

# CONSTITUTION OF THE UNIVERSITY OF THE THIRD AGE PRETORIA

## 1. NAME

The name of the organization is the University of the Third Age – Pretoria (referred to in this document as U3A Pretoria).

## 2. OBJECTS

The objects of U3A Pretoria are:

- 2.1. to provide learning opportunities for mature people who are retired or semi-retired, through intellectually stimulating programmes;
- 2.2. to deliver these programmes using course leaders who may be members of U3A Pretoria or invitees;
- 2.3. to promote improvement in the quality of life of its members.

## 3. POWERS

In order to achieve the objects set out in paragraph 2 above, U3A Pretoria:

- 3.1. shall have perpetual succession and shall be capable of suing and of being sued in respect of:
  - 3.1.1. any contract made by it;
  - 3.1.2. an damage suffered by it;
  - 3.1.3. any action of its members or lecturers in the course of their duties for U3A Pretoria.
- 3.2. may:
  - 3.2.1. purchase, take on lease, hire and otherwise acquire and sell and dispose of movable and immovable property and exercise such powers as may be necessary to achieve the objects of U3A Pretoria;
  - 3.2.2. publish pamphlets, reports, leaflets, journals, books, films, videos and instructional matter;
  - 3.2.3. establish training courses and arrange discussion groups, lectures, seminars and conferences;
  - 3.2.4. collect membership fees;
  - 3.2.5. encourage and assist the formation and operation of other U3A's.
- 3.3. is entitled to receive donations, endowments and legacies from persons desiring to promote any of the objects of U3A Pretoria, and to utilize such funds at its discretion unless the donation or legacy stipulates a particular purpose, in which event it must be utilized for that purpose.
- 3.4. may raise money by encouraging and appealing for donations, bequests and otherwise.
- 3.5. may make donations to approved public benefit organisations (PBOs), non-profit organisations (NPOs), non-profit companies (NPCs) or any institution, board or body that is exempt from tax in terms of the Income Tax Act; provided that the making of any such donation may not be inconsistent with the aims and objects of U3A Pretoria as stated in clause 2 of this Constitution."

#### 4. MEMBERSHIP

Membership of U3A Pretoria is subject to the terms and conditions of this constitution. Any person interested in supporting the objects of U3A Pretoria, and desiring to become a member, must apply in writing and the Committee must consider the application. If this is approved, the applicant becomes a member upon payment of the annual membership fee as determined by the Committee from time to time.

#### 5. THE COMMITTEE

The Committee shall have the task of fulfilling the objects of U3A Pretoria. The Committee shall be required to carry out the general policy of U3A Pretoria and to provide for the administration, management and control of the affairs and the property of U3A Pretoria. All property of U3A Pretoria, whether movable or immovable, vests in the Committee from time to time. The Committee shall implement the powers mentioned in clause 3 hereof for the purpose of attaining the objects set out in clause 2 hereof.

All expenditure exceeding R2000 shall be pre-approved by at least three elected members of the Committee.

#### 6. ELECTION AND COMPOSITION OF THE COMMITTEE

6.1. The Committee shall be elected at the Annual General Meeting of U3A Pretoria.

6.2. Nominations for membership to the Committee, duly seconded and agreed to by the nominee, shall be delivered in writing to the secretary at a date specified by the Committee in its notice of the Annual General Meeting. For the sake of continuity at least two members who have served on the outgoing Committee shall be members of the new Committee and the Committee in its notice of meeting shall indicate who these two members are.

6.3. Any member may resign from office by giving 21 days' written notice to the Committee.

6.4. The Committee shall consist of not less than 8 members, and not more than 12 members, excluding those who are co-opted. Committee members shall serve for a period of one year (other than the two referred to in 6.2 above) but shall be eligible for re-election.

6.5. At the first Committee meeting after the Annual General Meeting, the Committee shall elect a Chairperson, Treasurer and other portfolio holders.

6.6. Not more than four ordinary members may be co-opted to the Committee. Such co-opted members have full voting rights and their term of office expires at the following Annual General Meeting.

6.7. Persons who are not members may be invited by the Committee to attend a Committee meeting because of their special expertise. Such persons do not have voting rights.

6.8. The newly elected Committee shall take office at the conclusion of the Annual General Meeting.

## 7. POWERS AND MODUS OPERANDI OF THE COMMITTEE

Over and above its main function of fulfilling the objects of U3A Pretoria with the powers granted in clause 3 hereof, the Committee shall enjoy the following powers and shall operate along the following lines:

- 7.1. There shall be no less than four Committee meetings per year.
- 7.2. The Committee shall determine the amount of the annual membership fees and collect them.
- 7.3. The Committee may terminate the membership of any member if:
  - 7.3.1. a member is indebted to U3A Pretoria for arrear subscriptions or other fees or disbursements and remains in default for a period of 30 days after being called upon to pay;
  - 7.3.2. a member acts in a way that is prejudicial to U3A Pretoria or brings it into disrepute provided that the individual concerned has the right to be heard by the Committee before a final decision is made.
- 7.4. The Committee may award honorary membership to those individuals it thinks fit.
- 7.5. At Committee meetings matters shall be decided by simple majority vote of the Committee members present. In the case of equality of votes the Chairperson shall have a casting vote.
- 7.6. The quorum for any Committee meeting is one third of the members serving on the Committee.
- 7.7. Extraordinary Committee meetings may be called at any time by the Chairperson or by any two members of the Committee upon seven clear days' notice, given to all Committee members, of all the matters to be discussed.
- 7.8. The Committee may appoint sub-committees to which it may delegate the transaction of such matters and the performance of such acts as it thinks fit and 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 actions taken under delegated powers.
- 7.9. The Committee must ensure that minutes are kept of all Committee and General meetings and that reports are obtained from sub-committees.
- 7.10. The Committee may appoint employees for the purpose of carrying out the work of U3A Pretoria and determine their remuneration.
- 7.11. The Treasurer shall keep account of all monies received and expended and shall prepare and publish such accounts, duly examined, to the Annual General Meeting.

## 8. ANNUAL AND SPECIAL GENERAL MEETINGS

- 8.1. The Annual General Meeting shall be held once a year but not later than thirteen 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:
  - 8.1.1. receiving and approving the annual report of the Chairperson;
  - 8.1.2. receiving and approving the examined accounts;
  - 8.1.3. electing members of the Committee;
  - 8.1.4. appointing an examiner of the accounts;
  - 8.1.5. considering proposals to alter the constitution;
  - 8.1.6. considering any other business notice of which has been published in the agenda.

- 8.2. A special general meeting of the U3A Pretoria 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. A meeting to be held on such resolution or requisition must be called by the Committee and the Committee shall give all members fourteen days' notice of such meeting and in the notice of meeting clearly state what is to be discussed. There shall be a quorum when 15% of paid-up members are present.
- 8.3. The Chairperson of the Committee of U3A Pretoria shall be the Chairperson of any Committee or General Meeting at which he/she is present. In his/her absence the members must elect a chairperson for the meeting. The Chairperson of the meeting shall have a casting vote.
- 8.4. If no quorum is present on the date of any general meeting, the meeting shall be adjourned until the same time and the same day one week later, on which date those present form a quorum.
- 8.5. Decisions taken at an annual general meeting may be revoked only by a two-thirds majority of members present at an annual general or a special general meeting called in terms of clause 8.2 hereof.

## 9. FINANCE

- 9.1. All the income and property of U3A Pretoria shall be applied solely in order to fulfil the objects of U3A Pretoria. All Committee members, leaders and invitees shall provide their services on a voluntary basis. Nothing, however, prevents the Committee from:
  - 9.1.1. effecting payment in good faith of reasonable and proper remuneration to any officer or employee of the said U3A Pretoria, excluding Committee members;
  - 9.1.2. repaying reasonable and proper out-of-pocket expenses of members, including Committee members, incurred in the course of work for U3A Pretoria.
- 9.2. A bank account shall be opened in the name of U3A Pretoria and withdrawals shall be made on the signature of two Committee members: except that electronic fund transfers may be made by the Treasurer.
- 9.3. The financial year of U3A Pretoria shall end on the last day of December each year. Not more than thirteen weeks later, the Annual General Meeting shall be convened for the purpose of receiving the annual report and accounts.
- 9.4. All proper costs, charges and expenses incidental to the management of U3A Pretoria may be defrayed from the funds.
- 9.5. The Treasurer shall keep accounts of all monies received and expended on behalf of U3A Pretoria, and the Treasurer shall prepare and publish such accounts at the Annual General Meeting. All monetary transactions shall be made through properly authorized accounts in accordance with the directives of the Committee.
- 9.6. No member of the Committee of U3A nor any member engaged in offering courses or coordinating interest groups shall incur personal liability in respect of actions committed in good faith or in respect of any liability incurred by or on behalf of U3A.

10. ALTERATION OF THE CONSTITUTION

The provisions of this constitution, other than clauses 2 and 11, may be amended with the consent of not less than two thirds of the members present at a general meeting of U3A Pretoria, after twenty one days' notice has been given to members stating the intention to put forward such a resolution.

11. DISSOLUTION

U3A Pretoria may at any time be dissolved by resolution passed by a three quarter majority of those present and voting at any general meeting of the U3A Pretoria, of which at least twenty one days' notice stating the intention to put forward such resolution shall have been sent to all members. If any assets remain after the satisfaction of all debts and liabilities, such assets held by the Committee in the name of U3A Pretoria shall be transferred to an organization with similar aims and objects as resolved by those present at the final meeting.