

# U3A PATCHAM CONSTITUTION

## CONSTITUTION FOR THE UNIVERSITY OF THE THIRD AGE PATCHAM

**THIS CONSTITUTION WAS ADOPTED BY THE MEMBERSHIP AT THE AGM HELD ON 18<sup>TH</sup> NOVEMBER 2019.**

**I certify that this is a true copy.**

**Signed :**

**( Chairman of the meeting )**

**Date of Certification:**

### **PART 1**

#### **1. NAME**

The name of the charity is **University of the Third Age Patcham**  
Hereinafter referred to as "The U3A "

#### **2. PROPERTY AND ASSETS.**

Subject to the matters set out below, The U3A and its property and other assets shall be administered and managed in accordance with the constitution, by the members of the Executive Committee.

#### **3. OBJECT**

The charitable purposes of The U3A are:

The advancement of education and, in particular the education of older people and those retired from full time work, by all means, including associated activities conducive to learning and personal development in the area of Patcham and its surrounding localities.

#### **4. POWERS.**

In furtherance of the charitable purposes but not otherwise, the Executive Committee may exercise the following powers to:

- a. raise funds and to invite and receive contributions for The U3A by any lawful means provided that in doing so any applicable requirements of the law shall be met.
- b. receive donations, gifts, endowments, sponsorship, grants, legacies and subscriptions from persons desiring to support The U3A and its purposes and to hold and apply any funds so acquired for the charitable purposes.

- c. buy, take on lease or in exchange or otherwise acquire, hold and make use of any property real or personal.
- d. sell, lease or otherwise dispose of any part of the property of The U3A, subject to any consents required by law.
- e. co-operate with other charities, voluntary bodies and statutory authorities.
- f. support any charitable organisations with regard to the pursuit of the U3A's charitable purposes.
- g. appoint and constitute such advisory committees as the Executive Committee may think fit.
- h. organise, promote and participate in educational events courses and conferences.
- i. associate and collaborate with other U3As and groupings of U3As such as such as regional association and networks.

## **PART 2**

### **5. MEMBERSHIP**

- a. Membership of THE U3A shall be open to individuals who are in their Third Age and are interested in participating in and furthering the work of the U3A, provided that they agree to abide by this constitution and any membership conditions properly imposed by the Executive Committee and to pay the annual subscription as determined by the Executive Committee and approved by the membership at the AGM.
- b. Every individual shall have one vote.
- c. Members are bound by and shall observe any membership conditions and any disciplinary code of The U3A.
- d. The Executive Committee may terminate the membership of any individual if annual membership or other fees are unpaid two months after the due date, or by way of expulsion at the end of a disciplinary procedure for breach of any membership condition or for breach of any disciplinary code of The U3A..

### **6 EXECUTIVE COMMITTEE AND OFFICERS**

- a. The Management of the U3A shall be vested in an Executive Committee, which shall be the governing body of the U3A and its board of trustees for the purpose of charity law. The Executive Committee shall be responsible for the strategy and policies of the U3A, may exercise all the powers of the U3A and shall deal with the administration, management and control of the affairs and property of The U3A.

b. There must be at least 5 and not more than 10 U3A members appointed to the Executive Committee. Members belonging to more than one U3A can only be an Executive member of one.

c. Officers are the Chairman, Vice Chairman, Treasurer and Secretary.

These officers are also members of the Executive. A person may only serve on the Committee for a maximum period of 9 years. The nine years may be served in a non-officer capacity or as a mixture of officer roles and committee service.

d. Officers shall be elected at the AGM for a period of three years with a maximum of two terms but may serve again after a one year break. This may be spent as a non-officer of the committee.

e. Nomination of any candidate for appointment at the AGM should normally be made in writing by a Proposer and Seconder. ( these should not be members of the Committee ) and sent to the secretary 21 days before the AGM. Should nominations exceed vacancies, the decision about appointments shall be decided by ballot. However if there are insufficient candidates, the Chairman may as a last resort, appeal for any willing member present to stand.

f. The Executive may in addition appoint not more than two co-opted members of the Executive who have full voting rights and hold office until the next AGM

## **7. CESSATION OF OFFICE.**

A member of the Executive shall cease to hold office if he or she:

a. is disqualified from acting as a member of the Executive by virtue of the charity law.

b. becomes incapable of fulfilling the duties of office by reason of illness.

c. is absent from 3 consecutive committee meetings.

d. is removed by resolution of the Executive for significant misconduct under the Trustee Code of Conduct which may only be passed after the completion of the disciplinary procedure set out in that code.

e. notifies in writing a wish to resign or ceases to be a member or becomes an officer of another U3A.

## **8. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE**

a. The Executive shall hold at least 4 meetings each year.

b. Additional meetings may be called at any time by the Secretary on behalf of the Chairman or by any two members of the Executive upon not less than seven days' notice being given to the other members of the Executive.

- c. The Chairman shall chair the meetings and in his absence, the Vice-Chairman shall take over.
- d. There shall be a quorum when at least half of the number of members of the Executive Committee are present.
- e. Every decision shall be determined by a majority of votes of the members of the Executive present and voting on the proposal. The Chairman does not have a casting vote, so in the case of equality of votes, the motion is lost.
- f. The Executive shall ensure that minutes are taken at all of its meetings. All Minutes shall be approved and signed. And are available for inspection should a member request it.
- g. The Executive Committee may appoint sub-committees, including at least one member from the Executive for the purpose of performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken by a sub committee. All proceedings of any sub-committee should be reported to the Executive.
- h. No Executive member shall be chargeable or responsible for loss caused by an act done or omitted to be done by him or by reason of any mistake or omission made in good faith.

## **9. FINANCE**

- a. The financial year must be in accordance with applicable charity law requirements. and ends on August 31<sup>st</sup>.
- b. The funds of the U3A shall be paid into such accounts as the Executive Committee may open in the name of the U3A. Only members of the Executive Committee, authorised by the Executive to do so, may arrange and authorise any transactions of any of the U3As accounts. Dual authorisation shall normally be required for all transactions.
- c. The Executive Committee shall determine the financial controls and procedures to be followed by the U3A, including but not limited to, controls and procedures in relation to accounts and transactions on them.
- d. The funds belonging to the U3A shall be applied only in furthering the charitable purposes.
- e. No funds shall be transferred in any way to Executive Committee members provided that nothing herein shall prevent the payment in good faith of reasonable and proper out of pocket expenses incurred by a member of the Executive Committee in the discharge of his duties for the U3A.
- f. All proper costs, charges and expenses incidental to the management of the U3A and membership subscriptions in respect of the Third Age Trust may be defrayed from the funds of the U3A.

**10. PROPERTY**

All property of and held on behalf of the U3A shall be applied in accordance with charity law.

**11. ACCOUNTING AND REPORTING**

The Executive Committee shall comply with its obligations under charity law with regard to:

- a. the keeping of accounting records for The U3A
- b. the preparation of annual statements of accounts and a trustees' report for The U3A.
- c. the making of a charity annual return to the Charity Commission when applicable.
- d. the transmission of the statement of accounts and trustees' report of The U3A to the Charity Commission when applicable.

**12. ANNUAL GENERAL MEETING**

- a. There should be an Annual General Meeting of the U3A.
- b. Every Annual General Meeting shall be called by the Executive. This formal notice shall give at least 21 days' notice of the AGM to all members. The notice will set out the business of the meeting, including any resolutions to be proposed and shall provide information about proposals for the election of Officers and Non Officer members of the Executive Committee to be made at that meeting. All members of the U3A are entitled to attend and vote at the meeting.
- c. The Executive Committee shall present the Trustees' report and annual accounts of the U3A for the preceding year.
- d. Any proposals to amend the Constitution subject. to clause 15 shall be considered at the AGM as shall any other business as set out in the notice.

**13. SPECIAL GENERAL MEETING**

The Executive may call a Special General Meeting of the U3A at any time and if 15% of the members request such a meeting in writing stating the business to be considered, the Secretary shall call a meeting. At least 21 days notice shall be given .

**14. NOTICES, COMMUNICATIONS AND PROCEDURE**

- a. Notices of meetings and other communications from The U3A to a member will be by electronic communication if the member has provided an electronic address. It is the responsibility of the member to notify the U3A of any changes of address, either email or postal..

- b. Accidental omission to give notice to any member of the AGM shall not invalidate the proceedings.
- c. The secretary shall keep a full record of proceedings at the AGM.
- d. There shall be a quorum when at least 20% of the number of members are present.
- e. If within half an hour from the appointed time for the meeting, a quorum is not present, the meeting shall be dissolved. In any other case it shall be adjourned to another day and time as the Executive Committee may direct provided 21 days' notice is given to all members. If at the adjourned meeting a quorum is not present within half an hour of the appointed time, the members present shall be a quorum.
- f. The Chairman shall be the Chair of any General meeting at which he is present but does not have a casting vote in addition to his own and the motion will be lost.

## **15. ALTERATIONS TO THE CONSTITUTION**

- a. Subject to the following provisions of this clause, the Constitution may be altered in any way by a resolution passed by no less than two thirds of the members present and voting at a General Meeting. The notice of the AGM must include notice of the resolution.
- b. No amendment may be made to Clause 1 (the name) Clause 3 ( the charitable purposes ) or Clause 16 ( the Dissolution ) without the Charity Commission's permission.
- c. No amendment may be made which would have the effect of making The U3A cease to be a charity.
- d. The Executive Committee shall ensure that a copy of any amendment made under this clause is sent to The Third Age Trust and to the Charity Commission.

## **16. DISSOLUTION**

If the Executive Committee decides that it is necessary or advisable to dissolve The U3A it shall call a Special General Meeting of all members of The U3A giving 21 days' notice. If the proposal is confirmed by a two thirds majority of those present, The Executive Committee shall have the power to realise any assets held by or on behalf of The U3A. Any assets remaining shall be given or transferred to a local charity that has charitable purposes similar to those of The U3A or to the Third Age Trust.

A copy of the statement of accounts and relevant reports must be sent to the Charity Commission.

Dated: 9<sup>th</sup> October 2019

