



CONSTITUTION OF THE EAST BERWICKSHIRE UNIVERSITY OF THE THIRD AGE (U3A) A MEMBER OF THE THIRD AGE TRUST AS AN UNINCORPORATED ASSOCIATION

1. **NAME** The name shall be The EAST BERWICKSHIRE U3A (In this constitution called 'The U3A')

2. OBJECTS & POWERS

2.1 OBJECTS

The objects of the U3A are:-

- (i) To advance the education of the public and in particular the education of the middle aged and older people who are not in full time gainful employment in East Berwickshire and it's surrounding locality.
- (ii) The provision of facilities for leisure time and recreational activities with the object of improving the conditions of life for the above persons in the interests of their social welfare.

2.2 POWERS

- (i) 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 or 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.
- (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 above Objects or any of them.

3. MEMBERSHIP

3.1 All persons 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 recommended by the Committee and confirmed by the membership at the Annual General Meeting 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 approved by the Committee, which shall be six weeks from the due date.
- (ii) That 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

The management of the U3A shall be invested in a Committee consisting of the 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 the U3A.

4.1

- (i) The Committee shall consist of at least eight (8) and not more than ten (10) members (excluding those who are co-opted) including the principal officers (Chairman, Vice-Chairman, Secretary and Treasurer). The principal officers shall be elected at an Annual General Meeting.
- (ii) Not more than two (2) ordinary members may be co-opted to the Committee: they shall have full voting rights and their term of office shall expire at the next following Annual General Meeting.

- (iii) Persons who need not be members may be invited by the Committee to serve because of their special expertise: they shall not have voting rights and their term of service 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.

- (i) 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 but failure to receive nominations for a Committee post by this specified date then nominations can be asked for, by the Chairman, from the members present at the Annual General Meeting, provided those members nominated agree and are present and are duly proposed and seconded.
- (ii) The newly elected Committee shall take office at the conclusion of the Annual General Meeting.
- (iii) There shall be no less than four (4) Committee meetings a year.
- (iv) All members to the Committee shall be appointed at the Annual General Meeting for a term of three years, ending on the third year following the Annual General Meeting. It is recommended that the intake of new Committee members is staggered so that only one third of the Committee membership is replaced each year. The Officers of the Committee clause 4.1(i) should be elected each year at the Annual General Meeting. Members of the Committee can be re-elected after a one year break
- (v) Committee members may resign office by giving not less than twenty-one (21) days' notice in writing to the Secretary or the Chairman. The Committee has power to fill casual vacancies from the membership. Such an appointee shall complete the term of service of the member he or she is replacing and shall be eligible for re-election.
- (vi) 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.
- (vii) A quorum for any Committee meeting shall be five members of the Committee.

4.3 Special Committee Meetings may be called at any time by the Chairman or by any two (2) members of the Committee upon seven (7) clear days' notice being given to all 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 the transaction of such matters and the performance of such acts as it thinks fit and the Committee shall exercise supervision over the proceedings and acts of such sub-committees. Sub-committees shall report back to the Committee as soon as possible on action 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 any committee or sub-committee.

4.6 The Secretary shall ensure that minutes are kept of all sub-committee, 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 in writing to all members. A quorum shall be 20% of the paid up members. The business of the Annual General Meeting shall include:-

- (i) Receiving and approving the Annual Report
- (ii) Receiving and approving the examined accounts
- (iii) Electing a Chairman, Vice-Chairman, Secretary, Treasurer and the members of the Committee.
- (iv) Appointing an examiner for the accounts
- (v) Considering proposals to alter the constitution subject to the requirements of Clause 9.
- (vi) 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 20% of members are present.



5.3 The Chairman of the U3A may be the Chairman of any Committee of 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 casting vote.

5.4 Accidental omission to give notice to any member shall not invalidate the proceedings of any General Meeting.

5.5 A Resolution for the Annual General Meeting proposed by a member must be seconded by two other current members of the East Berwickshire U3A. At least twenty one (21) days' notice, in writing, shall be given to all members.

6. FINANCE

6.1 All of 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 reasonable and proper out-of-pocket expenses to members of 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 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 the funds.

6.3 The financial year of the U3A shall end on 31st March in each year and not more than eight (8) weeks later the Annual General Meeting shall be convened 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 expense incidental to the management of the U3A and membership of the Third Age Trust may be defrayed from the funds of the U3A.

6.6 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.

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, provided reasonable supervision be exercised over any such agent, 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 or wrongful omission on the part of the Committee member who is sought to be made liable.

7. PROPERTY

Any property of the East Berwickshire 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 relation 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 this constitution other than the 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 (21) 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.)

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 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. In the event of the dissolution of the U3A, any assets remaining after the satisfaction of all debts and liabilities shall not be paid to or distributed among the members of the U3A, but shall be given or transferred to The Third Age Trust (Registered Charity No. 288007) or, if that charity no longer exists, a recognised charitable organisation(s) having objects similar to those of the U3A.

END of CONSITUTION