

CONSTITUTION OF THE UNIVERSITY OF THE THIRD AGE
PORT ELIZABETH
Established May 2004
Revision 2

1. NAME

The name shall be The University of the Third Age Port Elizabeth, referred to in this document as U3A.

2. OBJECTIVES

The objectives of U3A are:

- 2.1. To provide intellectually stimulating programmes of learning and the social contacts arising therefrom for mature people, mainly but not exclusively in partial or complete retirement.
- 2.2. To deliver these programmes to its members through mutual assistance and voluntary co-operation and in which all members enjoy equal status.
- 2.3. To promote improvement in the quality of life of members.
- 2.4. To demonstrate that mental capacity can be maintained well into advanced age.
- 2.5. To conduct its activities as a non-profit organization.

3. POWERS

In furtherance of the above, U3A may:

- 3.1. Purchase, take on lease or in exchange, hire and otherwise acquire and sell or dispose of movable and immovable property, subject to such consents as may be required by law.
- 3.2. Publish books, pamphlets, reports, leaflets, journals, films, videos and instructional matter.
- 3.3. Establish training courses and conduct lectures, seminars, conferences and courses.
- 3.4. Encourage and assist in the formation and operation of other U3A's.
- 3.5. Receive donations, endowments, sponsorship fees, subscriptions and legacies from persons desiring to promote any of the objectives of U3A and to hold funds in trust for same.
- 3.6. Do all such other lawful things as may be necessary for the attainment of the above objectives.
- 3.7. In addition, no single person will directly or indirectly control the decision making powers relating to U3A.

- 3.8. U3A may not permit itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been payable by any person under the Income Tax Act or any other Act administered by the Commissioner for the South African Revenue Service.

4. MEMBERSHIP

- 4.1. All persons, regardless of academic qualifications, interested in supporting the objectives of U3A shall be admitted to membership on payment of the annual subscription, (as determined by the Committee or at the AGM) provide that they agree to abide by this constitution and any conditions **properly** imposed by the Committee.
- 4.2. Members may not sell their membership rights or any entitlement in terms thereof.
- 4.3. The Committee may terminate the membership of any member if:
- 4.3.1. There is any money owed to the U3A in respect of membership or other fees after a period of three months from the due date as prescribed by the Committee.
- 4.3.2. That member acts in a way that is **prejudicial** to 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.

5. ADMINISTRATION

- 5.1. The Committee may award honorary membership to those individuals it considers warrant such membership and for periods as it deems appropriate.
- 5.2. The administration of U3A shall be invested in a Committee consisting of members whose duty it shall be to carry out its general policy, and to provide the management and control of the affairs and property of U3A.
- 5.3. Committee members shall serve for a period of one year, but shall be eligible for re-election.
- 5.4. The election of the Committee shall be held at the Annual General Meeting. All members standing for election to the Committee shall be nominated and seconded by a member in good standing, such nomination to be made in writing prior to the Annual General Meeting or, with the chairman's permission, at the Annual General Meeting.
- 5.5. The office of Chairman and other office bearers consisting of Deputy Chairman, Membership Secretary, Committee Secretary and Treasurer, as well as portfolio holders, shall be appointed by the Committee at its first meeting following the Annual General Meeting.
- 5.6. (The amendments to Paragraph 5.5 as quoted above were proposed and approved at the AGM held on 27 June 2006).
- 5.7. 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 terms

of service shall expire at the following Annual General Meeting.

- 5.8. The newly elected Committee shall take office at the conclusion of the Annual General Meeting.
- 5.9. There shall be no less than six (6) Committee meetings per year, at which the quorum shall be half plus one of the members.
- 5.10. Committee members may resign from office by giving not less than twenty one days' notice in writing to the Secretary. In the event of any vacancy on the Committee, it shall have the power to co-opt an additional member or members to fill such vacancy from the membership. Such appointees shall serve until the next Annual General Meeting, when they will be eligible for election to the Committee.
- 5.11. 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.
- 5.12. Special Committee meetings may be called at any time by the chairman, or by any two members of the Committee upon seven (7) clear days' notice to all Committee members detailing the matters to be discussed.
- 5.13. At any such Special Committee Meeting the business shall be confined to those items for which notice has been given, unless the Chairperson allows otherwise.
- 5.14. The Committee may appoint sub-committees to which it may, for such time as it may determine, delegate the transaction of such matters and the performance of such acts as it thinks fit. The Committee shall exercise supervision over the proceedings and acts of such sub-committees. Sub-committees shall report to the Committee as soon as possible on action taken under such delegated powers.
- 5.15. The Committee Secretary shall ensure that minutes are kept of all sub-committee, Committee and General Meetings.

6. ANNUAL AND SPECIAL GENERAL MEETINGS

- 6.1. 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 of such meeting shall be given in writing to all members.
- 6.2. A quorum shall be 20% of the paid-up members. If at the time that the meeting is due to commence, no quorum is established, the meeting shall stand adjourned for one week at the same time and place (if available), at which time the members present shall constitute a quorum.
- 6.3. The business of the Annual General Meeting shall include:
 - 6.3.1. Receiving and approving the Annual Report
 - 6.3.2. Receiving and approving the accounts
 - 6.3.3. Electing the members of the Committee

- 6.3.4. Appointing an examiner of the accounts
- 6.3.5. Considering any proposals to alter the Constitution
- 6.3.6. Considering any other business which has been published in the agenda
- 6.4. A Special General Meeting of U3A may be convened at any time by a resolution of the Committee, or upon a requisition signed by 10% or more of the members stating the object of the meeting.
- 6.5. A meeting held by such resolution or requisition shall be called by the Secretary on fourteen (14) days' notice.
- 6.6. There shall be a quorum when 15% of the members are present
- 6.7. If, at any time that the meeting is due to commence and no quorum is present, the meeting shall stand adjourned for one week, at the same time and place (if available), when the members present shall constitute a quorum.
- 6.8. At any such Special General Meeting, the business shall be confined to the items specified in the relevant notice.
- 6.9. The Chairman of U3A shall be the Chairman of any committee or appointed sub-committee or general meeting. In his absence, the Deputy Chairman shall preside, and failing such person, the meeting shall elect a Chairman who shall **preside** for that specific meeting. In the event of the equality of votes, the Chairman shall have a second or casting vote.

7. FINANCE

- 7.1. 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 herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer of the U3A. In addition, repayment of reasonable and out-of-pocket expenses to members or Committee members incurred in the work of the U3A may be made.
- 7.2. At least three committee members shall accept fiduciary responsibility and must not be connected in relation to each other.
- 7.3. A bank account shall be opened in the name of U3A Port Elizabeth, and withdrawals shall be made on the signature of two Committee members, one of whom is an office holder.
- 7.4. The U3A shall have the power to collect and accept donations, and to raise money by request or 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.
- 7.5. The financial year of the U3A shall end on the last day of December each year, and the Annual General Meeting shall be convened not more than 3 months later for the purpose, inter alia, of receiving the annual report and examined accounts.

- 7.6.** All proper costs, charges and expenses incidental to the management of U3A shall be defrayed from its funds.
- 7.7.** The Treasurer shall keep accounts of all monies received and expended on behalf of 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 activities of the Committee.
- 7.8.** No Committee member shall be liable or responsible for loss caused by anything or act done or omitted to be done by him/her, or by any agent employed by him/her, or by any other Committee member, provided that 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 willful and individual fraud or wrongdoing or wrongful omission on the part of the Committee member who is sought to be made liable.
- 7.9.** No surplus funds will be directly or indirectly distributed to any person.
- 7.10.** The Treasurer will submit the required returns for income tax together with the relevant supporting documentation.

8. PROPERTY

Any property of the U3A Port Elizabeth shall be vested in Trustees appointed for this purpose, or where the appointment of Trustees is inappropriate, shall be deemed to be held jointly by all members of the Committee, in their capacity as representatives of the entire membership.

9. POWERS OF THE COMMITTEE

All matters not provided for in this constitution and not involving an amendment thereto, shall be dealt with by the Committee.

10. AMENDMENT TO THE CONSTITUTION

The provisions of this Constitution, other than clauses 2 and 11 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 after twenty-one (21) clear days' notice has been given to members stating the intention to put forward such a resolution.

11. DISSOLUTION

- 11.1.** U3A Port Elizabeth may at any time be dissolved by a resolution passed by a three quarters majority of members present and voting at any General Meeting of which at least twenty-one (21) clear days' notice has been given, stating the intention to put forward such a resolution.
- 11.2.** On dissolution the remaining assets must be transferred to an organisation with similar aims and objectives, to include:
- 11.2.1.** Any recreational club which is approved by the SARS Commissioner in terms of section 30A.
 - 11.2.2.** A Public Benefit Organisation contemplated in paragraph (a)(i) of the definition of a 'public benefit organisation' in section 30(1) which has been

approved in terms of section 30(3).

11.2.3. Any institution, board or body which is exempt from tax under the provisions of section 10(1)(cA)(i), which has as its sole or principal object the carrying on of any public benefit activity.

11.2.4. The government of the Republic in the national, provincial or local sphere, contemplated in section 10(1)(a).

SIGNED AT _____ ON THIS ____ DAY OF _____ 20__

_____ NAME _____

CHAIRMAN