



CONSTITUTION

Date : August 2005

1.0 NAME

The association shall be called THE OLD THOMIANS' ASSOCIATION IN THE UNITED KINGDOM (hereinafter referred to as the "Association")

2.0 OBJECTS

The objects of the Association shall be:-

- 2.1 To advance the education of the pupils of the College, by providing and assisting in the provision of facilities for education at the college not normally provided for by the Governors, and the provision of prizes for educational achievement.
- 2.2 To provide scholarships at the College.

3.0 MEMBERSHIP

- 3.1 Any person interested in actively furthering the Objects of the Association and Contributing an Annual sum known as the Annual Membership Fee may be a member of the Association provided that they have attended any of the three Schools. Offspring of Old Boys and teachers of the school are permitted to be Members of the Association provided that the Annual Membership Fee is paid for that particular financial year.
- 3.2 Members who have not paid their Annual Membership Fee by a date determined by the Honorary Treasurer as the cut off date for such fees will CEASE to be a member of the Association for that particular financial year
- 3.3 Any member who has ceased to be a member of the Association by default as in 3.2 will be liable to a rejoining fee in addition to the Annual Membership Fee, if they so wish to rejoin the Association. The rejoining fee will be determined by the Executive Committee and will be set out at the Annual General Meeting.

4.0 OFFICE BEARERS

- 4.1 The Officers of the Association shall be Patron, Vice Patron, President, Vice President, Honorary Secretary, Honorary Treasurer and Sports Co-ordinator.
- 4.2 The Executive Committee of the Association shall comprise the Officers set out in 4.1 but excluding Patron and Vice Patron



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- 4.3 The Executive Committee shall set up such sub-committees, as it considers necessary to deal with specific terms of reference and shall appoint all sub-committee members including the Chairman who must be an Executive Member. Sub-committees shall have no authority and shall at all times operate and carry out its business and responsibilities in accordance with the specific instructions of the Executive Committee. Sub-committees shall at all times report only to the Executive Committee
- 4.4 The Officers shall be elected annually at the Annual General Meeting subject to the following:
- 4.4.1 Members who consent to be elected for the vacant offices shall be nominated by any two members eligible to vote at the Annual General Meeting and such nominations will be done on the day of the AGM.
- 4.4.2 Any member electing to be an Office bearer should have been a paid up member of the Association for at least two previous consecutive years preceding the Annual General Meeting..
- 4.4.3 In the event that no nominations are received and/or nominations are not in compliance with the requirements and/or an Office falls vacant during the year, the Patron and in his/her absence the Vice Patron shall invite a qualifying member to hold that Office until the next Annual General Meeting.
- 4.4.4 Officers shall, if necessary, be elected by a simple majority by those eligible to vote at the Annual General Meeting pursuant to paragraph 10.0.

5.0 FINANCES

The Association shall open and operate such banking accounts in the name of the Association as it thinks proper, and shall give the necessary authority for its officials to operate such accounts; provided always that cheques shall be signed by at least two of the following officers: President, Honorary secretary, Honorary Treasurer.

6.0 APPLICATION OF INCOME

The income of the Association, whencesoever derived shall be applied solely towards the furtherance of its objects; and no member of the Association shall receive remuneration or other benefit in money or money's worth, except the reimbursement of reasonable out of pocket expenses properly incurred on behalf of the Association.



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7.0 MEETINGS

- 7.1 The quorum for the General meeting including a Special General meeting shall be eight members in attendance provided always that either President or one of the Vice Presidents and either the Honorary Secretary or the Honorary Assistant Secretary is present.
- 7.2 The quorum for an Executive Committee Meeting shall be three provided that any two of the following officers are present;
President, Hon Secretary, Hon Treasurer.
- 7.3 The President shall preside at all General, Special General and Executive Committee meetings. In the absence of the President one of the Vice Presidents nominated by the President shall take the chair.
- 7.4 Notice of any resolutions to be moved at an Annual General meeting including a Special General meeting shall be given in writing to the Honorary Secretary duly proposed and seconded by members eligible to vote at the meeting pursuant to paragraph 10.0, not less than forty two days prior to the date of the meeting.
- 7.5 The Honorary Secretary shall circulate copies of resolutions to members not less than thirty days prior to the date of the meeting. Amendments to the resolutions shall be proposed and seconded as set out in paragraph 7.9 and shall be returned to the Honorary Secretary not less than twenty one days prior to the date of the meeting.
- 7.6 The Honorary Secretary shall circulate to members the amendments received to paragraph 7.10 at least ten days prior to the date of the meeting. No resolutions, and amendments to resolutions shall be entertained at the meeting.



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8.0 ANNUAL REPORTS

8.1 The following written reports approved by the Executive Committee shall be circulated to members at the Annual General Meeting.

8.1.1 Separate reports by the President and the Honorary Secretary on the activities of the Association during the preceding year.

8.1.2 A report and statement of accounts for the previous financial year prepared by the Honorary Treasurer and audited by the Honorary Auditor.

8.1.3 A report and statement by the Honorary Treasurer setting out the proposed Financial Assistance Plan for the Colleges and the proposed allocation of funds.

8.2 All reports referenced in paragraph 8.1 shall be subject to acceptance and approval by members eligible to vote at a General Meeting pursuant to paragraph 10.0

9.0 ACCOUNTING

The Honorary Treasurer shall keep proper books of accounts. A statement of accounts for the previous year, audited by a Honorary Auditor duly elected for the purpose at previous Annual General Meeting, shall be presented by the Honorary Treasurer for adoption at the Annual General Meeting.

10 VOTING

10.1 Eligibility to vote at an General Meeting including a Special General Meeting shall be restricted to current members who have been members at the end of the previous Membership Year (31st March) and are not in arrears of the Annual Membership Fee.

10.2 A member who is eligible to vote but who is unable to attend a General Meeting/Annual General Meeting including a Special General Meeting shall be entitled to vote by proxy provided that the member representing the absentee is eligible to vote pursuant to paragraph 3.1

10.3 Voting at General, Special General, Executive and Sub Committee meetings shall normally be carried out by a simple show of hands and the result will be decided by a simple majority taking into consideration the valid votes by proxy. A simple majority shall not be acceptable for amendments to the constitution as set out in paragraph 11.0.



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- 10.4 Notwithstanding paragraph 10.3 the President shall conduct a secret ballot if he/she considers it appropriate. All secret ballots will be conducted by the President in conjunction with the Honorary Auditor if he/she is present and an independent Member acceptable to the majority of the voting population present at the meeting.
- 10.5 The presiding Officer at a General, Special General and Executive Committee meeting, pursuant to paragraph 7.7, shall in addition to his/her own vote have a casting which shall be available for use only to achieve a result.

11.0 AMENDMENTS TO THE CONSTITUTION

- 11.1 The Constitution of the Association shall not be amended except by a two thirds majority of the members eligible to vote pursuant to paragraph 10.0. Notwithstanding paragraph 7.9 Constitutional amendments shall be considered only at the Annual General Meeting or a Special General Meeting called for this purpose and after at least thirty days notice of the proposed amendment(s) has been delivered in writing to the Honorary Secretary.
- 11.2 The Honorary Secretary shall circulate copies of the proposed amendment(s) to the Constitution received pursuant to paragraph 10.1 to all members not less than fourteen days prior to the date of the meeting.
- 11.3 No alteration or amendment shall be made to the OBJECTS clause as set out in paragraph 2.0 and the DISSOLUTION clause as set out in paragraph 12.0 which would cause the Association to detract from its main purpose of providing financial and other forms of facilities and support to the Colleges and/or to cause the Association to act in contravention of the law.

12.0 DISSOLUTION

- 12.1 In the event of the Association being wound up, any assets remaining after satisfying the outstanding debts and liabilities shall not be distributed among the members of the Association, but shall be gifted to the College for the benefit of the pupils of the College in any manner which is exclusively charitable at law.