



## FIT FOR THE FUTURE

### PROPOSALS TO INTRODUCE A NEW U3A COUNCIL AND A NEW U3A BOARD

#### **Introduction**

Since 2021, the Board has been considering the need for changes to the way it operates. The Board recognised two main problems:

1. there was a tendency to view decisions made by the Board as distant from u3as, largely because u3as didn't understand what the Board did and its relevancy to them. Because of the Board's focus on oversight and compliance, there was little opportunity for the Board to consider issues that really mattered to u3as.
2. Even though Board Trustees are elected from each region/nation, the principal role of trustees is to protect the interests of the Trust, and not to represent the interests of their electorate. Some members are therefore uncomfortable with their role and some members feel ill-equipped to carry out their role as a trustee. This is made worse because trustees are also expected to perform an advice and support role within their region/nation, as well as keeping their u3as aware of what's happening. This multi-role has deterred u3a members from standing as trustees and has led to vacancies where some regions have not been represented on the Board.

In 2021 an independent Governance Review Working Group also looked at the situation and recommended governance changes.

This is not the first time these issues have been raised. There were discussions in 2008 and again in 2016, but no changes were made. This was because some u3as thought that they would be losing their representatives and would have less say in how the movement operates. However, even though the current Trustees are elected by regions and nations, their legal responsibilities are primarily to ensure that the Trust is run properly, and so they spend the majority of their time on the Board discussing matters of finance and governance. Their role as a representative is secondary to that.



## **Proposed Changes**

To address these problems, a new forum is proposed where u3a issues can be raised, discussed and resolved. In addition, the Board needs to ensure that the organization is well run, so a new smaller, more focused Board is proposed:

1. A new forum – currently being described as a u3a Council, (but the name is up for grabs) would focus on u3a concerns, where interests and ideas can be properly discussed and used in shaping the future of the u3a movement. At the same time, the forum would provide a much greater opportunity for two-way communications. Decisions that have movement-wide implications could be better understood and communicated to u3a, and representatives would have a clear accountability to their electorate to communicate the main issues of interest and concerns to u3as.

The proposal is that two Council representatives would be drawn from each region/nation, and 3 members will represent u3a networks.

2. A new, smaller u3a Board – which would focus on ensuring that the Third Age Trust meets all the requirements of the Charities Commission and corporate law. This role primarily involves legal and financial compliance, and is generally of less interest to u3as. However, a smaller, more compact Board might handle these areas more effectively, and because of the requirements of charity law, the Board members would be trustees of the Third Age Trust Charity.

## **Election of Trustees and Representatives**

In line with its democratic traditions, all Board and Council members would be drawn from the u3a membership; they would expect to be proposed and seconded by u3a; and they would be elected by the membership.

In the case of Council representatives, members would be elected by the u3as in their region/nation or by networks.

In the case of Board membership, all trustees would be elected by all u3as.



## **Role of the u3a Council**

As a new body, it will take some time for the u3a Council to find its feet, and demonstrate its value to u3as. However, the entire focus of the Council would be to promote issues of interest and concern to u3as and with that in mind its initial terms of reference will be:

- To promote the needs of u3as & identify overall trends
- To contribute to the overall strategy development of the u3a movement and the annual budget preparation process
- To establish and promote u3a-wide priorities & resourcing requirements to meet those priorities
- To ensure a u3a impact assessment and endorsement of all major new u3a-related developments
- To support & promote national u3a initiatives
- To encourage participation for regional & local multi-u3a initiatives

To ensure that the u3a Council is effective, Council members would be expected to establish clear two-way lines of communication with their u3as. This would help u3as to understand how and why certain initiatives are being taken, but also it would ensure that initiatives would only be pursued when u3as see their value.

The u3a Council would also have an important role in monitoring and advising on the initiatives and proposals being developed by groups of staff and volunteers as part of delivering the movement's annual strategic aims. These groups would report their progress to the u3a Council, and would take the Council's comments on board.

## **Impact on u3as**

The aim of the proposals is to create a serious forum for promoting the interests and concerns of u3as, run by u3a members for the benefit of u3as. However, the role, operational independence, and manner in which u3as carry out their activities locally would be completely unaffected by the proposed changes. Our u3as would continue to operate through local committee with local trustees responsible for managing day-to-day activities. In addition, the



proposed governance changes would have no effect on the legally independent charity status of u3as.

### **Timescale for Change**

The Board will not seek to introduce any changes unless it has confidence that the changes will be seen by u3as as providing value in the future. Therefore all u3as will be invited to a presentation and to ask questions about the changes during January – April 2024. There is also an ongoing opportunity for u3as to provide comments to a dedicated email address at [governance@u3a.org.uk](mailto:governance@u3a.org.uk)

During May/June 2024, the Board will decide whether to submit a formal resolution to the AGM in October 2024, including appropriate changes to the Articles of Association. This resolution is needed because the changes affect the current manner in which the Trust is governed.

If that special resolution is passed by 75% of votes cast, there would be a period of elections during which members would be elected to a new u3a Council and to a new u3a Board. At the end of this transition period, the current Pilot Council and current Board would be dissolved and the u3a Council and u3a Board would be introduced. We would expect this to be completed by April 2025.

However the current Board will not submit a proposal for change unless it is clear that there is likely to be support for a resolution. If there is insufficient support, the current governance arrangements will remain unchanged, and the current Board would need to consider how it proceeds in future.

In this case, the opportunity for improved u3a representation would be lost temporarily and the difficulties of persuading u3a members to put themselves forward for election as Trustees, are likely to continue.

In addition, some of the current trustees may step back from the Board which will create further vacancies.

Members are invited to consider these proposals carefully and provide comments or ask questions on the dedicated email address at [governance@u3a.org.uk](mailto:governance@u3a.org.uk)



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