



# Committee Meetings, Annual General Meetings and Minutes

## Category: Committee Procedures and guidance

### 1 Purpose

To provide advice on the effective running of your u3a committee.

### 2 Scope

Relevant to all u3a committee members.

### 3 Committee meetings

Regular and well managed committee meetings play a key part in running a u3a effectively. It is for each u3a committee to decide how often they meet, but it is recommended that meetings are held at least once every two to three months. Organising committee meetings is the responsibility of the Chair and the Secretary. An agenda should be set for the meeting which should be sent to committee members in advance along with any papers.

The golden rules for an effective committee meeting are:

- Prepare beforehand
- Be involved
- Explore the issues
- Take responsibility
- Make decisions
- Follow them up

Committees tend to be ineffective when:

- They are unclear about their objectives and focus.
- People opt out, don't turn up regularly or don't contribute to the meetings.
- There is a lack of preparation before the meeting.
- Decisions are already made by a small group before the meetings.
- There is a lack of clarity about what has been decided.
- There is a lack of follow up after the meeting.

#### 3.1 Agenda

The agenda for a committee meeting usually follows a basic structure and includes a heading with the date, time, and place of meeting.

A typical agenda could be:



- Apologies for absence.
- Minutes of the last meeting (these should have been circulated to the committee prior to the meeting).
- Matters arising i.e., items which were discussed at the last meeting which need to be followed up. It is helpful to list these and, if it is likely that an item will need a lot of discussion, make it a separate agenda item.
- Correspondence.
- Chair's report.
- Secretary's report.
- Treasurer's report.
- Important items (papers often enclosed).
- Minor items.
- Any other business (helpful if the Chair is informed of items in advance so they can be listed. If an important item is raised here, it may be better to carry it over to the next meeting as an agenda item).
- Date, time, and place of next meeting.

The Chair should make it clear when an item is for discussion only and when a decision is needed. The items to be voted on can also be identified in the agenda. A proposer and seconder should be sought for every decision and a vote taken. Voting is by a show of hands, and votes for, against and abstentions should be recorded. If the votes are equal, the Chair has a casting vote in addition to his/her original vote.

Papers for committees can be held in electronic format. Electronic data needs to be securely held and backed up. The u3a should ensure that sufficient Trustees have access to the relevant data and ensure that information is not just held by one member of the committee. Cloud storage can assist with this.

### **3.2 Confidentiality**

Once a committee decision has been reached, committee members are expected to accept and abide by it. Opinions expressed in meetings should be regarded as confidential. If a committee member is unable to accept a decision their only recourse, after due consideration, is to resign from the committee.

### **3.3 Sub-committees**

If the workload becomes a problem, consider appointing sub-committees to perform a function or a specific task. These sub-committees can include non-committee members but should include at least one member of the main committee to ensure full integration with the main committee and prompt reporting to it. The main committee must agree the terms of reference of the sub-committee, which should clearly state that its role is advisory and it does not have decision-making powers or expenditure authority. The trustees of the main committee will retain full responsibility of the task or function delegated to the sub-committee.



## 4 Annual General Meetings (AGM)

An Annual General Meeting is a constitutional requirement. Ideally it should be held 6-8 weeks after the end of the financial year.

The purpose of an AGM is to:

- Keep members informed about the management of the u3a
- Give members a voice and enable them to make decisions about the u3a
- Enable elections to take place
- Enable acceptance of the annual report and accounts.

### 4.1 Prior to the AGM

Prior to the AGM it is recommended that the committee refers to its constitution and any standing orders to ensure that the AGM is run as set out within the constitution. This is likely to include:

- Notice of date, place and time sent to all members within the timeframe specified in the constitution.
- Members should be invited to submit proposed and seconded resolutions by a set date.
- A detailed agenda plus supporting papers, including accounts and details of committee nominations, should be sent to all members with the notice as defined by the constitution (normally at least 21 days before the AGM) so they can see what is going to be discussed.
- Members should be invited to submit proposed and seconded nominations for vacant officer and committee members by a set date as defined the constitution (usually 28 days prior to the AGM).

The AGM must be quorate in order to proceed. The required quorum is detailed within the constitution. If the quorum is not met, adjourn the meeting to another day and time, giving the appropriate notice required in the constitution.

### 4.2 The meeting

Although an AGM is a formal meeting which requires rules and procedures to be adhered to, it should be as friendly and relaxed as possible, and members should be encouraged to take an active part in discussions.

As long as your constitution includes provision for you to hold meetings virtually, this may be held online or as a hybrid meeting, with a proportion of attendees online. It should be noted that those participating online and in physical attendance have the same voting rights.





The agenda must include the following items.

- Minutes of the last AGM (unless it is the first AGM) and matters arising.
- Annual report of u3a activities (this will include reports from the Chair and possibly other members of the committee e.g., Groups' Co-ordinator).
- Financial report and examined accounts for the previous year (usually presented and explained by the Treasurer).
- Appointment of an independent examiner for the following year.
- Election of the committee.
- Any constitutional changes, or if it is the first AGM, the acceptance by the members of the constitution.
- Proposed motions.

It may also be useful to indicate how much time is expected to be allowed for each item, and when the meeting is expected to finish.

Contested elections should be by secret ballot but motions generally can be voted on by a show of hands (online or in person). In the case of a change to the constitution, votes should be counted and retained. Special conditions regarding the necessary majority etc. are likely on constitutional matters and the constitution must be checked for these conditions.

Minutes of the AGM should be made available to members after the meeting.

### **4.3 Potential issues**

Whilst most AGMs run smoothly, it is important that trustees consider whether procedures regarding disputes or disruption should be developed. This could include guidance on conduct when discussing contentious issues, instructions on voting procedures and the contingency plan if there are no nominations for a vacant trustee post. This should be sent out prior to the meeting with the notice.

## **5 Meeting minutes**

Minutes must be taken in order to have a written record of the meetings conducted by the u3a. The minutes should summarise the decisions that were taken, the actions that were agreed and the person designated to take these actions; they do not need to be a word-for-word account of the meeting. The minutes should be a record that can be referred back to for clarification at future meetings. They also serve to inform members who were unable to attend. Accuracy is essential in respect of decisions taken.

### **5.1 Writing the minutes**

Whoever is responsible for writing the minutes should take plenty of notes at the meeting and then pick out what is wanted for the final draft. For this reason, it is easier if there is a





Minutes Secretary since it is difficult to participate in discussions and be responsible for recording the meeting as well. The order of items must be the same as the agenda and should be numbered. It is also helpful if the items are given headings to assist reference in the future. Every agenda item must be recorded. A verbatim account is not necessary, but the minutes must be a fair and accurate record and convey meaning when read later, particularly by someone who was unable to attend.

The outcome and whether a vote was taken must be clearly indicated, plus who is responsible for any action to be taken.

## 5.2 Minutes template

Minutes of a committee meeting can be set out as follows:

**Minutes of the..... u3a committee meeting held on .... (date) at ..... (venue) at ..... (time)**

**Present...** (Chair, followed by names of those present in alphabetical order and titles e.g. Treasurer etc).

### Apologies for absence.

#### 1. Minutes of last meeting.

The Chair asks if he/she may sign as a correct record. Any alterations to the wording or errors must be agreed and minuted before the Chair signs them with the date. Once signed they form the only legal record of the business of the meeting.

#### 2. Matters arising.

#### 3. Numbered items as they appear on the agenda.

#### 4. Finally finish with:

“There being no further business, the meeting closed at..... (time). The next meeting will be .....

Signed..... Date.....

Minutes are usually numbered from the beginning of the meeting. However, some are numbered with the year appearing on the numbering e.g., 2015.1/2015.1i/2015.2 etc. Decide on what seems most appropriate and continue using this format for all minutes.

A system of checking is needed to ensure that any action agreed is activated so that it can be reported on at the next meeting. Minutes are written in the past tense. Do not use “they” or “we”, use the “the study day sub-committee” or “committee members” for example. Minutes are written in impersonal style to be objective. Give careful thought to the choice of words used to ensure accuracy and avoid ambiguity.





### 5.3 Agreeing the minutes

Make sure that the agenda for the next meeting of any committee or AGM has an agenda item 'minutes from the last meeting' to give members the opportunity to say if the minutes are an accurate record or not. If any requested correction is not controversial then this can just be noted, and the minutes amended. If the correction concerns a decision or action, the meeting has the responsibility of agreeing what the correct wording should be. Once the minutes have been agreed they are normally signed by the Chair (if a paper-based system is being used).

## 6 Meeting procedures

### 6.1 Standing orders

A standing order will usually apply to more formal meetings such as an AGM. Most u3as manage without any standing orders, but if they are needed the following wording may be useful: 'These standing orders shall apply in respect of the Annual General or any Special General Meeting'.

### 6.2 Chair

The meeting shall be presided over by the Chair or in his/her absence the Vice Chair. If neither are available, the Chair may designate another officer to preside over the meeting or parts of the meeting. If the Chair has not designated an officer, then the committee members present may appoint a meeting Chair from amongst themselves.

When another member of the committee is acting as Chair of the meeting, he/she has the same powers and duties as the Chair for the duration of the meeting.

The Chair shall direct the discussion, accord the right to speak, put items to the vote and announce decisions.

The Chair shall conduct proceedings in accordance with the standing orders if applicable. If a question arises which is not covered by the order, the Chair shall rule on it. The declaration of the Chair that a motion has been carried or defeated shall be conclusive and final.

The ruling of the Chair shall be final on any question.

### 6.3 Reports

The presentation of reports will be agreed in advance and the committee should receive any reports in advance of the meeting in accordance with the notice period set out within the constitution. Reports will be presented, discussed and, where appropriate, a proposer and seconder sought for their approval and a vote taken.





## 6.4 Participation at meetings

Each speaker shall state his/her name. No member shall speak twice on any one motion other than a right of reply.

It is recommended that the u3a considers having a time limit for proposers and speakers. The time limit should be adhered to other than where the Chair agrees an extension. The committee may also want to consider putting a limit on the number of occasions that an individual member may speak in total during an Annual or Special General Meeting.

## 6.5 Motions

Motions should be proposed, seconded, discussed, and voted on; the proposer being given the right of reply prior to the vote.

If there is no speaker against the motion it shall proceed to a vote without further debate. Any member who has not spoken in the debate may move at any time that the meeting proceeds to a vote. Where a motion is agreed the votes on any amendments and the substantive motion shall follow immediately subject to any right to reply. Discussion on a motion can be curtailed by the Chair if in their opinion the conduct of the meeting requires it. The right of reply must then be given to the proposer and a vote taken. A motion listed on the agenda may only be withdrawn following a request by the proposer which must then be put to a vote.

## 6.6 Voting

All current paid-up u3a members in attendance shall have a vote. Proxy voting can only be undertaken if allowed within the constitution. All contested elections will be decided by a secret ballot. You should give consideration as to how any votes made online will be counted – whether by an online poll or other method.

All other decisions will be by a show of hands and will normally require a simple majority of those present. However, motions involving constitutional changes or a motion to dissolve the u3a will require a larger majority. See the u3a's current constitution. In the event of a tie the Chair has a single casting vote.

Two tellers should be appointed at the start of the meeting to count votes in the hall should that be required.

## 6.7 Points of order

Points of order can be called only in cases of incorrect procedures, irrelevancy, or transgression of the standing orders. They must be raised immediately and addressed to the Chair. There shall be no other speech or discussion other than the ruling of the Chair on the point of order.





### 6.8 Points of information

Points of information may be raised by any member and may consist of information offered or asked of the speaker. They must be addressed to the Chair who will ask the speaker holding the floor to give way.

## 7 Document retention

Financial documents must be retained for at least six years. AGM reports, annual accounts and minutes should be retained for the life of the u3a. All committee meeting minutes should be permanently retained where possible. Electronic format, properly backed up, is satisfactory. It is important that records are properly kept and handed on to subsequent committees. The minutes can provide a useful reference point for future committees and where disputes or concerns arise over actions taken and decisions made.

<b>u3a</b>	<b>Committee Meetings, Annual General Meetings and Minutes</b>		The Third Age Trust
Version	Description of changes	Date of change	Review date
2.0	New FAQ added- 4.3, updated FAQs – 3.3, 4.2. 5 (intro), 5.1, 5.2 (formatting), 6.6. 09/11/2022 Minor changes for clarity/grammar throughout.		09/11/2023

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