

# **FORMBY U3A STANDING ORDERS**

**MAY 2018**

## **Overview:**

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**Appendix 1 – Overview of Trustee Responsibilities**

## **1. TRUSTEE PROCEDURES**

### **1A. Induction of New U3A Trustees (Committee members)**

#### **(i) The Role of a Trustee**

Before a member agrees to become a member of Formby U3A, it is essential that they are made aware that all committee members automatically become trustees of Formby U3A. However, Third Age Trust insurance policies do not provide indemnity cover for the legal liability of a trustee for any loss which results from a wrongful act when carrying out the duties of a trustee.

A trustee is responsible for the general control and management of Formby U3A and must carry out his/her duties within the context of the governing document i.e. the Formby U3A Constitution.

#### **An overview of a trustee's responsibilities:**

- Ensuring Formby U3A is carrying out its purposes for the public interest
- Comply with Formby U3A's governing document (constitution) and the law and act in the best interests of Formby U3A
- Manage Formby U3A resources responsibly
- Act with reasonable care and skill
- Ensure that Formby U3A is accountable
- Ensure that it operates in a manner that is consistent with its objects and purposes
- Act with care and diligence and in accordance with any legal requirements.

(See Appendix 1 for a comprehensive description of responsibilities.)

#### **(ii) What should induction include?**

As part of their induction new trustees should, where possible, be given:

- Guidance documents issued by the Charity Commission for U3As in England and Wales (The Essential Trustee CC3a/CC3) which give a good overview of trustee responsibilities.
- A copy of the Formby U3A constitution (essential)
- Minutes of previous 12 months meetings
- A copy of Committee Procedures and any job descriptions
- An overview on how different aspects of the Formby U3A are organised e.g. interest groups/monthly meetings/social events etc.
- Key policy documents – trustee code of conduct, disciplinary code
- Latest annual report and accounts

- Advice on where to find TAT information leaflets and advice sheets on such topics as insurance, data protection
- Advice on where to find resources available from the Third Age Trust (TAT)
- Dates of future committee meetings and AGMs

**(iii) When should it take place?**

As soon as practicably possible after our AGM and certainly before the first full committee meeting.

**(iv) Who should attend?**

Our officers should be present but the invitation could be widened to any other member of the committee who might find it useful to attend.

**1B. CODE OF CONDUCT FOR FORMBY U3A TRUSTEES (COMMITTEE MEMBERS)**

**(i) Introduction**

This code of conduct is an agreement between the organisation and the individual committee member which spells out the standards of behaviour expected. Current and new trustees should be asked to confirm their acceptance of the code which should be minuted.

**(ii) General Responsibilities**

- Trustees are recommended to read the Charity Commission leaflet CC3 entitled 'The Essential Trustee – what you need to know' which can be downloaded from the Charity Commission website. ([www.gov.uk/guidance/charity-trustee-whats-involved](http://www.gov.uk/guidance/charity-trustee-whats-involved)).
- Trustees must comply with Charity Law and the requirements of the Charity Commission as regulator.
- Trustees are expected to know, follow and promote the Principles of the U3A Movement at every opportunity.
- Trustees must always act in the best interests of Formby U3A and the U3A Movement, strive to uphold its reputation and never do anything which could bring Formby U3A or the movement into disrepute or expose it to undue risk.
- Trustees are expected to reflect the current organisational policy of Formby U3A, regardless of whether it conflicts with their personal views.
- Trustees are expected to abide by Formby U3A's governance procedures and practices.
- Trustees must never derive any pecuniary benefit from being a trustee and must notify the Chairman of any gifts received.
- Trustees are expected to use Formby U3A's resources responsibly and only to further its stated charitable objects/purposes.
- Trustees should inform the Chairman before accepting an invitation to speak on behalf of the U3A.
- Trustees will respect both the authority of the Chairman in the role of meeting leader and accept majority committee votes as final.
- Trustees are expected to treat fellow committee members courteously and maintain a respectful attitude towards the opinions of others.
- Organisational, committee and individual confidentiality must be respected at all times.

**(iii) Specific Responsibilities**

- **Committee Meetings - Preparation for and Attendance**  
Trustees are expected to study the agenda and all supporting papers prior to the meeting and strive to attend all meetings.

- **Conflict of Interest**

Trustees must declare a conflict or possible conflict of interest at the start of the committee meeting or at the earliest possible opportunity. The Chairman will then decide whether to exclude the trustee from a particular item or even from the whole meeting. In the event that the Chairman has a conflict of interest, then the committee should request the Vice-Chairman to rule on the matter.

- **Confidentiality**

In order that all trustees feel comfortable expressing their views and ideas it is essential that everybody maintains complete confidentiality outside the committee at all times. The decisions made by the committee are minuted and once approved, the minutes are available on request to members.

- **Corporate responsibility**

No matter what individual trustees' opinions or voting choices are, once an item is approved by the committee, all trustees must accept it as decisive and final and not comment further outside the committee environment.

## **1C. Procedure to be followed in the case of a breach of the agreed Code of Conduct by a Trustee.**

### **(i) Reported Breach of the Code of Conduct**

In the event of a report of any trustee allegedly breaching the code of conduct or if a breach becomes apparent, the Chairman should immediately appoint two trustees to investigate and report back. The result of these investigations must not be disclosed to any other trustees at this stage.

**NB. If the complaint concerns the Chairman, then the Officers acting as a group should take responsibility.**

For minor breaches of the code, the Chairman shall use his/her best endeavours to resolve the problem amicably and quickly, through an informal chat with the trustee in question, especially if the breach has occurred during a committee meeting and therefore requires no prior investigation. However, even an informal discussion should not be vague. The problem or issue needs to be identified and the views of the trustee should be heard but the Chairman must make clear what is required going forward and the consequences of repeating the behaviour in question. A written record of the informal discussion should be kept by the Chairman, but it should be stressed that this is not part of any formal disciplinary procedure.

However, if this process is not effective in reaching a solution or if it is felt that the breach is serious enough to require formal disciplinary action, the committee should be fully briefed and an agreement reached on the action to be taken.

### **(ii) Disciplinary Procedure**

**Level 1** - A verbal warning which makes clear the nature of the unacceptable behaviour and includes a warning about future conduct and the consequences of non-compliance

**Level 2** - A written warning from the Chairman, on behalf of and agreed by the committee, itemising the unacceptable behaviour, stating the improvement required with immediate effect and the consequences of continued non-compliance.

**Level 3** - A final written warning as above, which states that if the behaviour is repeated again the trustee will be asked to leave the committee, with immediate effect.

**Level 4** - The trustee is asked to leave.

### **(iii) Right of Appeal**

At each stage of the formal disciplinary procedure there is a right of appeal providing it is lodged within a 7 day period. This can take the form of written representation or the desire for a right of reply.

### **(iv) Hearing an Appeal**

If a decision is appealed, the trustee should be given the opportunity to attend a specially arranged committee meeting, with a friend if so desired, who may also speak. Reasonable notice must be given of the agreed date and at the meeting the Chairman should summarise the issue and invite the trustee to state his/her case.

The trustee should then be informed when a decision will be communicated.

The matter should be fully discussed, taking into account any mitigating circumstances. Once a decision is reached the trustee should be informed in writing.

**The committee's decision following any appeal is final and absolute confidentiality must be maintained.**

### **(v) In the event of a formal disciplinary procedure:**

- All actions taken must be documented
- You must at all times act fairly and even-handedly
- All decisions must be made by the committee.

## **2. GUIDANCE IN THE EVENT OF PROBLEMS/GRIEVANCES WITHIN FORMBY U3A**

In any organisation, problems and grievances will occur from time to time and it is important that members know where to turn for help, advice and support, so that whatever the issue, it can be dealt with quickly and objectively and appropriately.

### **(i) PROBLEMS WITHIN AN INTEREST GROUP**

Problems can arise within a group e.g.

- Disruptive and/or unsocial behaviour
- Poor attendance/timekeeping
- Unsuitability
- Failure to pay fees
- Disagreement between members

and in most cases the Group Leader will be able to sort it out by talking to the member/members in question and resolving it informally and amicably. If this fails and the problem persists the Group Leader should refer the matter to the committee. The Group Leader should not allow a situation to continue which impacts on other members of the group.

**GROUP LEADERS SHOULD NOT HAVE THE AUTHORITY TO EXCLUDE A MEMBER FROM THE GROUP**  
**If a Group Leader considers that such a situation arises with a group member, the matter should be reported as specified above.**

### **PROBLEMS WITH THE GROUP LEADER**

Initially the member/members should try to resolve the problem by discussing it with the group leader. However, if this is unsuccessful or if the member/members involved feel unable to do so, the matter should be referred to the Groups Secretary.

## **(ii) PROBLEMS WITHIN THE FORMBY U3A AS A WHOLE**

- Member to member
- Member and the committee
- Member and an individual trustee
- A member who brings Formby U3A into disrepute or acts in a way which is prejudicial to the U3A movement
- A member who causes damage to property and/or equipment through misuse/negligence etc. The above should all be referred to the designated trustee in the first instance unless that person is personally involved, in which case, the Hon Secretary or Vice Chairman should take over.

## **(iii) INITIAL PROCEDURE WHEN A PROBLEM/GRIEVANCE IS REFERRED TO A GROUP LEADER or CHAIR.**

- Establish the facts quickly, consulting as many people as possible
- Have an informal discussion with all concerned to summarise the problem, hear everybody's views and clear the air
- If it is felt that there is a case to answer but that nevertheless it is a relatively minor issue, it must be made clear to all present that there must be no repeat of the sort of actions/behaviour which led to this problem
- If it is felt that the situation warrants a more formal approach or a particular course of action e.g. exclusion from an interest group, the matter should be reported to the committee which will agree a course of action.

## **(iv) Committee Procedures for resolving Grievance/Problems**

- The relevant people should be invited to a committee meeting, accompanied by a friend if required.
- The matter should be fully discussed with the individual/individuals concerned who shall be given the opportunity to state their case
- Written records must be kept
- The committee will then take into account any mitigating circumstances and make its decision which should be communicated in writing.

## **(v) POSSIBLE FORMS OF DISCIPLINARY ACTION**

Level 1 - a verbal warning about future conduct by an elected officer with another officer present, which should be confirmed in writing

Level 2 - a written warning which clearly states what will happen if the situation is repeated

Level 3 - a final written warning

Level 4 - exclusion from an interest group

Level 5 - termination of Formby U3A membership

Ideally most problems should be sorted out either through an informal chat or through Levels 1 or 2.

**However, in the case of an extremely serious proven misdemeanour, for example,**

- Sexual/racial abuse, discrimination, harassment, bullying
- Dangerous or violent behaviour
- Falsification of expense claims
- Theft
- Malicious damage
- Conduct which brings Formby U3A into disrepute or is prejudicial to the U3A or the running of the Formby

U3A the committee has the right to move immediately to Level 3-5.

#### **(vi) RIGHT OF APPEAL**

Before a member is excluded from an interest group or has his/her membership terminated, a right of appeal should be offered. An appeal, providing it is lodged within a 7 day period, can take the form of written representation for the committee to consider or a request for a right of reply. If it is the latter, a meeting of the whole committee should be called and the member(s) in question should be asked to attend accompanied by a friend/friends who may also speak. The whole issue should be summarised and then the member(s) given the opportunity to speak, along with the supporter(s) if so desired. In both cases, the committee will review its decision, taking into account any mitigating circumstances, and then make a final decision, which must be communicated in writing.

#### **PLEASE REMEMBER THE FOLLOWING**

- Ensure that every action taken is documented
- Problems and grievances must be dealt with quickly and fairly  
Every effort must be made to settle the issue without having to resort to formal disciplinary action
- Confidentiality should be maintained

### **3. AGM Procedures**

(i) A member who has paid the annual membership fee may propose a motion (other than to dissolve Formby U3A), provided it is seconded by another member who has paid the annual membership fee. The motion shall be carried by a simple majority of the membership present at the meeting, plus proxy votes. In the case of a tie, the Chairman shall have a second or casting vote.

(ii) Proxy Voting. Proxy voting may be allowed to any member who cannot attend the Annual General Meeting. Proxy forms should be available at the December and January meetings, and at any time prior to the AGM, and such requests must be made to the Secretary. Proxy forms must be lodged with the Secretary on or before the date of the AGM, for the counting of the resolutions at the AGM.

(iii) The formal notice of the Annual General Meeting shall give at least 21 days notice. This notice shall be given at the February meeting, in the February Newsletter and on the Website.

(iv) Should the nominations for positions on the Executive Committee exceed the vacancies, the decisions about appointments shall be taken by ballot at an AGM.

### **4. GROUP FINANCES**

(This is a summary of relevant sections of the document entitled 'U3A MEMBERS AND GROUPS' sent to Group Leaders in November 2014 – THIS SECTION IS TO BE UPDATED IN 2018 BY THE FINANCE SUB-COMMITTEE TO ENSURE COMPLIANCE WITH OUR LEGAL REQUIREMENTS AND TAT ADVICE WHERE NECESSARY)

In accordance with Finance Paragraph 11 (iii) of Formby U3A Constitution 2014, the following financial controls and procedures have been agreed and accepted for the operations of Group Finances.

(i) Groups carry on as they are at the moment and will be responsible for their own financial affairs with no money being transferred to the main U3A account.

(ii) Groups that handle relatively large amounts of money (reserves of £150 or more) must operate a separate bank account, with or without U3A in the account name, and will have to keep records of receipts and expenditure and allow these to be examined and reconciled with the bank account by a

committee member/trustee on an annual basis. Groups that operate across Formby U3A, e.g. Outings and Theatre Groups, will have their accounts examined every six months and the results reported on a net accounting basis and recorded in a separate section of the main Formby U3A accounts. The Executive Committee, in particular the Treasurer, must be notified of the existence of all such Group accounts by the Group Leader or those responsible for operating the account.

(iii) Groups that handle small amounts of money e.g. collecting £1 to cover room hire, equipment etc. should spend all their income for the benefit of the group members. Any reserve fund should not exceed £150 and can be disposed of in a way that is agreeable to all group members. In this context, if collecting money for an occasional group event, reserve fund means the money remaining once expenses have been paid.

(iv) If a Group decides to wind itself up, those in membership of the Group need to agree on how to dispose of any assets once any outstanding debts has been paid. The normal expectation would be that the money would be passed to the U3A Treasurer (perhaps with a provision that if a replacement group is formed the Committee would consider providing the equivalent to the new Group). The other options which could be considered include: sharing it between existing Group Members, donating cash and/or equipment to similar U3A groups or donation to a charity selected by the Group.

(v) If a Group decides on a trip which may include overnight stays, lunch, hall hire etc., then the following points need to be emphasised. Although the public liability element of the insurance still applies, there is no cover for a default by a coach company or hotel and there is no travel insurance element (e.g. someone being unable to travel because of illness). It is for Groups to decide how to organise their events but the following may be helpful:

(vi) Car sharing (whereby passengers make a voluntary contribution towards the cost of the fuel) is perfectly legal and is covered by normal car insurance. However, any driver with any concerns about this should make prior contact with their Insurance Company, but in all cases the contribution must be demonstrable to be a voluntary cost sharing contribution. Any compulsory charge could be construed as plying for hire and thus invalidate the driver's insurance.

(vii) Formby U3A members considering organising a trip, lunch, hall hire etc. should be clear and make it clear to participants, whether this is an official Formby U3A Group trip in which case the insurance via U3A will operate, or a private venture by a number of friends who happen to be in U3A.

If it is a Formby U3A event and thus entitled to U3A insurance cover, then it is the responsibility of the person organising the event, Group Leaders or assistant, to report the event to the Treasurer: repeat and regular events need only to be reported once.

U3A Insurance Policies only indemnify U3A members who, in connection with their 'business' of U3A activities, become legally liable as a result of accidental injury or death of a person, loss or damage to property not belonging to them and the loss of any U3A cash. If you wish to arrange a U3A holiday, it is recommended that it be done through a bonded travel agent/tour operator. Individual members must arrange their own travel insurance to cover if holidays are arranged.

If 'freebies' are available, it is assumed that these will be shared out among those taking part in the trip.

#### **5. Non-Members attending Group Activities.**

This section covers certain restrictions on attendance at U3A activities as required by the U3A Insurance Policies and as agreed by Formby U3A committee.

- i. Non-members can attend groups, meals and outings on two separate occasions.
- ii. A member can be accompanied by an assistance dog or a carer with the proviso that the carer would not normally be expected to take part in the activity.
- iii. Children are not allowed to attend U3A activities.
- iv. A member may be accompanied by a dog on walks with the agreement of other members of the Group.
- v. Members of other U3As may occasionally participate in an outing or other organised trip if there are vacancies and it is to the advantage of Formby U3A that the places are filled
- vi. Group Leaders must ensure that all members of their group, with the exceptions mentioned above, are fully paid up members of Formby U3A i.e. that they are in possession of a current membership card.

#### **6. Risk Assessments for U3A Activities**

There is no formal requirement to do these but the Third Age Trust has prepared a set of checklists. Copies of these can be obtained from the U3A website or by approaching a member of the Formby U3A Committee.

## **Appendix 1 Overview of Trustee Responsibilities**

### **1. Ensure your charity is carrying out its purposes for the public benefit**

You and your co-trustees must make sure that the charity is carrying out the purposes for which it is set up, and no other purpose. This means you should:

- ensure you understand the charity's purposes as set out in its governing document
- plan what your charity will do, and what you want it to achieve
- be able to explain how all of the charity's activities are intended to further or support its purposes
- understand how the charity benefits the public by carrying out its purposes

### **2. Comply with your charity's governing document and the law**

You and your co-trustees must:

- make sure that the charity complies with its governing document
- comply with charity law requirements and other laws that apply to your charity

You should take reasonable steps to find out about legal requirements, for example by reading relevant guidance or taking appropriate advice when you need to.

Registered charities must keep their details on the register up to date and ensure they send the right financial and other information to the commission in their annual return or annual update.

### **3. Act in your charity's best interests**

You must:

- do what you and your co-trustees (and no one else) decide will best enable the charity to carry out its purposes
- with your co-trustees, make balanced and adequately informed decisions, thinking about the long term as well as the short term
- avoid putting yourself in a position where your duty to your charity conflicts with your personal interests or loyalty to any other person or body
- not receive any benefit from the charity unless it's properly authorised and is clearly in the charity's interests; this
- also includes anyone who is financially connected to you, such as a partner, dependent child or business partner

### **4. Manage your charity's resources responsibly**

You must act responsibly, reasonably and honestly. This is sometimes called the duty of prudence. Prudence is about exercising sound judgement. You and your co-trustees must:

- make sure the charity's assets are only used to support or carry out its purposes
- not take inappropriate risks with the charity's assets or reputation
- not over-commit the charity
- take special care when investing or borrowing
- comply with any restrictions on spending funds

You and your co-trustees should put appropriate procedures and safeguards in place and take reasonable steps to ensure that these are followed. Otherwise you risk making the charity vulnerable to fraud or theft, or other kinds of abuse, and being in breach of your duty.

## **5. Act with reasonable care and skill**

As someone responsible for governing a charity, you:

- must use reasonable care and skill, making use of your skills and experience and taking appropriate advice when necessary
- should give enough time, thought and energy to your role, for example by preparing for, attending and actively
- participating in all trustees' meetings

## **6. Ensure your charity is accountable**

You and your co-trustees must comply with statutory accounting and reporting requirements. You should also:

- be able to demonstrate that your charity is complying with the law, well run and effective
- ensure appropriate accountability to members, if your charity has a membership separate from the trustees
- ensure accountability within the charity, particularly where you delegate responsibility for particular tasks or decisions to staff or volunteers

## **7. Making decisions as a trustee**

Charity trustees make decisions about their charity together, working as a team. Decisions don't usually need to be

unanimous as long as the majority of trustees agree. They're usually made at committee meetings

You and your co-trustees make decisions about your charity, you must:

- act within your powers
- act in good faith, and only in the interests of your charity
- make sure you are sufficiently informed, taking any advice you need
- take account of all relevant factors you are aware of
- ignore any irrelevant factors
- deal with conflicts of interest and loyalty
- make decisions that are within the range of decisions that a reasonable trustee body could make in the circumstances you should record how you made more significant decisions in case you need to review or explain them in the future.