

**CONSTITUTION OF THE POCKLINGTON & DISTRICT UNIVERSITY OF THE THIRD AGE (U3A)**  
**A MEMBER OF THE THIRD AGE TRUST AS AN UNINCORPORATED ASSOCIATION**  
**FORMALLY ADOPTED ON 18<sup>TH</sup> MARCH 2005**  
**REVISED APRIL 2009, APRIL 2012, APRIL 2014, APRIL 2016 and this issue REVISED APRIL 2018**

**1. NAME**

The name of the charity is the Pocklington and District U3A hereafter referred to as 'The U3A'.

**2. OBJECTS**

The Objects of The U3A are:

- (i) The advancement of education and, in particular, the education of older people and those who are retired from full-time work, by all means, including associated activities conducive to learning and personal development

**3. ADMINISTRATION**

The U3A, its property and other assets shall be administered and managed, in accordance with this constitution, by the members of the elected Executive Committee, herein referred to as 'The Committee', constituted by clause 6 of this constitution. The Committee shall be the board of trustees and the governing body of The U3A for the purposes of charity law.

In furtherance of the Objects but not otherwise, The Committee may exercise the following powers to:

- (i) Raise funds and to invite and receive contributions, provided that in raising funds The Committee shall not undertake any substantial permanent trading activities and shall conform to any requirements of the law;
- (ii) Receive donations, endowments, sponsorship, grants, legacies and subscriptions from persons desiring to promote all or any of the Objects of The U3A and to hold funds in trust for the same;
- (iii) Buy, take on lease or exchange any property necessary for the achievement of the Objects and to maintain and equip it for use;
- (iv) Sell, lease or dispose of all or any part of the property of The U3A, subject to any consents required by law;
- (v) Co-operate with other charities, voluntary bodies and statutory authorities;
- (vi) Support any charitable trusts, associations or institutions formed for all or any of the Objects;
- (vii) Appoint and constitute such advisory committees as The Committee may think fit;
- (viii) Organise, promote and participate in conferences, lectures, seminars, courses and educational events;
- (ix) Publish, supply and make available books, pamphlets, reports, leaflets, journals, instructional matter, educational materials and aids of all kinds, whether in printed, electronic or any other forms;
- (x) Associate and collaborate with other U3As and groupings of U3As (such as regional associations and networks) and The Third Age Trust in any way;
- (xi) Do all such other lawful things as are necessary for the achievement of the Objects.

**4. MEMBERSHIP**

- (i) Membership of The U3A shall be open to individuals not in full time gainful employment who are in their Third Age (being the period of time after the first age of childhood dependence and the second age of full time employment and/or parental responsibility) and are interested in participating in and in furthering the work of The U3A, provided that they agree to abide by this constitution and any conditions properly imposed by The Committee and to pay the annual subscription as determined by The Committee and confirmed by the membership at an Annual or Extraordinary General Meeting.
- (ii) Every individual member shall have one vote.
- (iii) Members are bound by and shall observe any membership conditions and any disciplinary code of The U3A.
- (iv) The Committee may terminate the membership of any individual if annual membership or other fees are unpaid one month after the due date or if the member acts in a way which is prejudicial to The U3A or to the running of The U3A or brings it into disrepute, provided that the individual concerned shall have the right to be heard by The Committee, accompanied by a friend who may also speak in a personal capacity, or make written representation before a final decision is made.
- (v) A Life Membership (free of subscription) may be awarded to any individual who has made a significant contribution to the development of The U3A in the circumstance that ill health prevents them playing

any further role in The U3A. Appointments as Life Members are at the absolute discretion of The Committee.

## **5. APPOINTMENT OF PRESIDENT**

The Committee may recommend to the membership the appointment of a member as President in recognition of a singular contribution to furthering the Objects of The U3A. Such appointment must be approved by the majority of those attending the Annual General Meeting and will be for a period of one year, with reappointment up to a maximum of three years. A President appointed by The U3A shall not be a member of The Committee and shall not have voting rights, but may be invited to attend Committee Meetings.

## **6. THE COMMITTEE**

- (i) The Committee shall consist of not less than 6 and not more than 14 elected members as follows:
- (a) Four Officers, being a Chairman, a Vice-Chairman, a Secretary and a Treasurer.
  - (b) A retiring Chairman shall be a Committee member for one year automatically as Past Chairman.
  - (c) Not less than 1 and not more than 9 Non-Officer Members;
  - (d) In addition, The Committee may appoint not more than 2 Co-opted Members who shall have full voting rights and have tenure until the next Annual General Meeting.

An individual may only serve in one Officer or Non-Officer role at a time.

- (ii) Persons who need not be members may be invited to attend Committee meetings because of their special expertise. They shall have no voting rights.
- (iii) Vacancies on The Committee which arise through resignation or termination during the year can be filled by The Committee and such appointees shall have full voting rights and shall be eligible for re-election in the prescribed manner at the next Annual General Meeting.
- (iv) The proceedings of The Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment, election or co-option of a member.
- (v) A member of The Committee shall cease to hold office if he or she:
- (a) is disqualified from acting as a member of The Committee by virtue of charity law;
  - (b) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
  - (c) is absent without the permission of The Committee from 3 consecutive meetings and The Committee resolve that his or her office be vacated;
  - (d) is subject to a vote of no confidence from The Committee as a result of actions which bring The U3A into disrepute or conduct prejudicial to The U3A or failure to abide by the terms of this constitution or decisions of The Committee;
  - (e) notifies in writing to The Committee a wish to resign (but only if at least six members of The Committee will remain in office when the notice of resignation is to take effect which shall be at least 21 days from the receipt of the notification);
  - (f) ceases to be a member of The U3A.

## **7. ELECTION OF THE COMMITTEE AND TERMS OF OFFICE**

- (i) The election of The Committee shall be held at the Annual General Meeting of The U3A.
- (ii) The newly elected Committee shall take office at the conclusion of the Annual General Meeting.
- (iii) The Chairman and Vice-Chairman shall have a fixed one year term of office and may not be re-appointed to the same office at the end of that term.
- (iv) The Secretary and Treasurer shall have a fixed two year term of office and may be re-appointed to the same office for one further two year term.
- (v) A Non-Officer member of The Committee has a fixed two year term of office and may be reappointed for one further two year term.
- (vi) Subject to the conditions above, no member of The Committee may serve more than six consecutive years.
- (vii) Prior written nomination of any candidate for appointment as a member of The Committee at an Annual General Meeting shall normally be required, made by a proposer and seconder from amongst the membership of The U3A, to be in the hands of the Secretary of The U3A at least 28 days before the meeting. Should nominations exceed vacancies, the decision about appointments shall be taken by ballot. Otherwise, nominations of candidates and the conduct of voting for appointments shall be dealt with in accordance with the Standing Orders of The U3A.

If there are insufficient candidates standing for the vacancies, the Chairman of the Annual General Meeting may, as a last resort, appeal for any willing member present to agree to stand. A vote must be taken and carried by a simple majority for such an appeal for volunteers at the meeting to be permitted. Any willing candidate may then offer themselves and be proposed to the meeting for appointment in accordance with the Constitution.

- (viii) In the event of no nominations being received for one or more of the Officer posts or no members of the newly elected Committee being willing to take on one or more of the Officer positions, a majority decision can be taken by The Committee to ask the retiring Officer(s) to remain in post until the next Annual General Meeting.

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

- (i) The Committee shall hold at least four meetings each year.
- (ii) An additional meeting may be called at any time by the Chairman or by any three members of The Committee upon not less than seven days' notice being given to other members of The Committee of the matters to be discussed.
- (iii) The Chairman shall chair the meetings and in his or her absence the Vice-Chairman shall take over or, if he or she is also absent, The Committee shall choose one of their number to be chairman of the meeting before any business is transacted.
- (iv) There shall be a quorum when at least one half of the number of members of The Committee for the time being or six members of The Committee whichever is the greater, are present at the meeting.
- (v) Every matter shall be determined by a majority of votes of the members of The Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
- (vi) The Committee shall keep minutes of the proceedings of its meetings which should incorporate reports of any sub-committees and these minutes shall be available for inspection should a member request it.
- (vii) The Committee may from time to time make and alter rules for the conduct of its business, the summoning and conduct of its meetings and custody of documents. No rule may be made which is inconsistent with this constitution.

The Committee may appoint sub-committees, including at least one member of The Committee, for the purpose of performing any function or duty which in the opinion of The Committee would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to The Committee. Sub-committees may make proposals to The Committee but may not make decisions and they shall not have any expenditure authority.

- (viii) No Committee member shall be chargeable or responsible for loss caused by any act done or omitted to be done by him/her or by any other Committee member or by reason of any mistake or omission made in good faith by any Committee member or by reason of any other matter other than willful and individual fraud or wrongdoing or actions knowingly beyond the scope of a specific authority or limit thereon on the part of The Committee member in question.

## **9. FINANCE**

- (i) The financial year of The U3A shall end on such date as The Committee shall decide, provide always that the financial year must be in accordance with applicable charity law requirements and the annual accounts and trustees' report must be submitted to the Charity Commission (if required by law) within relevant statutory time limits.
- (ii) The funds of The U3A shall be paid into such accounts as The Committee may open in the name of The U3A. All transactions on such accounts shall be carried out in accordance with the terms of that account as agreed with the account provider and approved and accepted by The Committee from time to time. Only members of The Committee, authorised by The Committee to do so, may arrange and authorise any transaction on any of The U3A's accounts and dual authorisation shall normally be required for all transactions.
- (iii) The 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, and those shall be observed at all times.
- (iv) The funds belonging to The U3A shall be applied only in furthering the Objects.

- (v) No funds shall be transferred in any way to 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 Committee in the discharge of their duties for The U3A.
- (vi) 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 & OTHER ASSETS**

All property and other assets of The U3A shall be applied solely towards the Objects of The U3A.

Ownership of property and other assets is vested in The U3A and items may with the agreement of The Committee be transferred on a temporary basis to a nominated member's home in pursuance of the his/her designated role until such time as the member's tenure of office ceases or The Committee request its return.

#### **11. ACCOUNTS & REPORTING**

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

- (i) The keeping of accounting records for The U3A;
- (ii) The preparation of annual statements of account for The U3A;
- (iii) The independent examination of the statements of account of The U3A;
- (iv) The making of a charity annual return to the Charity Commission;
- (v) The transmission of the statement of accounts and trustees' report of The U3A to the Charity Commission (if required by charity law).

#### **12. ANNUAL GENERAL MEETING**

- (i) There shall be an Annual General Meeting which shall be held on such a date as The Committee shall determine in each calendar year.
- (ii) Every Annual General Meeting shall be called by The Committee. The Secretary shall give at least 21 days' notice of the Annual General Meeting to all the members of The U3A. The notice shall specify that the meeting is the Annual General Meeting and shall set out the business of the meeting, including resolutions to be proposed, and shall provide information about proposals for the election of Officers and Non-Officer members of The Committee to be made at that meeting.
- (iii) All the members of The U3A shall be entitled to attend and vote at the Annual General Meeting.
- (iv) Accidental omission to give notice to any member shall not invalidate the proceedings of the Annual General Meeting.
- (v) The Committee shall present to each Annual General Meeting the report and accounts of The U3A for the preceding year for approval.
- (vi) The Committee shall seek approval for the appointment of the examiner of the accounts.

#### **13. EXTRAORDINARY GENERAL MEETING.**

The Committee may call an Extraordinary General Meeting at any time and, if at least 20 per cent of the members request such a meeting in writing stating the business to be considered, the Secretary shall call such a meeting. At least 21 days notice shall be given. The notice must state the business to be discussed. Accidental omission to give notice to any member shall not invalidate the proceedings.

#### **14. PROCEDURE AT ANNUAL AND EXTRAORDINARY GENERAL MEETINGS**

- (i) The Secretary or other person specially appointed by The Committee shall keep a full record of proceedings at every Annual and Extraordinary General Meeting of The U3A.
- (ii) There shall be a quorum when at least 5% of the members of The U3A, are present at any General Meeting.
- (iii) If within half an hour from the time appointed for the meeting a quorum is not present, the meeting if convened at the request of the members shall be dissolved. In any other case it shall be adjourned to a suitable day and time as The Committee may direct provided 21 day's notice is given to all members. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the members present shall be a quorum.
- (iv) The Chairman of The U3A shall be the Chairman of any General Meeting. In the absence of the Chairman, The Committee shall have the power to appoint a chairman for the meeting.
- (v) If there is a tied vote the Chairman of the meeting shall have a single casting vote.

**15. ALTERATIONS TO THE CONSTITUTION**

- (i) Subject to the following provisions of this clause, the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at an Annual or Extraordinary General Meeting. The notice of such a General Meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- (ii) No amendment may be made to clause 1 (the name of the charity), clause 2 (the Objects clause), clause 16 (the dissolution clause) or this clause without the prior consent in writing of the Charity Commission.
- (iii) No amendment may be made which would have the effect of making The U3A cease to be a charity at law.

The Committee shall promptly send to the Charity Commission a copy of any amendment made under this clause.

**16. DISSOLUTION**

If The Committee decides that it is necessary or advisable to dissolve The U3A it shall call an Extraordinary General Meeting of all members of The U3A, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two thirds majority of those present and voting, The Committee shall have power to realise any assets held by or on behalf of The U3A.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to other such local charitable institution or institutions having objects similar to the Objects of The U3A as the members of The U3A may determine or to the Third Age Trust Registered Charity No. 288007. A copy of the statement of accounts or account and statement, for the final accounting period of The U3A must be sent to the Charity Commission.

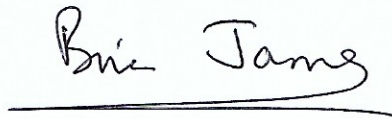
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**This revised constitution was adopted at the Annual General Meeting held on 19<sup>th</sup> April 2018 and witnessed by the persons whose signatures appear at the bottom of this document.**

Signed by the *Chairman and Past Chair of The U3A at the relevant Annual General Meeting:*

Name: Brian James

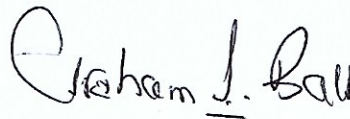
Signature



(Chairman)

Name: Graham Ball

Signature



(Past Chair)