

CONSTITUTION

A MEMBER OF THE THIRD AGE TRUST AS AN UNINCORPORATED ASSOCIATION

1. **NAME** – The name shall be “The University of the Third Age, Aylesbury Vale”
(in this constitution called The U3A).
2. **OBJECTS AND POWERS (THIS CLAUSE CANNOT BE AMENDED)**
 - 2.1 **Objects**

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 in Aylesbury Vale and its surrounding locality.
 - 2.2 **Powers**
 - 2.2.1 In furtherance of the above the U3A may purchase, take on a lease or in exchange, hire and otherwise acquire and sell or dispose of real or personal property and any rights and privileges which the U3A may think necessary for the promotion of the objects.
 - 2.2.2 Publish books, pamphlets, reports, leaflet, journals, films, videos, and instructional matter.
 - 2.2.3 Found and carry on schools and training courses and run lectures, seminars, conferences and courses.
 - 2.2.4 Encourage and assist in the formation and operation of area and regional groupings of other U3As.
 - 2.2.5 Receive donations, endowments, sponsorship fees, subscriptions and legacies from persons desiring to promote the objects of the U3A or any of them and to hold funds in trust for the same.
 - 2.2.6 Do all such other lawful things as may be necessary for the attainment of the above Objects or any of them.
3. **MEMBERSHIP**
 - 3.1 **Eligibility**

All persons retired from full time employment interested in supporting the Objects of the Third Age Trust shall be admitted to membership at the approval of the committee and upon payment of the annual subscription as determined by the committee, provided that they agree to abide by this constitution and any conditions properly imposed by the committee.
 - 3.2 **Termination**

The committee may terminate the membership of any member if:-

 - 3.2.1 There is any money owed to the U3A in respect of membership or other fees after two (2) months from the due date.

- 3.2.2 The member acts in a way which is prejudicial to the U3A or brings it into disrepute; PROVIDED that the individual concerned shall have the right to be heard by the committee before a final decision is made.

4. MANAGEMENT

4.1 Committee-composition

The Committee shall consist of:-

- 4.1.1 At least five and not more than ten members (excluding those who are co-opted) including the principal officers (Chairman, Secretary and Treasurer).
- 4.1.2 Not more than two ordinary members who may be co-opted by the Committee: they shall have full voting rights and their term of office shall expire at the next following Annual General Meeting.
- 4.1.3 Persons who need not be a members invited by the Committee to serve because of their special expertise; they shall not have voting rights and their term of office shall expire at the next following Annual General Meeting or such other earlier time as may be decided by the Committee.

4.2 Committee-election, responsibility and period of office

- 4.2.1 The election of the Principal Officers and the ordinary Members of the Committee shall be held at the Annual General Meeting of the U3A and such elected members shall be trustees of the charity.
- 4.2.2 Nominations for election to the Committee duly agreed by the nominee shall be proposed and seconded and delivered in writing to the secretary on or before a date specified by the Committee.
- 4.2.3 Ordinary members of the Committee shall be expected to contribute to the working of the Committee by assuming such specific areas of responsibility as may from time to time be defined by the committee.
- 4.2.4 The newly elected Committee shall take office at the conclusion of the Annual General Meeting.
- 4.2.5 Election of Officers and Ordinary Members to the Committee shall be for an initial period of three (3) consecutive years from the date of election, after which the Officer(s) and Ordinary member(s) may be re-elected annually for not more than two (2) periods of one (1) year in accordance with the provisions of paragraphs 4.2.1 and 4.2.2. Upon completion of five (5) years continuous service the elected member shall retire and not be eligible for election to the Committee until two (2) years have elapsed.
- 4.2.6 In exceptional circumstances, where it is deemed necessary for the continued efficient running of the U3A, the Committee may co-opt a former Officer or Ordinary Member of the Committee who would otherwise be disqualified by the two (2) years restriction specified in paragraph 4.2.5 and 4.2.8.
- 4.2.7 The Committee may appoint sub-committees to which it may from time to time, and for such time as it may determine delegate such of its powers and functions as it may decide. Sub-committees shall report to the Committee as soon as possible on actions taken under delegated powers.
- 4.2.8 Committee members may resign office by giving not less than twenty one (21) days' notice in writing to the Secretary or the Chairman, and shall not then be eligible for re-election or co-option to the committee until two (2)

years have elapsed from the effective date of resignation. The Committee shall have power to fill casual vacancies from the membership. Such an appointee shall serve until the next Annual General Meeting and shall be eligible for election in accordance with paragraphs 4.2.1, 4.2.2 and 4.2.5.

4.3 Committee Meetings

- 4.3.1 There shall be no fewer than four (4) Committee meetings in any twelve (12) consecutive months.
- 4.3.2 The quorum for any Committee meeting shall be three (3) or one third of the Committee whichever is the greater.
- 4.3.3 At Committee meetings, matters shall be decided by a simple majority vote of the Committee members present. In the case of an equality of votes, the Chairman shall have a second or casting vote.
- 4.3.4 Special Committee meetings may be called at any time by the Chairman, or by any two members of the Committee, upon seven (7) days' notice being given to all the Committee members of all the matters to be discussed.
- 4.3.5 The Secretary shall ensure that minutes are kept of all committee, sub-committee, annual general and special general meetings.
- 4.3.6 The proceedings of any committee or sub-committee shall not be invalidated by any defect in the appointment, election or co-option of any member of any committee or sub-committee.

4.4 Committee Finance, /Liability and employment

- 4.4.1 The Treasurer shall keep accounts of all the monies received and expended on behalf of the U3A and shall prepare and publish such accounts duly examined at the Annual General Meeting. All monetary transactions shall be made through properly authorised accounts in accordance with the directives of the Committee.
- 4.4.2 All proper costs, charges and expenses incidental to the management of the U3A may be defrayed from the funds of the U3A.
- 4.4.3 The Committee may appoint employees who are not members of the committee either permanently or on a fixed contract as may from time to time be necessary for carrying out the work of the U3A and may fix their terms and conditions of employment. For the purposes of employment law, the Committee shall be the employer.
- 4.4.4 No Committee member shall be chargeable or responsible for loss caused by anything or act done or omitted to be done by him/her or any agent employed by him/her or by any other Committee member, although the employment of such agent was strictly not necessary or expedient or by reason of any mistake or omission made in good faith by any Committee member or by reason of any other matter or thing other than wilful and individual fraud or wrongdoing on the part of the Committee member who is sought to be made liable.

4.5 Committee-powers

All matters not provided for in this constitution relating to the U3A and not involving an amendment to this constitution shall be dealt with by the Committee.

5. ANNUAL AND SPECIAL GENERAL MEETINGS

- 5.1 The Annual General Meeting shall be held once in each year and not later than fifteen (15) months after the preceding Annual General Meeting. At least twenty-one (21) days' notice shall be given in writing to all members. A quorum shall be twenty per cent (20%) of the paid-up members. Only members who have paid their subscriptions for the current year shall be entitled to vote. The business of the Annual General Meeting shall include:
 - 5.1.1 Receiving and approving the Annual Report.
 - 5.1.2 Receiving and approving the examined accounts.
 - 5.1.3 Electing the officers and ordinary members of the Committee.
 - 5.1.4 Considering proposals to alter the constitution subject to the requirements of Clause 8.
 - 5.1.5 Considering any other business which has been published in the agenda.
- 5.2 A special General Meeting of the U3A may be convened at any time by a resolution of the Committee or upon a requisition signed by one-fifth or more of the members stating the object of the meeting. A meeting held on such a requisition shall be called by the Secretary of the U3A giving the other members fourteen (14) days' notice of such a meeting. There shall be a quorum when twenty per cent (20%) of members are present.
- 5.3 The Chairman of the U3A shall be the Chairman of any Committee or General Meeting at which he/her is present. In his/her absence the members shall elect a Chairman for the meeting. The Chairman of the meeting shall have a second or casting vote.
- 5.4 Accidental omission to give notice to any member shall not invalidate the proceedings of any General Meeting.

6. FINANCE

- 6.1 All the income and property of the U3A shall be applied solely towards the Objects of the said U3A and none of it shall be paid or transferred in any way to its Committee members, provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the said U3A (other than a Committee member) and repayment of out-of-pocket expenses to members or Committee members incurred in the course of the work of the U3A. A bank or building society account shall be opened in the name of the U3A and withdrawals shall be made on the signature of two committee members, one of whom is a principal officer.
- 6.2 The U3A shall have the power to collect and accept donations and to issue appeals for donations and to raise money by bequest and otherwise. Any money raised and received shall be retained by the U3A and be used at the discretion of the Committee. No form of permanent trading shall be undertaken in the raising of funds.
- 6.3 The financial year of the U3A shall end on the 31st July in each year and not more than thirteen (13) weeks later the Annual General Meeting shall be convened for the purpose of receiving the Annual Report and examined accounts.

7. **PROPERTY**

Any property of the U3A shall be vested in the Trustees.

8. **ALTERATIONS TO THE CONSTITUTION (THIS CLAUSE CANNOT BE AMENDED)**

The provisions of this constitution other than clauses 2 and 9 and this clause may be amended with the assent of not less than two thirds of the members of the U3A present and voting at a General Meeting of the U3A. Twenty-one (21) clear days shall be given to the members stating the intention to put forward such a resolution. No amendment shall be made which would cause the U3A to cease to be a charity.

9. **DISSOLUTION (THIS CLAUSE CANNOT BE AMENDED)**

The U3A may at any time be dissolved by a resolution by a three-quarters majority of those present and voting at any meeting of the said U3A of which at least twenty-one (21) clear days' notice stating the intention to put forward such a resolution shall have been sent to all members of the U3A. If any assets remain after the satisfaction of all debts and other liabilities, such as assets held by or in the name of the U3A shall be transferred to such charitable institution or institutions having objects similar to the U3A as the U3A shall decide.

Revised 2023