

**THE BRAY HEADS UNIVERSITY OF THE THIRD AGE GROUP,
DRAFT CONSTITUTION
APPROVED AT 5TH AGM ON 19TH OCTOBER 2023**

1. NAME

The name of the organisation shall be The Bray Heads University of the Third Age Group, hereafter referred to "the Group".

2. GROUP MISSION

The mission of The Group is to promote lifelong learning and active, creative ageing by senior citizens in local communities, through learning and doing new things, meeting new people, having some fun and, where possible, through sharing skills, experience and interests with others.

3. ADMINISTRATION

The Group and its property shall be administered and managed in accordance with this Constitution by the members a Co-ordinating Team, operating on a voluntary basis. The Group is constituted as a club, affiliated to Age Action (Ireland) - the umbrella body for U3A groups.

To further these aims the Co-ordinating Team shall have power to:

- (a) organise and run talks, lectures, seminars, conferences, conferences and other activities;
- (b) raise funds and to invite and receive fees, contribution and sponsorship, provided that in raising funds the Co-coordinating Team shall not undertake any substantial permanent trading activities and shall conform to any requirements of the law;
- (c) receive donations, sponsorship, grants and subscriptions from persons desiring to promote the Mission of The Group;
- (d) buy or lease any property necessary for the achievement of its Mission;
- (e) subject to any consents required by law to sell, lease or dispose of all or

any part of the property of the Group;

- (f) co-operate with other voluntary bodies, charities and statutory authorities operating in furtherance of its Mission or of similar purposes and to exchange information and advice with them;
- (g) appoint and constitute such advisory committees and sub-committees as the Co-ordinating Team may think fit;
- (h) publish books, pamphlets, reports, leaflets, journals and instructional material and to produce films and videos;
- (i) participate in and assist in the development of area and regional U3A groups;
- (j) determine the types of membership and the fee to be charged;
- (k) do all such other lawful things as are compatible with the Group's Mission.

4. MEMBERSHIP

- (a) Membership of the Group shall be open to retired people and other seniors who have paid the annual subscription and who are interested in participating in the Group's activities and in furthering the work of the Group.
- (b) Members shall agree to abide by the Constitution.
- (c) An annual membership subscription, subject to annual review, shall be levied on every member.
- (d) On issues requiring a vote, every member of the Group shall have one vote at the Annual General Meeting or at any Special General Meetings.
- (e) The Co-ordinating Team may and for good reason terminate the membership of any individual, especially but not solely in cases where a member acts in a way which is deemed prejudicial to the Group, or to the running of the Group, or brings it into disrepute. In such cases the

individual concerned shall have the right to be heard by the Co-ordinating Team accompanied by a friend who may also speak, or make written representation, before a final decision is made.

6. DATA PROTECTION/PRIVACY STATEMENT

The Co-ordinating Committee will ensure that all personal data of the members is kept securely and in compliance with Data Protection Legislation.

7. CO-ORDINATING TEAM

- (a) A Co-ordinating Team, elected annually at the Annual General Meeting (AGM), shall manage the Group. The standard term of office for Co-ordinating Team members is two years and they may serve for two consecutive terms, except in exceptional circumstances and subject to the agreement of the members of the Group. Insofar as it is possible, the composition of the Co-ordinating Team should ensure both continuity (retaining the expertise of existing members of the Team) and rotation (bringing in new members to the Team). Where these criteria cannot be met, departures from the two-term rule may be allowed.
- (b) The Co-ordinating Team shall consist of 3 officers namely, the Chairperson, Secretary, and Treasurer, and up to 6 other voting members.
- (c) The Officers shall be selected by the Co-ordinating Team from amongst its own members.
- (d) The Co-ordinating Team may co-opt up to a further 4 voting members who shall resign at the next Annual General Meeting.
- (e) The Co-ordinating Team may invite non-members with special expertise to join the Team. However, they will not have voting rights and their terms of service will expire at the next Annual General Meeting.

- (f) A member of the Co-ordinating Team shall cease to hold office if he or she:
 - i) notifies the Co-ordinating Team in writing of the wish to resign;
 - ii) is subject to a vote of no confidence from the Co-ordinating Team as a result of actions which bring the Group into disrepute or conduct prejudicial to the Group or failure to abide by the terms of this constitutions of decision of the Co-ordinating Team;
 - iii) becomes incapable by reason of illness, injury, mental disorder, of managing his or her own affairs.
- (g) The Co-ordinating Team shall meet at least 4 times each year.
- (h) The Chairperson or his/her designated representative from the Co-ordinating Team shall chair meetings.
- (i) At least 3 Co-ordinating Team members must be present at a committee meeting to be able to make decisions.
- (j) No Co-ordinating Team member shall be chargeable or responsible for loss caused by any act done or omitted to be done by him/her or by any other Co-ordinating Team member or by reason of any other matter other than wilful and individual fraud or wrongdoing or actions knowingly beyond the scope of a specific authority or limit thereon on the part of the Co-ordinating Team member in question.
- (k) Members of the Co-ordinating Team will be elected each year at the Annual General Meeting of the Group. Nominations by a proposer and seconder from among the membership of the Group should be received by the Secretary 10 days before the AGM.
- (l) In the event that there are more than the number of vacancies for members of the Co-ordinating Team, a secret ballot will be held among the members attending the AGM. The ballot will be overseen and the result declared by a returning officer whose name is not on the ballot paper. If the number of nominations for ordinary member of the Team is

less than or equal to the number of vacancies, the nominee(s) will be declared elected without a ballot.

- (m) The Co-ordinating Team shall take office at the conclusion of the Annual General Meeting and will elect by majority vote the Officers from among the Team members
- (n) In the event of no member of the newly appointed committee being willing to take on one or more of the Officer positions a majority decision can be taken by the Coordinating Team to ask the retiring officer to stay until the next AGM.

8. ORDINARY MEETINGS AND PROCEEDINGS OF THE BRAY HEADS U3A

- (a) Ordinary meetings of the Group will held regularly throughout the year with the exception of during the Christmas/New Year period.
- (b) Members will be notified via email and the website at least one week in advance of the meeting.
- (c) Meetings will be opened to all members and where space is available to non-members.
- (d) The Co-ordinating Team will set the fee for attendance at meetings.
- (e) In putting together the schedule of meetings, the Co-ordinating Team will insofar as is practical take into account the expressed interests of members.

9. FINANCE

- (a) The funds of the Group, including all donations and contributions, shall be paid into an account operated by the Co-ordinating Team in the name of the Group at such financial institution as the Co-ordinating Team shall

from time to time decide.

- (b) The funds belonging to the Group shall be applied only in furthering the objectives of its Mission.
- (c) No funds shall be transferred in any way to Co-ordinating Team members, provided that nothing herein shall prevent the payment in good faith of reasonable and proper out of pocket expenses incurred in the course of the Group work.
- (d) All proper costs, charges and expenses incidental to the management of the Group may be defrayed from the Group funds.

10. PROPERTY

All property of the Group shall be applied solely towards the objectives of the Group Mission. Ownership of property is vested in the Group and items may, with the agreement of the Co-ordinating Team, be transferred on a temporary basis to a nominated member's home in pursuance of his/her designated role until such time as the member's tenure of office ceases or the Co-ordinating Team request its return.

11. INSURANCE

The Co-ordinating Committee has **not** effected an Insurance Policy in respect of any of the activities of the Group. However, Public Liability Insurance is provided through Age Action Ireland to which the Group is affiliated.

12. ACCOUNTS

The Co-ordinating Team shall comply with their obligations with regard to:

- (a) the keeping of accounting records for the Group;
- (b) the preparation of annual statements of account for the Group.

13. ANNUAL GENERAL MEETING

- (a) There shall be an Annual General Meeting of the Group which shall be held not later than 15 months after the preceding Annual General Meeting.
- (b) Every Annual General Meeting shall be called by the Co-ordinating Team. The Secretary shall give at least 21 days' notice of the Annual General Meeting to all the members of the Group. All the members of the Group shall be entitled to attend and vote at the meeting.
- (c) Accidental omission to give notice to any member shall not invalidate the proceedings of any General Meeting.
- (d) The Co-ordinating Team shall present to each Annual General Meeting the report and accounts of the Group for the preceding year, for the approval of members.
- (e) Any proposals to amend the Constitution subject to clause 15 shall be considered at the Annual General Meeting or at a Special General Meeting.
- (f) If a vote is required on any motion, it will be decided by a simple majority of the members present and voting.
- (g) In the event of a tied vote the Chairperson shall have a second or casting vote.

14. SPECIAL GENERAL MEETING

- (a) The Co-ordinating Team may call a Special General Meeting of the Group at any time.
- (b) If at least 20% of the members of the Group request such a meeting in writing stating the business to be considered, the Secretary shall call such a meeting.
- (h) At least 21 days' notice shall be given of any Special General Meeting.

The notice must state the business to be discussed.

- (i) If a vote is required on any motion, it will be decided by a simple majority of the members present and voting.
- (j) In the event of a tied vote the Chairperson shall have a second or casting vote.

15. ALTERATIONS TO THE CONSTITUTION

- (a) This Constitution may be altered only by a resolution passed by a simple majority of members present and voting at the AGM or at a Special General Meeting.
- (b) In the event of a tied vote the Chairperson shall have a second or casting vote.
- (c) The notice of such a meeting must include notice of the resolution, setting out the terms of the alteration proposed.

16. DISSOLUTION

- (a) If the Co-ordinating Team decides that it is necessary or advisable to dissolve the Group it shall call a meeting of all members of the Group, providing not less than 21 days' notice and stating the terms of the resolution to be proposed.
- (b) A quorum of not less than 20% of the Group members will be required for a vote to be taken and the proposal to dissolve the Group is confirmed by a simple majority of those members present and voting.
- (c) The Co-ordinating Team shall have power to realise any assets held by or on behalf of the Group.

- (d) Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to one or more other U3A Group or other charitable institution approved by Age Action Ireland.

Signed by Chair: Jane Grimson

Date: 19th October 2023

Signed by Secretary: Aoife Nic Réamoinn

Date: 19th October 2023

Signed by Treasurer: Ian Ring

Date: 19th October 2023