

CONSTITUTION OF UNIVERSITY OF THE THIRD AGE LANCASTER AND MORECAMBE.

(A MEMBER OF THE THIRD AGE TRUST
AS AN UNINCORPORATED ASSOCIATION)

1. NAME

The name shall be "University of the Third Age, Lancaster and Morecambe" (in this constitution called "the U3A").

2. OBJECTS AND POWERS

2.1 OBJECTS

The objects of the U3A are to advance the education of the public and in particular the education of middle-aged and older people who are not in full-time gainful employment in Lancaster and its surrounding locality.

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 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, leaflets, journals, films, videos and instructional matter.

2.2.3 Found and carry on training courses and run lectures, seminars and conferences.

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 All persons interested in supporting the objects of the Third Age Trust may be admitted to membership at the approval of the Committee and upon payment of the annual subscription as determined by either the Committee or 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

3.2.1 There is any money owed to the U3A in respect of membership or other fees after the time lapse approved by the Committee, i.e. 2 months.

3.2.2 That member acts in a way which is prejudicial to the U3A or brings it into disrepute.

4. MANAGEMENT

4.1 COMMITTEE

4.1.1 The Committee shall consist of at least five and not more than ten members (excluding those who are co-opted), including the principal officers - Chairman, Secretary and Treasurer.

The principal officers shall be appointed by the Committee at their first meeting after the Annual General Meeting. No-one may hold a particular principal office for more than three consecutive years without an intervening period of at least one year, emergencies excepted.

4.1.2 Not more than two 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 Annual General Meeting.

4.1.3 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 Annual General Meeting.

4.2 Elections shall take place annually.

4.2.1 Nominations for Committee membership, duly agreed by the nominee, shall be proposed 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 four Committee meetings a year.

4.2.4 To maintain adequate continuity, normally one-third of the members, or if their

number is not a multiple of three then the number nearest to one-third, shall retire at each Annual General Meeting. Should the number of new committee members exceed four, then the committee, at its first meeting, shall agree the period of office of each new member

4.2.5 No-one may be a Committee member for more than three years without an intervening period of at least one year, emergencies excepted.

4.2.6 Committee members may resign office by giving not less than twenty-one days' notice in writing to the Secretary or the Chairman. The Committee has power to fill casual vacancies from the membership.

4.2.7 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.

4.2.8 The quorum for any Committee meeting shall be three or one-third of the Committee, whichever is the greater.

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 the Committee members of the matters to be discussed.

4.4 The Committee may appoint sub-committees to which it may from time to time 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 Secretary shall ensure that minutes are kept of all Sub-Committee, Committee and General Meetings, where applicable.

5. ANNUAL AND SPECIAL GENERAL MEETINGS

5.1 The Annual General Meeting 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 15% of the paid up members.

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 members of the Committee;

5.1.4 Appointing an examiner for the accounts, such examiner to be an accountant, bank employee or suitably qualified individual;

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 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 15% 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 members fourteen days' notice of such a meeting. There shall be a quorum when 15% of members are present.

5.3 The Chairman of the U3A or, if absent, the Vice-Chairman shall be the Chairman of any Committee or General Meeting at which s/he is present. In their 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 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 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 31st August in each year and not more than six months later the Annual General Meeting shall be convened for the purposes of receiving the Annual Report and examined accounts.

6.4 The Committee may appoint employees who are not members of the Committee, either permanently or on a fixed term 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 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 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 In the execution of the trusts hereof, no Trustee shall be liable for any loss to the property of the charity arising by any reason of any improper investment made in good faith (so long as s/he shall have sought professional advice before making such investment) or for the negligence or fraud of any agent employed by him/her or by any other Trustee hereof in good faith (provided reasonable supervision shall have been exercised) although the employment of such agent was strictly not necessary or by reason of any mistake or omission made in good faith by any Trustee hereof or by reason of any other matter or thing other than wilful fraud, wrongdoing or wrongful omission on the part of the Trustee who is sought to be made liable.

7. PROPERTY

The Association may appoint a custodian Trustee or a trust corporation on the terms as to remuneration and otherwise laid down in Section 4 of the Public Trustees Act 1906 and rules made thereunder. Not less than three nor more than four of their number may hold any property held by or in trust for the Association.

8. POWERS OF THE COMMITTEE

All matters not provided for in this constitution relating to the Lancaster 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 clauses 2 and 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 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 clear days' notice 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 institutions having objects similar to the U3A.