

Constitution Analysis

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Comparison of Model (Feb 2021) and Current (Feb 2015) Constitutions

<u>Model clause</u>	<u>Topic</u>	<u>Current clause</u>	<u>Comment</u>
Part 1 - can only be changed by a 2/3rds majority of members present			
1	Adoption of the constitution	Title & 2	OK
2	Name	1	OK
3	Object	3	OK Model specifies area (of St Ives)
4	Application of income and property	9 & 10(i)	Model is better
5	Benefits and payments to charity trustees and connected persons	-	Model clarifies
6	Dissolution	17	Model is better
7	Amendment of constitution	16	Model is better
Part 2 - only requires a simple majority to make changes			
8	Membership	5(i)	Model clarifies, allows refusal (after asking TAT)
9	Termination of membership	5(iii)	Model clarifies
10	General meetings	13	Model is more flexible (no month specified, can be hybrid)
10(4-6)	Special General meetings	14	Model clarifies
11	Notice	13(ii)	Model clarifies
12	Quorum	15(ii-iii)	Model is 10% - we can choose (Current is 20%). In Model, notice for reconvening is 7 days (Current is 21)
13	Chair	15(iv)	Model clarifies
14	Adjournments	-	Model clarifies (Current has nothing)
15	Votes	5(ii) 13(ii)	Model allows proxies, electronic
16	Officers and trustees	2,6	Model clarifies (Current never mentions Trustees, but they are implied by charity law). Model allows 5-12 (+3 co-opted (Current 5-12 + 2 co-opted).
16(7-8)	.. Length of service	7(iii)	Model limits service to blocks of 3 years, and a maximum of 9 years in total – with NO allowance for continuing** (Current is less specific)
17	Appointment of trustees	7, 13(vi)	Model clarifies. Model expects formal nomination & seconding , Current expects written nomination 14 days before AGM, Model 7 days. Model deliberately makes no provision for lack of nominations*
18	Powers of trustees	4	Model is better
19	Disqualification and removal of trustees	6(vii)	Model clarifies
20	Proceedings of trustees	8	Model clarifies, allows electronic meetings , quorum is 2/3 (Current 1/3)

<u>Model clause</u>	<u>Topic</u>	<u>Current clause</u>	<u>Comment</u>
21	Conflicts of interests and conflicts of loyalties	-	Model clarifies (Current has nothing)
22	Saving provisions	-	Model clarifies (Current has nothing)
23	Delegation	-	Model clarifies (Current has nothing)
24	Irregularities in proceedings	-	Model clarifies (Current has nothing)
25	Minutes	8(vi)	Model clarifies
26	Accounts, Annual Report, Annual Return	11 & 12	Model is similar to Current
27	Registered particulars	-	Model clarifies (Current has nothing)
28	Property	10	Model clarifies
29	Repair and insurance	-	Model clarifies (Current has nothing)
30	Notices	-	Model clarifies, allows electronic
31	Rules	8(vii)	Model clarifies
32	Disputes	-	Model clarifies (Current has nothing)
33	Interpretation	-	Model clarifies (Current has nothing)
34	Validation until first annual general meeting	-	As an existing u3a we will delete this clause

General observations

<u>Model</u>	<u>Current</u>	<u>Comment</u>
Uses "the charity"	Uses "the U3A"	Model better
Has Notes for guidance	No Notes	Model is helpful
Committee are called "the trustees"	The committee just has members	Makes trusteeship more visible

Note the Model says "All trustees need to complete a trustee eligibility declaration form which is available on the Charity Commission website" – **this probably applies to us now anyway** but does it happen?

*It is not recommended but we could include a sentence in our constitution clause 16(8) "If insufficient nominations are received to fill the vacancies for Officers and/or Committee members, a majority decision can be taken by The Committee to ask the retiring officer(s)/member(s) to remain in post until the next AGM for a maximum of 1 year." (NB This is a decision for the Committee to take - not the AGM)

The FAQs say that Committees could table a resolution to extend for another year (until the next AGM), then send it to u3a Office for approval. It needs to go to an AGM (to members) to approve the extension. The 3-year limit is there deliberately and is governed by good practice.

The Model constitution includes the provision for a trustee to move to another role on the committee without a 1 year interval subject to the overall maximum term. (This means that eg the Treasurer can continue after 3 years as a non-officer Committee Member without a break, or a non-officer Committee Member can continue after 3 years as the Secretary without a break. **But no officer can continue in their role after 3 years without a break, and no non-officer Committee Member can continue as non-officer Committee Member after 3 years without a break.)