



FFTF CONSULTATION PROCESS - Q&A

WHAT IS THE MAIN PURPOSE OF THE PROPOSED u3a COUNCIL?

The u3a Council is being proposed as a forum for representatives of the u3a movement to discuss things that are relevant to u3as. At one level it's a forum that would enable u3as to understand what is happening in the wider u3a movement. It would provide an opportunity to get answers about why certain things happen in the way they do.

It's also a way of making sure that when things happen in the movement, they would happen in a way that takes account of what u3as want and, often in response to u3a suggestions.

IS THE NEW COUNCIL NECESSARY?

Of course, the Board can limp on as it is, but the lack of opportunity to discuss u3a concerns at Board level has led to the view that it's important to provide a proper communication channel for u3as. At present there is a tendency to view decisions made as distant from u3as. The suggested changes would offer a new forum where u3a concerns, interests and ideas can be properly discussed. As these develop, they could be 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 u3as. Essentially, u3a representatives would be able to use the forum to develop working arrangements that suit their requirements. Having a broad-based representation of u3a members on a new forum would allow for such a focus.

WHAT ARE THE PROPOSED TERMS OF REFERENCE OF THE u3a COUNCIL?

The u3a Council would be the principal focal point for region/nation representation and the voice of the membership for the purposes of:

- identifying the needs of u3as & overall trends
- contributing to the overall strategy development of the u3a movement



- establishing and recommending u3a-wide priorities & resourcing requirements to meet those priorities (e.g. participation of u3as)
- ensuring a u3a impact assessment and endorsement of all major new u3a-related developments
- supporting & promoting national u3a initiatives
- encouraging participation for regional & local multi-u3a initiatives

WHATS THE MAIN DIFFERENCE BETWEEN THE BOARD AND THE COUNCIL?

The Board is the governing body of the Third Age Trust, the umbrella organisation for u3as, and this situation would not change. However, whereas the Board has traditionally tried to deal with a wide range of compliance and operational matters, the proposal is that a new smaller Board would focus specifically on meeting oversight and compliance requirements. This involves making sure that the Trust meets all the legal and financial requirements of being a major charity and being a large company. The Board members, whilst being u3a members, are trustees and directors, and they have specific legal responsibilities to protect the Trust's interests under charity and corporate law. They are not on the Board to represent their regions, networks or u3as.

The proposed u3a Council would have powers to deal with u3a-related issues, many of them issues that have traditionally been handled by the Board, but in fact would be much better handled by a representative Council. The Council would be able to deal with some of those issues on its own - some may need Board approval. The u3a Council members, whilst all being u3a members, would represent the interests of their u3a regions/nations or networks.

HOW WOULD THE NEW COUNCIL FIT INTO THE ORGANISATION STRUCTURE OF THE u3a MOVEMENT?

If the proposals are accepted then the Trust Board would remain as the body that oversees compliance with all charity, corporate and legal requirements. The Finance and Governance Committees would continue to report to the Board.

A u3a Council would be the principal representative body in the movement where u3as and their members can influence the direction of the movement



through their regional and network representatives. The Council would also be a two-way communications channel to ensure that u3as better understand what is happening within the movement.

Staff and volunteer teams that currently carry out much of the operational work associated with the advisory service and developing projects would continue to operate as before, and the three new strategy groups would report to the u3a Council providing the Council with a method of monitoring progress.

The organisation of regions/nations, u3as and networks would remain unchanged.

WHEN WOULD THE COUNCIL BE ABLE TO MAKE A DECISION AND WHEN WOULD IT REQUIRE BOARD APPROVAL?

At this stage, everything is hypothetical, and it's for the u3a Council members to "find their feet" and develop working arrangements to deal with what's in front of them. The aim is to create a forum where Council members could make a contribution to the movement's future development.

As the Board is currently the only governance body, there have been many u3a-related topics that the Board has traditionally dealt with. However not all of them have been part of the Board's oversight or compliance role, and it is these topics that the Council would be expected to focus on.

If the Council has proposals that are beyond the budget or strategy already agreed for the year, then the Council would be able to make a recommendation to the Board and would expect the Board to respond.

WHO WOULD BE ON THE PROPOSED u3a COUNCIL?

This is not yet finally decided. However, If the proposal goes ahead, there are likely to be up to two representatives elected from each of the 12 regions/nations that make up the u3a movement, together with three members elected to represent networks, including the Chair of Network Link. Initially during the transition period, this is likely to include the current elected regional/national trustee and a second representative elected from each region or nation. The relationship between the transitioning trustee and the elected second member would need to be agreed.



The Council would be chaired by an independent Chair elected by the membership and the Trust's Vice Chair would be in attendance to provide a link to the Board. In addition, the chairs of each Strategy Group would be in attendance at Council meetings to provide progress reports on the activities of their groups.

ISN'T THERE A DANGER THAT THE BOARD AND u3a COUNCIL WOULD DUPLICATE WHAT THE OTHER IS DOING?

Its largely up to the Council and Board members to make sure that doesn't happen – the separate roles of Board Trustees and Council Representatives would be clearly identified from the start. However, there are also some arrangements being proposed to prevent duplication:

- Cross representation – it is proposed that the Board Vice Chair will attend the Council whilst the Council Chair attends the Board. This would ensure that there is a clear understanding of any relevant issues.
- Cross Reports – Irrespective of any formal references, the Council would be expected to make regular reports of its activities to the Board, and the Council would also receive regular summary reports from the Board. Again, this would ensure full communication and minimise any duplication.
- Formal references – The Council may make a specific recommendation to the Board where an issue is beyond its scope. In this case, there would be a clear requirement for the Board to consider and respond in a manner that the Council can understand. Similarly, there may be issues that the Board would refer to the Council. Again, the Board would expect due consideration from the Council and a response.

DOESN'T HAVING A COUNCIL AND A BOARD AMOUNT TO DOUBLE DECISION-MAKING?

No. It means that relevant members would deal with issues at the right stage and in the right context. Council representatives are interested in making sure that any initiative is developed with the requirements of u3as in mind, and introduced in a manner that benefits u3as. This would be the role of the Council.



The Board would provide oversight and ensure compliance with charity and company law, - not usually something that interests most u3a representatives.

HOW WOULD MEMBERS BE ELECTED TO THE BOARD AND THE u3a COUNCIL?

If the proposal is to go ahead detailed arrangements will be set out. However, it is a clear intention that all members of both the Board and the Council would be u3a members, and that all members would come through an election process.

The Council members who represent regions/nations would be elected by the u3as in their region/nation. Council members who represent networks would be elected by Network Link members. A proposal is that the independent Council Chair would be elected by the entire u3a membership so as to ensure there is no conflict of interests.

Board trustees would not represent specific regions/nations. They would be expected to possess skills and experience to exercise oversight and ensure that the Trust remains compliant in all respects. Consequently prior to an election, it is proposed that candidates would be reviewed by a Nominations Group against recognised criteria, and suitable candidates would go forward for election by the entire u3a membership. The Officers of the Board (Chair, Vice Chair and Treasurer) would also be elected by all u3as, as they are at the moment.

SO, THE COUNCIL MEMBERS WOULD BE ELECTED AND NOT APPOINTED.

Once membership is finalised, all Council members representing regions/nations and networks would be u3a members, and they would be elected, probably for a 3 year period. All u3a members would have an opportunity to put themselves forward for nomination and election to the Council – or for the Board.

WHAT WOULD BE THE RELATIONSHIP BETWEEN THE u3a COUNCIL AND THE STRATEGIC WORK GROUPS?

The creation of Strategy Groups is independent of the proposed governance changes. Each new Strategy Group is charged with developing proposals in line with the annual strategic aims. If the governance proposals go through, the Chairs of those Groups would be expected to review their activities at Council



meetings. The Council would have the opportunity to advise, guide and influence the direction of that work, and the work of any Task and Finish groups set up under the Strategy Groups. Task and Finish groups would contribute to the strategic aims and could be set up by the Council where a need for a specific project has been separately identified. They would be created directly responsible to the Council and may have an associated budget.

This arrangement should also avoid a proliferation of sub-committees and working groups.

WHAT TYPICAL SUBJECTS WOULD BE DISCUSSED ON THE AGENDA OF THE COUNCIL?

The Council would discuss anything that has a movement-wide interest and how u3as can influence it. A list has been building up during the pilot phase as u3as are invited to propose items and this has proved useful in building each agenda. Summaries of pilot council meetings have been made widely available and illustrate how suggestions of u3as are being developed.

Communication between u3as/networks and the Council would be critical in securing a future for the Council and making the Council worthwhile to u3as and networks. After each session of the Council, it is expected that a report of activities would be made widely available and Council members would be expected to report back to their electorate. Similarly, the planning of every session would include seeking comments and agenda ideas from u3as and networks. This would formally be via movement-wide communications, but also informally via the Council members.

Agenda items would therefore evolve in the way that u3as and networks want. Examples from the pilot phase have included whether there should be an annual conference (and what u3as might like to be included), u3a week (and how u3as can be engaged in it), shared learning programme and projects like the High Street Project, Hadrian's Wall or the 2024 Festival (and how u3as would like to be engaged in it), and national and regional summer schools. Other subjects might include supporting national campaigns on particular issues (and how u3as would engage with them), u3a participation in environmental awareness, developing greater involvement in social prescribing



and social awareness initiatives, generating local funding and how u3as might be engaged in national fundraising, or developing specific collaborations / joint research projects.

u3as might also express views about the services and support they need. This might include information and communications provided by the u3a Office - what is working and what else would they like included. u3as might also identify gaps where they would appreciate an agreed policy / advice.

HOW COULD U3AS FIND OUT WHAT HAPPENS AT COUNCIL MEETINGS?

There are a number of ways u3as would be able to interact with the Council and these may change as the Council works out best practice in the future.

- A short summary report would be widely circulated to members and made available on the website. Members would be asked to communicate widely with their electorate.
- Before each Council session, all u3as would be asked if there are any items that they would like to see on the next agenda.
- Ideally, Council members also would be able to tell their electorate what items are coming up on the agenda, and invite u3as to provide comments so that they can accurately reflect the views of their members at the next meeting.

HOW WOULD THE CHANGES BENEFIT u3as AND NETWORKS?

Some u3as see their sole focus as their local activities and have no real interest or need for involvement in matters beyond the boundaries of their u3a. In this case, the proposed changes would have no impact on those u3a or their members. There is no requirement on the local committees of such u3as to take part or even read the communications about the proposed changes as long as they are satisfied that their members also require no interest or involvement.

Alternatively, many u3as and networks seek a wider understanding of how the Trust is operating, what services are available, and why certain initiatives or projects are being pursued. They want to see their representative making an impact on how and when initiatives are taken, what projects are developed,



and how u3as and networks can be better supported. At the moment, u3as really only have the opportunity to promote a topic once a year at an AGM. However, if the proposed Council goes ahead, u3as would be able to promote topics of interest through their Council representative, knowing that it would be considered within one month or so. In these cases, engagement with the u3a Council would help u3as and networks.

HOW WOULD THE CHANGES BENEFIT THE THIRD AGE TRUST?

The Trust includes all u3as and networks so any benefit to them would benefit the Trust as a whole. There would be more confidence that initiatives are being undertaken, services are being provided, or projects are being pursued with support from the membership.

However, the proposed changes are also expected to clarify and distinguish between the role of the Board and the role of the u3a Council. This would provide greater clarity to the governance of the Trust. The change is also expected to ease the workload of Board Trustees who currently often find themselves performing two or three different roles, and many of whom devote enormous, unpaid hours to their role.

In the past this has discouraged candidates from standing as a Board Trustee, and the hope is that if the changes are introduced, then candidates would be more comfortable seeking election as either a future Council or Board member, with a reduced workload.

WHY WOULD NETWORKS BE INVOLVED IN THE U3A COUNCIL?

Networks have grown in recent years, and they have become increasingly helpful to u3as in many parts of the movement. Whilst they are not formally part of the Third Age Trust structure, they are a significant part of the support structure for u3as, and they can be an important two-way channel of communication with u3as. These important roles would be recognised by being part of the Council.

HOW DOES THIS PROPOSAL DIFFER FROM A SIMILAR ONE PUT TO U3As 5 OR 6 YEARS AGO?

The problems of operating with a Board that mixes u3a matters with the compliance role was also recognised in 2016, and an idea at that time also



included separating the representation role by creating an advisory board of around 50 member representatives that might have met annually. However, consultation at the time suggested that such a body would i) have no powers, ii) it would become a “talking shop, and iii) it would add another tier of Trust governance with extra associated costs. The proposal had also been based on increasing representation in three of the largest regions, and many u3as felt that was unfair. A resolution was therefore never presented to an AGM and the idea was dropped.

The current proposal addresses the same fundamental problem that was recognised at that time, but this proposal has been carefully designed to deal with each of those criticisms. The proposed representative Council would meet four times a year and would have the opportunity to influence the development of the u3a movement significantly. It would not have 50 members, and it would not duplicate the responsibilities of the Board (and vice versa). Since the vast majority of meetings are now held online, there would be no significant increased costs to burden members, and most importantly, the current proposal does not include any changes to the balance of representation from regions/nations.

FFTF Q&A
January 2024
