

CONSTITUTION OF THE UNIVERSITY OF THE THIRD AGE FARNHAM AND DISTRICT

1 NAME

The name shall be "The University of the Third Age Farnham and District" and shall be known as U3A (Farnham) (in this Constitution called "the U3A"). It shall be affiliated to the Third Age Trust UK.

2 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

2.2.1 In furtherance of the above the U3A may purchase, take on lease or in exchange hire and otherwise acquire and sell or dispose of real and personal property and any rights and privileges which the U3A may think necessary for the promotion of the objects, subject to such consents as may be required by law.

2.2.2 Publish books, pamphlets, reports, leaflets, journals, films, videos and instructional matter.

2.2.3 Found and carry on schools and training courses and conduct research, lectures, seminars, conferences and courses.

2.2.4 Encourage and assist in the formation and operation of area and regional groups 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 All persons interested in supporting the Objects of the U3A shall be admitted to membership at the approval of the Committee and upon payment of dues as determined by the Committee 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

3.2.1 there is any money owed by that member to the U3A in respect of membership or other fees after one month or other time lapse approved by the Committee,

3.2.2 that member acts in a way which is, in the opinion of the Committee, 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 The management of U3A shall be vested in a Management Committee (hereinafter called the Committee) consisting of members whose duty it shall be to carry out its general policy and to provide for the administration, management and control of the affairs and property of U3A.

4.1.1 The Committee shall consist of at least five and not more than twelve members (excluding those who are invited to serve under clause 4.1.3), including the principal officers, viz. Chairman, Vice-Chairman, Honorary Secretary and Honorary Treasurer.

4.1.2 The Committee may co-opt members to fill any vacancies which exist immediately after the last preceding Annual General Meeting or which arise as the result of the death or resignation of any Committee member; co-opted members 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 members may be invited to serve on the Committee 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.

4.2 The election of members of the Committee shall be held at the Annual General Meeting of the U3A.

4.2.1 Nominations to the Committee duly agreed by the nominee shall be proposed and seconded and delivered in writing to the Secretary at a date specified by the Committee.

4.2.2 The newly elected Committee shall take office at the conclusion of the Annual General Meeting.

4.2.3 There shall be no less than 4 Committee meetings a year.

4.2.4 The Principal Officers and Ordinary Members of the Committee shall serve initially for a period of one year. They may stand for re-election but shall not serve for a period exceeding three consecutive years without an intervening period of at least one year, except that:

(1) any Member of the Committee who stands for and is elected to a Principal Officer post in which he or she has not previously served may serve immediately for up to three years in the new post.

(2) the one year intervening period may include co-option (under 4.1.2 above) or service because of special expertise (under 4.1.3 above).

4.2.5 Committee members may resign office by giving not less than one calendar month's notice in writing to the Honorary Secretary or the Chairman.

4.2.6 At Committee meetings matters shall be decided by a simple majority of votes of Committee members present. In the case of an equality of votes the Chairman shall have a second or casting vote.

4.2.7 The quorum for any Committee meeting which has been formally convened shall be three or one third of the Committee, whichever is the greater; it shall include at least one principal officer.

4.3 Special Committee meetings may be called at any time by the Chairman 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 each chaired by a Committee member, to which it may from time to time, and for such time as the Committee 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.

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 sub-committee.

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

5 ANNUAL AND SPECIAL GENERAL MEETINGS

5.1 The Annual General Meeting shall be held once in each year and not later than 15 months after the preceding Annual General Meeting. At least 21 days' notice shall be given to all members. There shall be a quorum when 5% of the paid-up members are present. 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 audited accounts.

5.1.3 Electing a Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer and the members of the Committee.

5.1.4 Appointing an independent examiner for the accounts.

5.1.5 Considering proposals to alter the constitution subject to the requirements of Clause 9

5.1.6 Considering any other business which has been published in the Agenda.

5.2 The AGM may be held in person, by suitable electronic means agreed by the trustees in which each participant may communicate with all other participants and vote at the meeting,

or by a combination of in person and electronic means. All members shall be entitled to attend in person or by proxy either physically or electronically if the meeting is being held solely or partly by electronic means. There shall be a quorum when 5% of the paid-up members are present in person, by proxy, or by electronic means.

5.3 At least 21 days' notice shall be given to all members. The notice will include the issues to be voted on and a proxy form with voting instructions for postal and/or on-line voting. Proxies may only be validly appointed by notice in writing or such electronic means as the trustees deem appropriate.

5.4 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 Honorary Secretary of the U3A, or in his/her absence by the Chairman or Vice-Chairman, as soon as reasonably possible, but in any event within one calendar month of receipt of the requisition. All other members shall receive 14 days' notice of such a meeting. There shall be a quorum when 5% of the paid-up members are present.

5.5 The Chairman of the U3A shall be the Chairman of any Committee or General Meeting at which he/she 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.

5.6 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.

6.2 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.

6.3 The Financial year of the U3A shall end on 30th June in each year and not more than thirteen weeks later the Annual General Meeting shall be held for the purpose of receiving the Annual Report and examined accounts.

6.4 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 their terms and conditions of employment. For purposes of employment law the Committee shall be the employer.

6.5 All proper costs, charges and expenses incidental to the management of the U3A may be defrayed from the funds of the U3A.

6.6 The Treasurer shall keep accounts of all the moneys 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.

6.7 No Committee member shall be chargeable or responsible for loss caused by any thing 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.

7 PROPERTY

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 of the Committee.

8 POWERS OF THE COMMITTEE

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.

9 ALTERATION TO THE CONSTITUTION

The provisions of the constitution other than Clauses 2 & 10 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 clear days' notice shall be given to the members stating the intent and wording of such a resolution. (No amendment shall be made which would cause the U3A to cease to be a charity.)

10 DISSOLUTION

The U3A may at any time be dissolved by a resolution passed by a three-quarters majority of those present and voting at any Annual or Special General Meeting of the said U3A of which at least twenty-one clear days' notice stating the intent and wording of 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.

11 NOTICE TO MEMBERS

Where notice is required under clauses 5.1, 5.2 or 9 it may be given in hard copy form, in electronic form, by means of a website, or partly by one such means and partly by another.

Adopted 1 May 1995

Amended 16 April 2008

Amended 12 September 2011

Amended 10 September 2018

Amended 26 March 2021