

CONSTITUTION OF STOWMARKET U3A

Registered Charity No. 1002987

**AN UNINCORPORATED MEMBERS ASSOCIATION AND A MEMBER OF THE THIRD AGE TRUST
FORMALLY ADOPTED ON 17th APRIL 1991, as AMENDED 16th MAY 2001, 19 SEPTEMBER 2018 and
18 SEPTEMBER 2019.**

NAME

- 1** The name of this organisation shall be **Stowmarket U3A**, affiliated to the Third Age Trust and hereinafter called '**the U3A**'.

OBJECTS & POWERS

2.1 OBJECTS

The Objects of the U3A are 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.

2.2 POWERS

- (i) In furtherance of the Objects the U3A may purchase, take on 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.
- (ii) Publish books, pamphlets, reports, leaflets, journals, films, videos and instructional matter.
- (iii) Found and carry on schools and training courses and run lectures, seminars, conferences and courses.
- (iv) Encourage and assist in the formation and operation of area and regional groupings of other U3As.
- (v) 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.
- (vi) Do all such other lawful things as may be necessary for the attainment of the Objects or any of them.

MEMBERSHIP

- 3.1** All persons interested in supporting the Objects of the U3A and The Third Age Trust shall be admitted to membership upon payment of the annual subscriptions as determined by the members in General Meeting from time to time provided that they agree to abide by this Constitution and any conditions properly imposed by the Committee.
- 3.2** The Committee may terminate membership of any member if

- (i) There is any money owed to the U3A in respect of membership or other fees after the time lapse of three months following the due date.
- (ii) That member acts in a way which is prejudicial to the U3A or brings it into disrepute, provided that any such member shall have the right to be heard by the Committee before any decision is taken.

MANAGEMENT

4.1. The Management of the U3A shall be under the direction and control of a Committee consisting of the elected Officers and other members elected to that Committee.

- (i) The Committee shall meet at least four times each year.
- (ii) The Committee shall consist of at least five and not more than ten members (including those who are co-opted) including the Officers (Chair, Vice-Chair, Secretary and Treasurer).
- (iii) The Officers, namely Chair, Vice Chair, Secretary and Treasurer, shall be elected at the Annual General Meeting and shall serve from the conclusion of the Annual General Meeting at which each is elected until the conclusion of the next, following Annual General Meeting.
- (iv) Any Officer may offer his/her self for re-election save that no person may serve for more than three consecutive years as Chair or Vice Chair, provided always that a person who has served as Vice Chair may stand for election as Chair.

4.2 The election of members to the Committee shall be held at the Annual General Meeting.

- (i) Nominations to the Committee duly signed by the nominee shall be proposed and seconded and delivered in writing to the Secretary at a date specified by the Committee.
- (ii) The newly elected members of the Committee shall take office at the conclusion of the Annual General Meeting at which each is elected.
- (iii) Committee members shall serve for a period of two years. At each Annual General Meeting one half of the elected members of the Committee excluding the Officers shall resign but may offer themselves for re-election.
- (iv) A member of the Committee, including the Officers, may resign from the Committee by giving the Secretary twenty one days' notice in writing provided that no member of the Committee including the Officers may resign if such resignation would bring the number of remaining members of the Committee including the Officers below the minimum number required under this Constitution.
- (v) Persons who need not be elected members of the Committee may be invited by the Committee to attend meetings of the Committee because of their special experience; they shall not have voting rights and their term of attendance shall terminate at the conclusion of the next following Annual General Meeting.

(vi) The Committee has power to fill any vacancy on the Committee from the membership. Such an appointee shall be a co-opted member of the Committee and shall retire at the conclusion of the next following Annual General Meeting but shall be eligible for re-election. In the event there becomes a vacancy for any Officer the Committee may appoint a member of the Committee to fill that vacancy until the conclusion of the next Annual General Meeting.

(vii) At Committee meetings matters shall be decided by a simple majority of votes; in the event there is an equality of votes the Chair shall have a second or casting vote.

(viii) The quorum for any Committee meeting shall be three or one third of the Committee, whichever is the greater. In the event a quorum is not present fifteen minutes after the time for which the meeting is called then the meeting shall be re-convened for the same time and place two weeks following when the Committee members then present shall be a quorum.

4.3 A Committee meeting may be called at any time by the Chair or by any two members of the Committee, upon seven clear days' notice being given to all the Committee members of all the matters to be discussed.

4.4 The Committee may appoint sub-committees to which it may from time to time, and for such time as it determines, delegate such of its powers and functions as it thinks fit.

Sub-committees shall report back to the Committee as soon as possible on actions taken under delegated powers. No expenditure shall be incurred by any Sub-committee on behalf of the U3A without the prior consent of the Committee.

4.5 The proceedings of the Committee shall not be invalidated by any defect in the appointment, election or co-option of any member of the Committee or any sub-committee.

4.6 The Secretary shall ensure that Minutes are kept of all sub-committee, Committee and general meetings.

ANNUAL AND SPECIAL GENERAL MEETINGS

5.1 An Annual General Meeting of the membership shall be held once in each year and not later than fifteen months after the preceding Annual General Meeting. At least twenty-one days' notice shall be given in writing to all members. A quorum shall be 20% of the paid up members. In the event that a quorum is not present within 15 minutes of the time for which the meeting is called then the meeting shall be re-convened for the same time and place on the third Wednesday in the month next following when the members present shall be a quorum.

5.2 The business of the Annual General Meeting shall include:-

(i) Receiving and approving the Annual Report;

(ii) Receiving and approving the accounts for the preceding year;

(iii) Electing a Chair, Vice Chair, Secretary, Treasurer and members of the Committee as required having regard to Clause 4.2.

- (iv) Appointing a suitably qualified person as examiner of the accounts for the next financial year;
- (v) Fixing the subscription of members for the ensuing year;
- (vi) Considering proposals to alter the Constitution, subject to the requirements of Clause 9.

- 5.3** 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 purposes of the meeting. A meeting held on such a requisition shall be called by the Secretary of the U3A giving the members fourteen days' notice of such a meeting. There shall be a quorum when 20% of members are present. In the event there being no quorum present within 15 minutes of the time for which the meeting is called then the meeting shall be re-convened for the same time and place on the third Wednesday of the month next following when the members present shall be a quorum.
- 5.4** The Chair or, in his/her absence, the Vice Chair (if there be one) of the U3A shall be the Chair of any Committee or General Meeting. If neither the Chair nor Vice Chair is present the members present shall elect a Chair for the meeting. If there shall be an equality of votes then the Chair of the meeting shall have a second or casting vote.
- 5.5** Accidental omission to give notice to any member shall not invalidate the proceedings of any General Meeting. Notice in writing of any meeting of the membership shall include notice given by electronic means to a member's e-mail address provided by that member to the Secretary which expression shall include the Committee member responsible for maintaining the record of Membership.

FINANCE

- 6.1** All the income and property of the U3A shall be applied solely towards the Objects of the U3A.
- 6.2** No Officer or member of the Committee may receive any payment remuneration or fee from the U3A in respect of any work duty or activity relating to the U3A.
- 6.3** The U3A shall have 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 may 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.
- 6.4** The financial year of the U3A shall end on 31st July in each year and not more than eight weeks later the Annual General Meeting shall be convened for the purpose of receiving the Annual Report and Accounts.
- 6.5** The Committee may appoint employees, either permanently or on a fixed term contract, who are not members of the Committee as may from time to time be necessary for carrying out the work of the U3A and may fix the terms and conditions of employment. For purposes of employment law the Committee shall be the employer.

- 6.6** All proper costs, charges and expenses incidental to the management of the U3A including all reasonable expenses of any Officer or member of the Committee approved by the Committee may be defrayed from the funds of the U3A.
- 6.7** The Treasurer shall keep accounts of all the monies received and expended on behalf of the U3A and shall prepare and present such accounts duly approved by the Committee and examined by a suitably qualified person at the Annual General Meeting. All monetary transactions shall be made through properly authorised accounts in accordance with the directives of the Committee.
- 6.8.** 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 wrong doing on the part of the Committee member who is sought to be made liable.

PROPERTY

- 7** Any property of the U3A shall be vested in Trustees appointed for this purpose or where the appointment of Trustees is not appropriate shall be deemed to be held jointly by all members.

POWERS OF THE COMMITTEE

- 8** 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.

ALTERATION TO THE CONSTITUTION

- 9.** Subject to the approval of the Charity Commissioners and The Third Age Trust the provisions of this Constitution 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 clear days' notice 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.

DISSOLUTION

- 10.** The U3A may at any time be dissolved by a resolution passed by a three-quarters majority of those present and voting at any meeting of the said U3A of which at least twenty one 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 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.