way this was approached was to consider a bad eventuality such as loss in the faith of the Trust and what would be required to shut things down if necessary. Two Trustees undertook the exercise and as a result of this it was agreed that the reserves that should be held should be between 4-6 months. The reserves in 17/18 have decreased by £57 000 resulting in reserves of just over 5 months. If the budget is accurate for year ahead but it could be as low as 4 months.

Expenditure

Expenditure is in the financial report. This shows a deficit of £60 000 which is being predicted which is 2% deficit. Our accuracy is also shown to be around 6%. For the last 6 years the expenditure has been under that predicted and this year is the first time that it has been over. In respect of expenditure, key expenditure items include the magazines, staff and back office support costs and digital costs which are necessary particularly when considering new members.

Magazines

The magazines take up is growing but currently all of the income does not cover the costs. The more members who take TAM the greater the loss which is a shame. It is hoped that the changes mentioned by Pam will change this. Current costs are:

TAM and Sources

Income - £1,041k

Costs - £1712k

The Trust values its print material and we believe that it will be a key tool for communicating between members. Many members value both print and digital communication. External soundings were made as to the value placed on TAM. We were advised that it has a bright future despite the advance of digital media. To avoid continuing to publish two magazines which requires a contribution from the Trust changes will be made.

From April 2019

1. TAM will continue
2. Sources will migrate into a special section of TAM
3. The number of pages of TAM will not change

In 2019/20 the subsidy required by the magazines should reduce significantly.

Staff Costs

Staff costs are an important area of expenditure which is true for pretty much every organisation particularly those involved in delivering services. All charities are under scrutiny. This has required an emphasis on workshops on relevant topics and the skills within the office have had to be enhanced.

Beacon

The funding for Beacon was approved about 2 years ago. The aim was that there would be a 50p per member per year charge. As it was going to cost us more than a short terms contribution from the Trust was required. Over a lengthy period we would aim to make Beacon cost neutral. We had no idea how successful Beacon was going to be. Thanks to the originator John Franklin and those who

took on his mantle who have had an overload of work. There have been no security breaches to date. It is a significant project and a quarter of our U3As are using it.

Site Builder has historically done well. Needs to be kept under review. 550s U3As using sitebuilder. With the **Trust Website** it is worth highlighting that this will require a substantial redesign.

There will be no increase to the existing subscription of £3.50 in April 2019.

John expressed his thanks to everybody. The volunteers at network, U3A and regional level are 99% of the organisation's resources. Thank all the current officers and the Trustees both those here now and the previous ones who were involved during his 8.7 years both as Regional Trustee and Treasurer.

Questions from the floor

Jeff Dawe – Wearside U3A

His query was regarding the report stating that there will be a review of the Resource Centre. Why has there been such a sudden movement with the Resource Centre including dismissal of staff?

John explained that the decision regarding the Resource Centre staff was taken after the Trust Annual Report was published which is why it doesn't appear within the report.

Ruth Dove – Wearside U3A

Why has the number of merchandise products on sale being reduced when it is raising good revenue?

John explained that the profit from merchandise is 'pretty notional' as there are staff costs associated with running the shop. He has tried to assess this previously as it probably about cost neutral.

Ruth Dove – Wearside U3A

Could there be a more advantageous advertising strategy for TAM to increase the income?

John asked for suggestions as to what this could look like.

John asked for the annual report to be accepted by those in the hall.

John asked for haysmacIntyre to be reappointed for a second year.

Elections

Pam announced the appointment of a new Chairman, Vice Chairman and Treasurer.

The new Chairman is Ian McCannah with 514 votes

Hilary Jones is the Vice Chairman with 519 votes

In the election for Treasurer, Graham Clark had 188 votes and Richard Teare had 460 votes – Richard is the new Treasurer

The appointment of three Regional Trustees to serve as ordinary Directors. The Regions were:

East Midlands

Wales

Northern Ireland

For the first time there has been an opportunity for Directors to be appointed for another year and possibly another year.

Rose Marie Bradley has been re-elected in Northern Ireland with 6 votes.

Wales the election was between Carol Loughlin with 16 votes and Chris Winner with 24 votes so Christine is the new Trustee for Wales

The election in the East Midlands – Bill Rayner had 32 votes, Jane Pavier had 39 votes and Jean Hogg had 45 votes so Jean Hogg is the new East Midlands Trustee.

The Chairman formally closed the meeting.