

# York u3a AGM March 2025 Minutes

## 1. Confirmation of quorum (36 members)

The meeting was confirmed as being quorate.

## 2. Welcome

Those present, both in person and online, were welcomed by the Chair to the York u3a AGM for the year ending July 2024.

Apologies were recorded from *Phil Walters*.

## 3. Voting procedure

The Chair indicated that when it came to voting all members, whether present in person or online, should vote by holding up their hands and waiting to be counted.

## 4. Receive and approve the Minutes of the year ending 2023 AGM held in March 2043. (These had been posted in good time on the York u3a website at <https://york.u3asite.uk/wp-content/uploads/2024/05/AGM-2024-draft-minutes.pdf>)

The meeting voted to approve the minutes of the March 2023 AGM.

## 5. Receive and consider the Chair's Report

The Chair's report was read out and is quoted verbatim below:

This is my first report as Chair of York u3a. Whilst I was only Chair for the 3 months leading up to the financial year end of 31st July 2024, I had been Secretary prior to that and worked closely with the previous chair, David Maughan Brown. Thankfully, that means I can report on the full year and not have to embarrass myself by leaving 9 months of activity out of my report. In my attempt not to send you to sleep, you will be pleased to hear that I am not going to give a blow-by-blow account of all that has happened over the year, rather this will be a summary.

2023-24 has been a successful year for our u3a and you will be hearing from our Treasurer shortly about our financial position.

2023 saw the establishment of the Board of Trustees, the first meeting being held in November 2023. Since then, the Trustees have provided careful oversight of the day-to-day operations. The minutes of all the meetings are available on the York u3a website but in summary, they have overseen the finances, developed Reserves, Expenses, Internal Financial Controls and Environmental Policies as well as introducing a Disciplinary Procedure. I mention the policies as we have had to introduce a number of these to meet both the requirements of the Charity Commission but also to make sure that we satisfy the demands of the u3a insurers. The Environmental Policy, however, is one that aims to make us more environmentally aware and to make whatever contribution we can to reduce our carbon footprint, I would urge you to read it. The introduction of the financial policies has meant some changes to how we operate, and we appreciate the support of all of

you who have helped us introduce those changes. I recognise that this has been challenging for some, and we continue to work with those who need more time and support during the transition.

The Board of Trustees is always mindful of the Members Code of Conduct, this applies to all members and if you haven't seen it, you can find it on our website. In essence though, along with the need to follow our policies, members should always act in the best interests of York u3a. An important part of the code is that all members treat each other with dignity and respect. I find it heart-warming to work alongside fellow trustees who uphold this code, and I sincerely hope this is your experience when you interact with other members.

One of the key pieces of work that the Trustees started during the year was to consider a change in charitable status and you will hear more about this later.

In terms of our u3a's day-to-day activities, our membership saw continuous growth, growing at 3.5% over the year. As a result, we have continued to move towards the pre-pandemic number of 1800, in fact, I have just been told we have now hit that marker.

Attendance at our Saturday Talks both in the hall and by Zoom remains constant. It has been pleasing to see those attending on Zoom making a voluntary contribution to the costs involved, because of this and a small increase in the cost of attending, we are now covering our costs for these events. Our Socials have also continued to be met with enthusiasm, and we often have to turn people away, which we are working to address, potentially finding a larger venue to accommodate more members. My thanks go to Liz Swinbank who has done such an excellent job in organising the Saturday Talks and to Anna Baldwin who supports her. Anna has also been key to the success of the Saturday Socials. The Saturday Talks are also supported by the front of house team so ably led by Carol, thanks to all of you.

Both the UK and International Travel Groups have provided members with a wide range of travel options, day trips and short breaks in the UK along with longer trips overseas. Because of the enthusiasm our members have for travel we also benefit from the income we receive back from trips booked through Riviera travel. My thanks go to Sheila McKilligan and her team for all the effort put into organising and facilitating these trips.

The core of our activities though sits with the Interest Groups. These continue to enhance the lives of our members. Our Groups Coordinator, Samantha Triggs has shown boundless energy and enthusiasm in working with members to introduce new groups. We have seen the introduction of groups such as "How not to age" and "Map Reading and Navigation". I had wondered if the former was the sharing of some type of magic potion, but I was relieved to hear it was about making positive lifestyle choices, but maybe I'm a little disappointed too. I cannot say a big enough thank you to the Group Leaders who take on the responsibilities of organising our Interest Groups. Without you we would not be the success that we are. Thank you all.

In July the u3a held their first national Festival, Festival 24. It was held at the campus at the University of York, and I'd like to make special mention of the group leaders Richard Taylor and Ian Watson, who supported the event by putting on excellent walks around the city. I'm already looking forward to Festival 26.

Our Equipment Manager, Quinn Smith, who is so ably supporting this AGM along with his team of volunteers has purchased new equipment for the groups, for

example, a new keyboard and investing in hearing loops. He has also been busy updating the laptops with the latest software to make sure volunteers and Group Leaders can make presentations and use Zoom, which is now such an integral part of how we communicate. Quinn and his team also support the numerous events that we hold, they are an essential part of what we do, and this is my opportunity to thank them.

As always, it has been a challenge recruiting for the trustee roles, so in early 2024 we put on a "Meet the Team" event where members could come and meet the trustees and find out what we do. It was well received by both the trustees and the members who met with them. We enjoyed several cups of tea and, more importantly, managed to recruit for some roles. Unfortunately, after last year's AGM, we still didn't have a full complement of trustees, but I am pleased to say that, for the first time, it is looking like, at least for the next year, we will have a full team.

Those of you who attended last year's AGM may remember that we had an Acting Treasurer in post. Kathryn Surtees held the fort for us until we were able to recruit to in July of last year, just in time for the financial year end. Andrew Pilot picked up the baton (you'll hear more from him soon) and Kathryn continued to support. My thanks to both for all the hard work they have done. Both have steered us through the inspection by the Independent Examiner and, I am pleased to say, we passed without any material issues being raised.

I have picked out a few people in this report to say special thanks to but I would also like to pay tribute to, and express my thanks and appreciation to, all the volunteers who keep us functioning, all of our Operational Team, our Office Volunteers and the Office Coordinator, Mo Sandland; Meeting House gardeners and Friends Meeting House catering team and all our other ad hoc volunteers. . Thanks also go to the Board of Trustees and the Minutes Secretaries who support the meetings. They have supported me as incoming Chair and are helping shape the future of York u3a and it is a pleasure to work with them. I am bound to have inadvertently left someone out, for which I apologise.

Thanks are also due to Chris Williams and Ian Atherton from the Central Methodist Church who have helped with the arrangements for our talks, and to Tracey Sharp from the Friends Meeting House, for her years of help and cooperation.

So, what does the future hold?

With your approval, we will have two new trustees this year. Jenny Slee has been nominated to join the Board of Trustees; she comes with many years of experience as a trustee and brings a wealth of legal expertise. We have also appointed an Events & Volunteering lead, you will no doubt have received emails from Beryl Oppenheim already. She is already showing her worth, developing more social events, including events during the week, and she is looking at other venues and types of events. We have, at last, recruited to the positions of Secretary (Alice Leyland) and Communications Trustee (Phil Walters). All of these are standing for election along with those who seek to continue in their current roles, me included.

We are now focusing on moving forward and we are seeking out opportunities to use the excess money for the benefit of members. We are looking at several things, we want to ease things, such as payment methods. By making card payment more widely available it helps both our members and the cashier. We are heavily reliant on cash payments now and need to move to the 21st century. We will take care to

ensure that those members who prefer to pay by cash or cheque can continue to do so.

Another avenue we are exploring is the use of ticketing systems. By using a ticketing system for some events, we will reduce the number of emails that have to be managed for each event. These can number in the hundreds, a massive task for one volunteer to handle.

We are also looking at finance systems to see if we can reduce the administrative burden on the Treasurer. This role, and the supporting finance roles, are ones we always struggle to recruit to, and we are seeking solutions to overcome this, including using and paying for, external support.

The most important thing to announce is the introduction of an honorary membership. We recognise the contribution that our members make, not just the financial one, so, from the July 2025 renewal date, I am delighted to announce that we will be offering all members who have been with us for over 30 years, free membership. We currently have 17 members who fall into that category.!

My final thanks are to all of you for your attendance at this AGM, both in person and virtually. That concludes my report, I will be very happy to try to answer any questions.

The Chair's report was received and considered by the meeting.

No questions were raised.

**6. Receive and consider the Treasurer's Report and the Annual Accounts for the year ending 31 July 2024. The full Annual Report to the Charity Commission can be viewed on our website at <https://york.u3asite.uk/wp-content/uploads/2025/03/York-u3a-TAR-ye-Jul-2024.pdf>.**

The Treasurer's report was recorded and is quoted verbatim below:

Treasurers Report for the Accounts to 31 July 2024 for the York U3A AGM on 12 April 2025

Good afternoon, ladies & gentlemen. This is a recording of the Treasurers report. The recording is in 3 parts, so please allow Quinn time at the changeovers. And I shall allow Quinn time in this recording to change slides.

This report relates to the accounts for our last completed Financial Year from 1 August 2023 to the end of last July 2024. Although there is also a bit at the end about how we're doing this financial year.

2023-24 was a year of change in the Treasury department at York U3A, with a new Treasurer at the start of the year and another Treasurer at the end. Continuity was a high priority for the year and there was little opportunity for looking to the future.

Also during this year, there was uncertainty about our office space. Our rental contract needed to be renegotiated. A £50k reserve had been defined for the prospect of having to move offices. But by the end of the year, an excellent new 10 year contract had been agreed and signed with the owners. So we're happy to say that we can stay put for now.

The accounts to be shown and the accounting method used here at York U3A, is cash accounting not accrual. So, the figures you see relate to exactly when the money moves, not when the money is for. An example of the difference being that we receive the majority of our membership fees in the financial year before it is due

Let's look at slide1 receipts and payments during the year.

Section A Receipts and payments						Change	
	Central Funds	Groups	Other	Total funds	Last year		
	to the nearest £	to the nearest £	to the nearest £	to the nearest £	to the nearest £	£ (Adverse) / Favourable	%
<b>A1 Receipts</b>							
<i>Total receipts</i>	65,880	85,090	-	150,970	107,657	43,313.00	40.23%
<b>A3 Payments</b>							
<i>Total payments</i>	43,856	86,364	-	130,220	104,477	(25,743.00)	(24.64%)
<i>Net of receipts/(payments)</i>	22,024	(1,274.00)	-	20,750	3,180	17,570.00	552.52%

During 2022-23, the previous financial year, the annual receipts had fallen, and the five-year forecast at that time was that, if receipts continued to fall, we would be in deficit by the end of the five-year period.

As a result, the decision was taken at the end of that year to increase membership fees to £17.50. There was uncertainty about whether membership numbers would grow given the price increase. However, membership numbers have continued to rise at about 3.5% per annum.

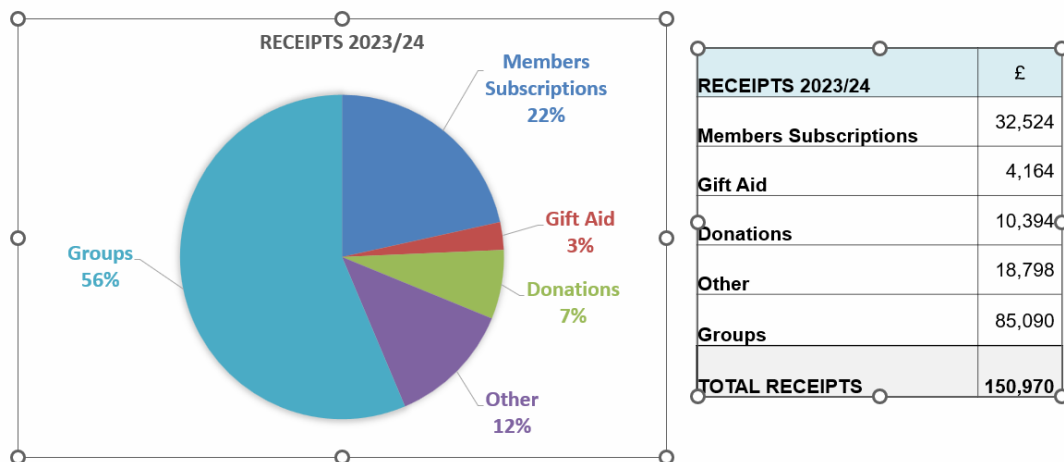
There was also a drive by the membership secretary for early renewal for the forthcoming 2024/25 year.

These all combined to produce an income of £150,970 for the 2023-24 year (the 4th column). A rise of around 40% over the previous year (6th column).

Our increase in expenditure (25%) was mostly due to increased group activities, inflation and rent.

This meant that overall, our funds increased by £20,750, compared to the previous year of £3000. This left us in a comfortable financial position last summer.

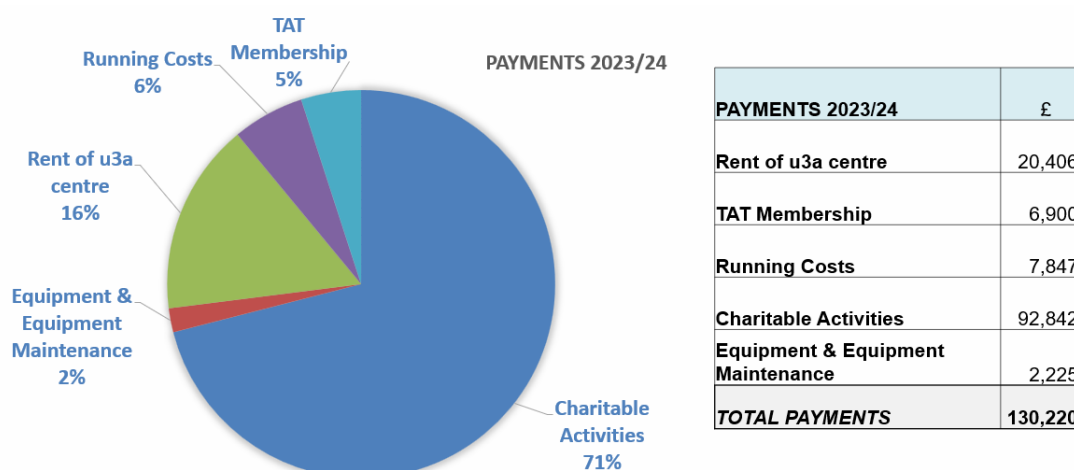
Let's look at slide2, the breakdown of receipts



As you can see, the vast majority of the income came from our groups. But on the next slide, you will see that this was mostly turnover, not profit. Whereas the other incomes were nearly all profit.

We received income from gift aid and donations. The “other” income was made up from the money we received back from Riviera Travel, bank interest and from events like Saturday Talks

Let's look at slide3 – outgoings for the year



Charitable activities include the costs for Group Expenses (93%), Saturday Talks and Socials, New Members meetings and other events, e.g. the Open Day.

As it says on the slide, charitable activities are for the most part made up of group costs. Groups that meet outside the office run on a break-even basis.

Those in the office contribute towards office rent. Group income exceeded outgoings by about £10k, but the Fell & Woolman cost us about £14k, so they run at a slight loss. Nevertheless, given our healthy financial position, there is no intention to increase group fees currently.

Running costs are mostly made up of printer charges, card fees, office costs.

Let's look at slide4, money held by York U3A

Section A Receipts and payments					
Net of receipts/(payments)	22,024	(1,274.00)	-	20,750	3,180
A5 Transfers between funds	-	-	-	-	-
A6 Cash funds last year end	92,417	10,456	-	102,873	99,693
Cash funds this year end	114,441	9,182	-	123,623	102,873

We hold 3 central bank accounts, and some groups hold their own bank account. The totals column is at the end and it can be seen that at the end of the last financial year we held £123,622, an increase of £20,750 on the start of the year.

The 2023-24 financial year ended with York u3a holding unrestricted reserves of circa £94,500, this was an increase on the previous year by £20830. This was in large part due to the £50k held for premises uncertainty explained earlier.

The remaining £44,500 of reserves cover charity commitments.

As stated previously, we ended the year 23/24 in a very comfortable financial position.

So now, let's look at the future starting with slide 5.

Extract from 2024-25 Management Accounts as at 31st December 2024						
Central Funds only						
Section A Receipts and Payments						
	Annual Budget	Period Budget	Period Actual	Period Variance	Year End Forecast	Y/End Variance
Receipts	£67,233.60	£19,826.77	£17,340.42	£2,486.35	£64,101.51	-£3,132.09
Payments	-£49,040.15	-£12,127.47	-£11,721.67	-£405.80	-£49,040.15	£0.00
Net	£18,193.45	£7,699.30	£5,618.75	£2,080.55	£15,061.36	-£3,132.09
	Annual Budget	Period Budget	Period Actual	Period Variance	Year End Forecast	Y/End Variance
Opening Bank and Cash	£114,440.46	£114,440.46	£114,440.46		£114,433.16	
Net Receipts/(Payments)	£18,193.45	£7,699.30	£5,618.75		£15,061.36	
Closing Bank & Cash	£132,633.91	£122,139.76	£120,059.21		£129,494.52	

The bottom line of this chart shows total money expected in the bank accounts if the years continue as did 2023/24.

It can be seen that this forecast predicts that York u3a will be holding something over £180k of members' money, if years continue as did 2023/24.

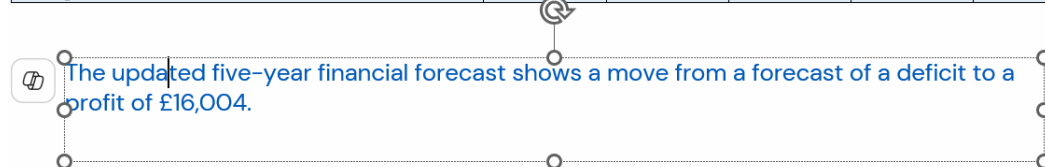
The new contract signed last year will come into force next financial year. This will cause an increase of £4k per annum on our rent

The overall forecast for this financial year is that receipts are expected to total £67k and payments to total £51k. The forecast is for £130k to be held as a combination of bank and cash by year end

So, are we performing this year as expected?

Let's look at slide 6.

	2024-25	2025-26	2026-27	2027-28	2028-29
	Forecast	Forecast	Forecast	Forecast	Forecast
Income Total	£67,273.60	£68,562.58	£69,889.58	£71,256.58	£72,664.58
Expenditure Total	(£51,269.37)	(£53,804.00)	(£55,400.00)	(£57,042.00)	(£58,736.00)
Net	£16,004.23	£14,758.58	£14,489.58	£14,214.58	£13,928.58
Opening Balance (Coop & Scottish Widows & Petty Cash)	£114,433.16	£130,437.39	£145,195.97	£159,685.55	£173,900.13
Net Income/Expenditure	£16,004.23	£14,758.58	£14,489.58	£14,214.58	£13,928.58
Closing Balance	£130,437.39	£145,195.97	£159,685.55	£173,900.13	£187,828.71



These are the management accounts taken at the end of January this year – ie. half way through the financial year.

The last column shows the variance from expected and as can be seen; we are £2,598 down on income this year. This is not due to less membership, but more likely due to early membership renewals in the previous financial year. This would have inflated last year's figures to the detriment of this year and suggests that the 5-year forecast may be an overestimation. We'll have a better idea by the end of this financial year.

We are aware that we hold a large amount of members' money and over £90,000 in reserves. Our aim is to reduce this and use any excess money for the benefit of members as referred to in the Chair's report this includes initiatives such as Honorary membership.

One of our main challenges to running the charity is not financial but resources. The accounting workload to run a charity of this size and complexity is quite significant and heavily dependent upon members coming forward to assist, something we always have a problem with. To overcome this the plan is to buy & install a finance package that will reduce the dependency on members coming forward as volunteers.

That concludes the Treasurer's report.

The Treasurer's report was received and considered by the meeting.

No questions were raised.

## **7. Resolution to Change York u3a Charity Structure**

The Chair informed the members that they are called upon to vote on a proposed change to the York u3a charity structure and name.

She made the following statement:

University of the Third Age - York is currently registered with the Charity Commission as an unincorporated charity. As an unincorporated charity, if things go wrong, the members and trustees may be held personally liable for any debts or liabilities.

Trustees in particular are at risk of this as they are responsible for the decision making for University of the Third Age - York.

To minimise that risk it is proposed that we become a Charitable Incorporated Organisation (CIO). This would involve dissolving the current charity and setting up a new one with a different name and charity registration number. It is proposed that the name be changed to York u3a, this is in keeping with the national movement away from using University of the Third Age. A new constitution would also be required and is on the agenda.

Another advantage of becoming a CIO is that it gives a charity legal capacity to do things in its own name because it is a legal entity with separate legal personality. This means it can employ staff, own freehold property and take on leasehold property, and enter into commercial contracts (to provide services and buy or sell goods) in the charity's name.

As a CIO would be empowered to fund raise, should we need to do so in the future.

Advice has been sought from the Charity Commission, the Third Age Trust and Crombie Wilkinson Solicitors. All of whom see no issues or risks with the proposed change. The Board of Trustees have approved this change.

In real terms there would be no change for members should this resolution be adopted. Members would still have the same voting rights.

Questions were raised as follows:

**How will the bank accounts be managed during the change?**

We will be able to run the bank accounts in tandem.

**What is the timing for this change?**

It depends on the Charity Commission but it should happen within the year.

**What are the legal costs likely to be?**

We have had some legal costs for advice but we should be able to manage the transition ourselves.

The meeting approved the resolution to change the charitable status to that of a CIO.

**8. Resolution to adopt the Charities Commission model constitution for a Charitable Incorporated Constitution.**

The CIO model constitution has been reviewed and compared to the existing York u3a constitution. No significant changes could be found. The Board of Trustees have approved the adoption of the Charity Commission CIO model constitution and recommend it to the membership.

There was one question:

**Will York u3a still be a charity and will I still be able to leave a legacy in my will to the CIO?**

Yes, York u3a will be a charity and can receive legacies and donations.

The meeting approved the resolution to adopt the Charities Commission model constitution for a CIO.

**9. Election of Board of Trustee members**

As required by the constitution, the following Trustees were standing for election, re-election, proposed, and seconded by other members of the committee.

There have been no nominations for the vacancy of Membership Trustee.

One nomination has been received for the role of Trustee without portfolio.

<b>Name of Trustee</b>	<b>Role</b>
Alice Leyland	Secretary
Beryl Oppenheim	Events & Volunteering Trustee
Andrew Pilot	Treasurer
Karen Sawyer	Chair
Jenny Slee	Trustee
Quinn Smith	Equipment & Technology Trustee
Samantha Triggs	Groups Trustee
Philip Walters	Communications Trustee

The meeting elected the Trustees.

The following person is not a Trustee but has been invited to attend committee meetings and undertake the role listed:

<b>Name</b>	<b>Role</b>
Phillip Firth	Minutes Secretary

**10. Appointment of Examiner of Accounts**

The committee proposed the re-appointment of Hunter Gee Holroyd as the Examiner of Accounts.

The meeting approved the appointment.

**11. Any other business**

No other matters were raised.

The meeting was closed at 12.15 pm.