

**Constitution of the Dorking and District
U3A***
an Unincorporated Association and a Member of
the Third Age Trust

*(As amended by resolutions dated
10.05.1995, 13.09.2000, 08.05.2002, 10.09.2003, 14.05.14 and 9.05.18)

This is a charity in England and Wales - Registered Charity Number:
1005743

1. Name

The name shall be 'The Dorking and District U3A'
(in this Constitution called 'The U3A').

2. Objects and Powers

2.1 Objects

The advancement of education and, in particular, the education of older people and those retired from full time work by all means, including associated activities conducive to learning and personal development.

2.2 Powers

In furtherance of the above the U3A may:

- (i) 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, DVDs 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.

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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 on 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 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 three months from its due date of payment, or
- (ii) that the member acts in a way which is prejudicial to the U3A or brings it into disrepute.

4. Management

4.1 The Committee shall be trustees responsible for overseeing the administration of the U3A and shall consist of:

- (i) at least five and not more than twelve members (excluding those who are co-opted) including the principal officers (namely the Chair, Vice-Chair, Secretary and Treasurer, hereinafter referred to as officers). The first officers shall be elected at a Special General Meeting convened for that purpose, and thereafter at Annual General Meetings.
- (ii) not more than two ordinary members 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, 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 or after such period as shall be determined by the Committee.

4.2 Elections shall take place annually at the Annual General Meeting.

- (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. Alternatively valid nominations may be presented orally to the Secretary at the Annual General Meeting.
- (ii) The newly elected Committee shall take office at the conclusion of the Annual General Meeting.

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- (iii) There shall be no fewer than four Committee meetings a year.
- (iv) The officers shall serve for a period of two years and Committee members for a period of one year. Retiring officers and Committee members may stand for re-election provided that no-one may hold the office of Chairman or Vice-Chairman for more than four consecutive years except that a retiring Vice-Chairman may stand immediately for the post of Chairman. No member of the Committee shall serve for more than nine consecutive years.
- (v) 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. 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) The quorum for any Committee meeting shall be three or one third of the Committee, whichever is 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 all the Committee members of all the matters to be discussed.

4.4 The Committee may appoint sub-committees to which, from time to time and for such time as it determines, it may 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.

4.7 The trustees are responsible for the Annual Report and the accuracy of the Annual Account.

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

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twenty-one days' notice shall be given in writing to all members. A quorum shall be 10% 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 accounts duly certified by the independent examiner.
- (iii) electing officers and members of the Committee.
- (iv) appointing an independent examiner for the accounts. Such examiner may or may not be a member, but no member of the Committee shall be eligible to serve as examiner during his or her period of office as a Committee member.
- (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.

5.2A Special General Meeting of the U3A may be convened at any time by a resolution of the Committee or upon a requisition signed by 10% or more of the paid-up 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 days notice of such a meeting. There shall be a quorum when 10% of paid-up members are present.

5.3 The Chairman of the U3A shall be the Chairman of any Committee or General Meeting at which he or she is present. In his or 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.

5.5 Any member unable to attend an Annual or Special General Meeting may register his or her vote on any matter to be dealt with at that meeting by notifying the Secretary in writing 14 days prior to the date of that meeting of his or her intention and such postal vote shall be included in any count.

6 Finance

6.1 All the income and property of the U3A shall be applied solely towards the Objects of the U3A and none of it shall be paid or transferred in any way to its Committee members provided that nothing therein shall prevent the payment in good faith of reasonable and proper remuneration to any servant of the 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.

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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 31st March 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 the independently 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 records (in accordance with Charity Accounts 2001cc61 or later directive) of all monies received and expended on behalf of the U3A and shall prepare accounts, duly examined, the approval of the Committee to be published at the AGM. All monetary transactions shall be properly authorised by the Committee. All monies and cheques received shall be banked within ten working days of receipt.

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 or her or any agent employed by him or 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 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 the appointed Trustee.

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.

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9 Alteration to the Constitution

The provisions of the Constitution, other than Clauses 2 and 10 and this clause, may be amended with the assent of not less than two-thirds of the paid-up 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 paid-up members present and

voting at any meeting of the U3A of which at least twenty-one 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 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.

DR May 2018