

CONSTITUTION OF THE OLD PRINCEWALEANS ASSOCIATION
(UK & IRELAND BRANCH)

ARTICLE I:

NAME

The Association shall be known as **THE OLD PRINCEWALEANS (UNITED KINGDOM AND IRELAND BRANCH)** hereinafter called "**THE ASSOCIATION**"

ARTICLE II:

OBJECTS

The Association is established for charitable purposes only, to improve and advance the education and welfare of the Sierra Leonean Community and in particular the members (past and present) of the Prince of Wales School.

ARTICLE III:

POWERS

- (a) Promote and carry out or assist in promoting and carrying out, research, surveys and investigations and publish the results thereof.
- (b) Procure to be written and printed, published, issued, and circulated gratuitously or otherwise such papers, books, periodicals, pamphlets, or other documents or films as shall further the above purpose.
- (c) Invest the money of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law.
- (d) Purchase, take on lease, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said purpose.
- (e) Subject to such consents as may be required in law, sell, mortgage, dispose of or return to account all or any of the property or assets of the Association.

- (f) Accept gifts and legacies and, subject to such consents as may be required by law, borrow or raise money for the purpose of the furtherance of the said objects on such terms and on such security as shall be thought fit.
- (g) Procure contributions to the Association by personal or written appeals, public meetings or otherwise.
- (h) Do all such other lawful things as are necessary for the attainment of the said purpose.

ARTICLE IV:

MEMBERSHIP

- (a) Membership shall be open to all former pupils of the school.
- (b) The status of patron shall be conferred on anyone as a mark of honour and in recognition of their public service.

ARTICLE V:

SUBSCRIPTION

- (a) Membership subscription shall be œ5.00. This is payable by members on first joining the Association.
- (b) Annual subscription shall be a minimum of œ5.00 payable by the date of each A.G.M.

ARTICLE VI:

GENERAL MEETING

- (a) In this constitution, a meeting of all members of the Association is referred to as a **General Meeting**.
- (b) The General Meeting shall be the supreme policy-making body of the Association.
- (c) There shall be a general meeting of the Association on every third Sunday of the month, one of which shall be the Annual General Meeting.

- (d) The General Meeting shall review overall progress, work being done, and functioning of the Association and the Executive Committee.
- (e) The quorum shall be 10 or one-fifth of the membership whichever is the less.
- (f) Not less than ten days notice shall be given for all general meetings.

ARTICLE VII:

ANNUAL GENERAL MEETING

- (a) The **Annual General Meeting** shall be held on the 3rd Sunday in October. At least 21 days notice in writing shall be given.
- (b) The business of the Annual General Meeting shall include the following:
 1. Election of the members of the Executive Committee
 2. Consideration of Annual Report
 3. Consideration of the Audited Accounts
 4. Consideration of the duly submitted constitutional amendments in accordance with Articles XVII of the Constitution.

ARTICLE VIII:

PROCEEDINGS AT GENERAL MEETINGS

- (a) No business shall be transacted at any General Meeting unless a quorum is present. If no quorum be present within an hour of the time appointed for the meeting, the meeting shall stand adjourned to the next meeting the following month.
- (b) The President shall preside at every General Meeting but if at any meeting he/she shall not be present within 15 minutes after the time appointed, or shall be unwilling to preside (if present), then one of the Vice Presidents shall so preside. In the last resort, the members present shall choose any other member of the Executive Committee or a member of the Association to preside.

- (c) The voting rights in general meetings and at elections shall be as follows:
 - (i) Individual members shall have one vote
 - (ii) Only fully paid up members shall be entitled to vote or be voted for at the Annual General Meeting.
 - (iii) Voting shall be by show of hands except in the case of the election of members of the Executive Committee at the Annual General Meeting when voting shall be by secret ballot.
 - (iv) When there is a deadlock in the votes cast the Chairman of the meeting shall be entitled to a second or casting vote.

ARTICLE IX:

EXECUTIVE COMMITTEE

- (A) President
 - (B) Vice-Presidents (2)
 - (C) General Secretary
 - (D) Assistant General Secretaries (2)
 - (E) Treasurer
 - (F) Assistant Treasurer
 - (G) Welfare and Social Secretary
 - (H) Assistant Welfare and Social Secretaries (2)
 - (I) Public Relations Officer
 - (J) Ex-Officio Members (3)
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- (a) The Executive Committee may from time to time appoint any member of the Association as a member of the Committee to fill a casual vacancy or by way of an addition to the Committee. Any member so appointed shall retain his or her office for such time as specified, or until bye-elections are held.
 - (b) Other members can be called upon to attend Executive Committee Meetings but such persons will not be entitled to vote at such meetings.

ARTICLE X:

POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

- (a) The Executive Committee shall be responsible for the general management of the business of the Association, and may exercise all such powers of the Association, and do on behalf of the Association, all such acts as may be exercised and done by the Association, including undertaking the responsibility for the matters specified in Article X (b).
- (b) The Executive Committee shall inter alia be responsible for:
 - (i) The carrying out of policy as determined by the General Meeting and management control in relation to the activities of the Association.
 - (ii) Ensuring that the Association has at all times adequate financial resources to meet its commitments.

ARTICLE XI:

TRUSTEES

- (a) The **Trustees** of the Association shall be the President, General Secretary, Treasurer and the Ex-Officio members.
- (b) The Trustees shall be responsible for holding all assets of the Association.
- (c) The Trustees shall hold office on the basis of their substantive posts, and will cease to be trustees if not re-elected to their substantive posts at the Annual General Meeting.
- (d) The signatories of the Association shall be the Treasurer or his assistant, and any one of the following: The President, Vice President, General Secretary.

ARTICLE XII:

OFFICERS

- (A) PRESIDENT: Shall be responsible for the orderly conduct of the meetings of the Executive Committee and General Meetings [subject to Article VIII (b)].
- (B) VICE PRESIDENT: Shall assist the President or deputise for the President as and when necessary.
- (C) GENERAL SECRETARY: 1. Shall be responsible for the general administration of the Association. Duties shall include:
(i) Notifying members of impending meetings.
(ii) Taking down of minutes at meetings.
(iii) Keeping a record of members' names and addresses.
(iv) Sending out and receiving correspondence relating to the Association and its members.
2. Shall act as the custodian of the Association's documents.
- (D) ASSISTANT GENERAL SECRETARY: Shall assist the General Secretary or deputise for the General Secretary as and when necessary.
- (E) TREASURER: 1. Shall be responsible for ensuring compliance with Article X (b) 2, and for the maintenance of proper books of account.
2. Shall receive all contributions, payments and gifts made to the Association and deposit any such so received into an authorised account of the Old Princewaleans Association.
3. Shall present a written statement of an income and expenditure account after every fund-raising activity.
4. Shall issue receipts for any money received for the credit of the Association's Accounts.
- (F) ASSISTANT TREASURER: Shall assist the Treasurer and deputise for him as and when necessary.
- (G) WELFARE AND SOCIAL SECRETARY: Shall be responsible for the welfare of members and for organising all social and fund-raising events of the Association.

- (H) ASSISTANT WELFARE AND SOCIAL SECRETARY: Shall assist the Welfare and Social Secretary and deputise for him as and when necessary.
- (I) PUBLIC RELATIONS OFFICER: Shall be responsible for publicising all events of the Association. In this regard shall liaise with the Welfare and Social Secretary in the performance of his duties.
- (J) EX OFFICIO: Shall carry out any such duties when called upon to do so by the Executive Committee or the Association.

ARTICLE XIII:

PROCEEDINGS OF THE EXECUTIVE COMMITTEE

- (a) The Executive Committee shall hold at least 6 (six) meetings during the course of the year and the quorum shall be 5 (five).
- (b) A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Association for the time being vested in the Executive Committee generally.
- (c) The Executive Committee may establish committees to carry out some of its business and report back to the Committee. Such committees shall in performing their duties conform to any regulation imposed on them by the Executive Committee.
- (d) The Executive Committee shall cause proper minutes to be made of the proceedings of all meetings of the Association and of the Executive Committee or its committees.

ARTICLE XIV:

RETIREMENT OF MEMBERS OF THE EXECUTIVE COMMITTEE

All Officers shall hold office for one year and shall retire at the Annual General Meeting. A President who has been in office for two consecutive years shall not be eligible for re-election until a further two years have elapsed. Other executive members shall not be eligible for election to a position they have held for

three consecutive years until a further one year has elapsed.

ARTICLE XV:

ACCOUNTS

- (a) The Executive Committee shall cause proper books of accounts to be kept.
- (b) The accounting record shall be kept with the Treasurer and be open to inspection by any member of the Association.
- (c) The Executive Committee shall cause to be prepared and placed before the Annual General Meeting audited income and expenditure accounts, and balance sheets, and the report of the Executive Committee, together with the Auditors' Report thereon.

ARTICLE XVI:

AUDIT

- (a) The accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet determined by two auditors at least once in every year.
- (b) Auditors shall be appointed at each Annual General Meeting from among the membership.

ARTICLE XVII:

ALTERATION OF THE CONSTITUTION

The Constitution may be altered by a two-thirds majority of members present and voting at the Annual General Meeting or at a meeting especially called for that purpose **PROVIDED** that notice of such alteration shall have been received by the General Secretary **in writing** not later than 21 clear days before the meeting at which the alteration is to be brought forward. Such notice must contain the terms of the amendment to be proposed. No amending resolution the effect of which is to make any variation or alteration whatsoever in the objects of the Association set out in Article II of this constitution or the provisions

concerning dissolution set out in Article XIX of this constitution shall be validly passed unless it has received the prior approval of the courts or the Charity Commissioners or other authority having charitable jurisdiction.

ARTICLE XVIII:

RESOLUTIONS

- (a) A **resolution** is an extraordinary resolution when it has been passed by a majority of not less than three-fourths of such members as (being entitled to do so) vote in person at a general meeting of which notice specifying the intention to propose the resolution as an extraordinary resolution, has been given.
- (b) A resolution is a special resolution when it has been passed by such a majority as is required for the passing of an extraordinary resolution and at a general meeting of which not less than 21 days notice, specifying the intention to propose the resolution as a special resolution, has been duly given.
- (c) An ordinary resolution is passed by a simple majority of members voting in person at a general meeting.

ARTICLE XIX:

DISSOLUTION

The Old Princewaleans Association may at any time be dissolved by a resolution passed by a two-thirds majority of those present and voting at an open meeting of the Old Princewaleans Association. At least 21 days notice shall be given in writing of the resolution and the meeting. Such a resolution may give instructions for the disposal of any assets held by or in the name of the Old Princewaleans Association provided that if any property remains after the satisfactory disposal of all debts and liabilities such property shall be paid to, or transferred to such other institutions having similar objects as the Old Princewaleans Association shall determine.

This Constitution was adopted on the Nineteenth day of January One Thousand Nine Hundred and Eighty-Six at the Town Hall, London Borough of Hackney, Mare Street, London, E8 1EA.

SIGNED by S.A.R.O. DURING
CHAIRMAN

SIGNED by A.A. SERAY-WURIE
SECRETARY

This Constitution was revised on the Twenty-First day of February One Thousand Nine Hundred and Eighty-Eight at 4 Dalston Lane, Hackney, London, E8 3DE.

SIGNED by F.G.O BRIGHT
PRESIDENT

SIGNED by I.P.H. DUMBUYA
SECRETARY