Heatons & Reddish u3a Constitution

(This draft constitution will be presented to a Special General Meeting in September or October 2026. If accepted it will become the active Heatons & Reddish u3a Constitution. Until that time the constitution dated September 2022, which is accessible on the "about us" page of the website, will be operative)

THIS IS A CHARITY IN ENGLAND AND WALES.

Registered Charity Number 1037772

1. NAME

The name of the charity shall be Heatons & Reddish u3a (herein referred to as 'the Group') and it shall be constituted as an Unincorporated Association. It is a member of The Third Age Trust (Registered Charity Number288007) (herein referred to as 'the Trust').

2. OBJECT

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 in the Heatons & Reddish and surrounding locality.

3. MEMBERSHIP

All persons interested in supporting the objectives of Third Age Trust shall be admitted to membership provided they agree to abide by this constitution and any conditions of membership imposed by the Group.

4. MANAGEMENT

4.1. The Management of the Group shall be invested in a committee who are trustees and whose duty it shall be to carry out the Group's policies and to provide for the administration, management and control of the affairs and property of the Group.

The committee shall usually consist of up to 12 members:

(i) Officers:

- Chair
- Vice-Chair
- Secretary
- Treasurer
- Membership Secretary
- Groups Coordinator

(ii) Up to 6 ordinary committee members.

The committee may co-opt up to two additional members for a period of one year on an annual basis.

4.2. The election of members of the committee shall be held at the Annual General Meeting (AGM) of the Group.
Nominations will be required each year for the following posts:

Chair
Vice-Chair
Secretary
Treasurer
Membership Secretary
Groups' Coordinator

and six ordinary committee members.

Nominations shall be in writing and delivered to the Secretary by the 1 January each year. In the event of no nominations being received for any post, nominations may be accepted at the AGM. Nominations shall include the names of the nominator and a seconder and the signature of the nominee consenting to nomination. Any vacancies remaining after the AGM or arising, for whatever reason, during the year shall be filled by members appointed by the committee.

4.3 Every committee member must be a paid up member of the charity.

4.4 Period of Office
The following posts shall be subject to a maximum period of 2 years:

Chair
Vice-Chair

The following posts shall be subject to a maximum period of 5 years:

Secretary
Treasurer
Membership Secretary
Groups Co-ordinator

Ordinary members of the committee shall be subject to a maximum period of continuous membership of the committee of 3 years.

A member of the committee having served up to the maximum period for their role , as an officer or ordinary member, can be nominated for a different role subject to a maximum continuous period on the committee of 8 years.

When a committee member, whether elected or co-opted, has served on the committee for a continuous period of 8 years, there must be a break of 1 year before they may be re-nominated for a place on the committee.

In the event of the Chair leaving the committee for whatever reason during their period of office, the Vice-Chair will take on the duties of the Chair until the election at the next AGM.

4.5 There shall be at least four committee meetings a year and special committee meetings 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 other committee members of all the matters to be discussed.

4.6 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 Chair shall have a casting vote. The quorum for any committee meeting shall be five or two-thirds of the committee, whichever is the smaller.

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

4.8 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 functions and powers as it thinks fit. All acts and proceedings of any sub-committee shall be reported back fully and promptly to the committee No expenditure shall be incurred by any sub-committee on behalf of the Group without prior consent of the committee.

4.9 The trustees shall ensure that minutes are taken of general meetings, all their committee meetings and those of any sub-committees and that they shall be available for inspection .

5. MEETINGS

5.1. The financial year of the Group shall end on the 31 December in each year and an Annual General Meeting of members of the Group shall be convened as soon thereafter as is possible for the purpose of receiving the Annual Report and the accounts of the Group and of electing the committee for the ensuing year and to consider any other business as may be necessary. At least fourteen clear days' notice shall be given in writing by the Secretary to the members.

5.2 A Special General Meeting **(SGM)** of the Group 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 of the Group stating the object of the meeting. A meeting held on such requisition shall be called by the Secretary of the Group, and the Secretary shall give to the other members fourteen clear days' notice of such a meeting.

5.3 When an AGM or SGM cannot be held in person the trustees can make suitable arrangements for them to be held electronically or as hybrid meetings.
For the purposes of this clause "exceptional circumstances" means circumstances which in the reasonable opinion of the committee render it impossible to hold an effective general meeting in person.
If the meeting is held solely by electronic means pursuant to this clause, the place of the meeting shall be deemed to be the charity's registered office address.

5.4 No business shall be transacted at an AGM or SGM unless a quorum is present.

(a) A quorum is:
(i) 20 members entitled to vote upon the business to be conducted at the meeting; or
(ii) 10% of the total membership at the time, whichever is the greater.

(b) If:
(i) a quorum is not present within half an hour from the time appointed for the meeting; or
(ii) during a meeting a quorum ceases to be present,
the meeting shall be adjourned to such time and place as the committee shall determine. The committee must re-convene the meeting and give at least seven clear days' notice stating the date, time and place of the meeting.
If no quorum is present at the re-convened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

5.5 The Chair, or in their absence the Vice Chair, of the Group shall usually be Chair of any committee or general meeting at which they are present. In their absence the committee shall elect a Chair. The Chair of the meeting shall have a 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 Group shall be applied solely towards the objects of the charity and no portion thereof shall be paid or transferred in any way to any committee member of the Group provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Group (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 Group.

6.2. There shall be an annual subscription for all members following a proposal by the committee, at a rate to be decided at the AGM or at an SGM.

6.3. The Group shall have the power to collect and accept donations and bequests, to issue appeals for donations and to raise money by other means. Any monies raised or received may be retained by the Group and used at the discretion of the committee of the Group. No form of permanent trading shall be undertaken in the raising of funds.

6.4. The committee may appoint employees not being members of the Group as may from time to time be found necessary for carrying out the work of the Group and may fix their duties and remuneration.

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

6.6. The Treasurer shall keep accounts of all monies received and expended on account of the Group and shall present such accounts after examination in accordance with the requirements of the Charity Commission. The Independent Examiner , if required, shall be elected at the Annual General Meeting.

6.7. Committee members are not responsible for financial losses or mistakes caused by their actions, their agents, or other members of the Group. They are only held liable if the loss was caused by their own intentional fraud or deliberate wrongdoing.

7. POLICIES
The committee shall review the policies of the Group at a frequency defined in each policy

8. POWERS OF THE COMMITTEE

All matters not provided for in this constitution relating to the Group and not involving an amendment to this constitution may be dealt with by the committee.

9. ALTERATIONS TO THE CONSTITUTION

9.1 The provisions of this 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 Group present and voting at a Special Meeting of the Group. Twenty-one clear days' notice should be given in writing to the Group stating the intention to put forward such a resolution. No amendment shall be made which would cause the Group to cease to be a charity.

9.2 A copy of any resolution amending this constitution shall be sent to the Charity Commission and to the Trust within twenty one days of it being passed.

10. DISSOLUTION

The Group may at any time be dissolved by a resolution passed by three quarters majority of those present and voting at a meeting of the Group 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 Group. If any assets remain after the satisfaction of all debts and liabilities, such property held by or in the name of the Group shall be transferred to such charitable institution or institutions having objects similar to the Group, as the Group shall decide.

2026