



## Wesley College Old Boys' Union (United Kingdom)

### Constitution – [ last amended 07th MAY 2017 ]

#### 1. NAME

The union shall be called The Wesley College Old Boys' Union United Kingdom Branch.

#### 2. OBJECTIVES

The objectives of the union shall be:

- (a) To advance the education of the pupils of the college, by providing and assisting in the provisions for education at the college.
- (b) To provide for scholarships and prizes for educational achievements at the college.
- (c) To provide assistance to college sports activities.
- (d) To take part in sports events/tournaments held in the UK.
- (e) To give financial assistance to old boys of Wesley College, in the UK ,who require medical care

#### 3. MEMBERSHIP

- (a) Any person who has been a bona-fide student or teacher at Wesley College Colombo for a period of at least twelve months, and is interested in actively furthering the objectives of the union and contributing an annual sum known as the Annual Membership Fee, which shall be determined at the Annual General Meeting, is entitled to be a full member of the union.
- (b) A member shall be admitted to Life Membership on a payment of the Life Membership Fee, which shall be ten times the annual membership fee applicable at the time .
- (c) By unanimous agreement of the Executive Committee, Honorary Life Membership may be conferred upon any person who has made and/or continues to make an outstanding contribution to the advancement of the objectives of the Union.
- (d) Sons of Old Boys of Wesley College Colombo, will be eligible to become Associate Members of Wesley College OBU (UK); these Associate members will be eligible to take part in all activities of the OBU, including representing the OBU in Sports Competitions. Associate Members may not vote at meetings or hold office.
- (e) Any Member or new member must arrange for his membership fees for the year to be paid to the Hon Treasurer of the Union by the 10th November and obtain written acknowledgement from the treasurer that his fee has been duly received and accepted by the treasurer by that date in order for the member to

be eligible to attend and to vote at the Annual General Meeting immediately following the 10<sup>th</sup> of November and in order to be eligible to stand for election to the Executive Committee, if qualified as per the requirement of clause 4 (e) , formed at that Annual General Meeting. The payment of the membership fee shall be deemed to be satisfactorily completed when a receipt, jointly signed by the Membership Secretary and by the Treasurer, is secured by the paying member. The two officers have responsibility to issue a jointly signed receipt, to the paying member, within seven working days of the payment being received. The two officers shall have joint responsibility to always notify the Secretary of all details of membership and associated payments as early as possible. To secure membership, the requirements, with regard to payment, stipulated in this {Clause 3 (e) } shall be satisfied in addition to the satisfaction of requirements and process stipulated in Clause 3(h) .

- (f) The Treasurer and the Membership Secretary will have joint responsibility to ensure that all received membership fees are paid into the Wesley College OBU (UK) Bank Account within seven working days of such fees being received.
- (g) Any member whose membership has lapsed due to non-payment of fees as per clause 3 (e) or any old boy of Wesley College who wishes to join the Wesley College OBU (UK) for the first time , must apply for membership in accordance with the procedure detailed in Clause 3(h) , using the Membership Form as per Appendix 2 to this Constitution.
- (h) The completed Membership Form, submitted by any prospective new member, shall be unreservedly accepted only by unanimous agreement of all of the members of the Executive Committee, the composition of which is defined in clause 4(e). Where such unanimous agreement, of the members of the Executive Committee, does not obtain, the membership secretary will invite the applicant to attend , and arrange for, an interview between the applicant and a panel of members of the Executive Committee - to be conducted with at least eight members of Executive Committee being present in the interviewing panel . Following the interview, the interview panel, by unanimous agreement of those Executive Members present at the interview , may accept or reject the application – informing the applicant of the decision ; in all cases where such unanimity of the interview panel does not obtain, the panel will refer the application to the Principal of Wesley College , Colombo for a determination of the authenticity of the submitted Membership Form. The applicant shall be admitted to membership if and only if the authenticity has been unreservedly accepted by the Principal of Wesley College , Colombo. The membership secretary shall have responsibility for completing the entire process and informing the applicant of the outcome within 42 days of the completed application being first received by the membership secretary.
- (i) The requirements, with regard to completion of an authentic application form and verification, stipulated in { Clause 3 (h) } shall apply in addition to requirements stipulated in Clause 3(e) with regard to payment.
- (j) The requirement and process, as defined in clause 3(h) may be applied, retrospectively even, upon any member, by unanimous agreement of the Executive Committee. Where the requirement of authenticity, as defined by the process described in clause 3(h), is not clearly established , the

membership of the individual shall be discontinued by majority decision of the Executive Committee .

#### **4. OFFICERS AND EXECUTIVE COMMITTEE**

- (a) The officers of the union shall comprise: The Patron, Honorary President, Honorary Vice Presidents, Honorary Secretary, Honorary Treasurer, Honorary Membership Secretary, Honorary Social Secretary, Honorary Sports Secretary and Honorary Public Relations/Editorial Secretary.
- (b) The Secretary shall have responsibility for circulating, to the entire membership, nomination forms and for calling for nominations at least 42 days prior to the date designated for a forthcoming Annual General Meeting at which office bearers are to be elected. Nominations for the seven posts of Honorary President, Honorary Secretary, Honorary Treasurer, Honorary Membership Secretary, Honorary Social Secretary, Honorary Sports Secretary and the Honorary Public Relations/Editorial Officer, proposed and seconded by eligible full members (as per clause 3 (a) ), must be sent in writing to the Honorary Secretary at least 21 days before the date of the forthcoming Annual General Meeting . All such nominees must be eligible to hold office in accordance with Clause 4(e). The secretary shall circulate to the entire membership, all of the valid nominations received, at least 14 days prior to the forthcoming Annual General Meeting.
- (c) The Honorary President, Honorary Secretary and the Honorary Treasurer elected at the Annual General Meeting shall become the principal officers of the Union.
- (d) The officers shall be elected by a simple majority vote at the Annual General Meeting by full members as defined in clause 3(a) in accordance with the criterion of eligibility in Clause 4 (e) .
- (e) The President, Vice Presidents (2), Secretary, Treasurer, Membership Secretary, Social Secretary, Sports Secretary, PRO/Editor and all Committee Members , elected as per clause 4(f), shall form the Executive Committee. In order to qualify for being nominated/elected to the Executive Committee at the time of the Annual General Meeting, a member shall have been a member of the union for at least one full year immediately preceding the AGM.
- (f) A maximum of ten Committee Members shall be elected to the Executive Committee by a simple majority vote at the Annual General Meeting, subject to the criterion of eligibility in clause 4(e).
- (g) In the event of an office falling vacant, the Executive Committee shall invite a Member of the Union to hold office until the next Annual General Meeting.
- (h) All officers and Committee members shall retire each year and offer themselves for re-election. The President shall not hold office for more than two consecutive years except in circumstances where no other eligible member is willing to serve as president. Neither the Secretary nor the Treasurer may hold office for more than four consecutive years.
- (i) The Sports Secretary – elected at the Annual General Meeting will be the main representative of the Union at all external sports tournament committees

organised in the United Kingdom. A second representative can be appointed at the Annual General Meeting or at the first Executive Committee meeting of the Union. All such external sports tournament committees , organized in the United Kingdom , will be informed when the executive committee, by a simple majority , elects to replace the sports secretary and /or the second representative .

- (j) The PRO/Editorial Secretary – elected at the Annual General Meeting shall maintain and update the Union website and produce news releases on the activities of the union.
- (k) The Social Secretary – elected at the Annual General Meeting shall be responsible for the organisation and arranging of the Double Blue Ball and other fund raising and social events for the union.
- (l) The Membership Secretary – elected at the Annual General Meeting shall maintain the membership list, and will be responsible for enrolling new members and collecting and securing, in liaison with the treasurer, the annual subscriptions fees. The membership secretary shall have specific responsibility for ensuring the authenticity of all accepted applications for membership as defined in Clause 3 (e, h & i)

## **5 . DISCIPLINE**

- (a) A standing committee on disciplinary matters, consisting of five past presidents of the union shall be nominated at the Annual General Meeting.
- (b) The executive committee, as defined in clause 4 (e), may refer any member to the standing committee on disciplinary matters ; a simple majority of the executive committee shall suffice to so refer any member .
- (c) In all cases, the decision and recommendation of the standing committee on disciplinary matters shall be final.

## **6 MEETINGS**

- (a) The union shall hold at least two General Meetings in each year, one of which shall be the Annual General Meeting, which shall be compulsory, and the second meeting will be optional.
- (b) The Annual General Meeting shall be held within sixty days of the close of the accounting period in clause 10.
- (c) The Executive Committee shall fix the date, time and place of each meeting.
- (d) The first meeting of the Executive Committee shall be held 45 days after the Annual General Meeting.
- (e) If the executive Committee Meeting is not held within this period five members of the Executive Committee can summon a meeting of the Executive Committee.
- (f) The quorum for a General Meeting including a Special General Meeting and the Annual General Meeting shall be fifteen. The quorum for an Executive Committee Meeting shall be seven executive committee members provided always any two of the following officers are present: The President, Secretary and Treasurer.
- (g) The Executive Committee shall call a General Meeting within twenty one days on the written application of more than ten members.

(h) All agenda proposals / motions presented at an AGM or at a SGM require the exact text of the agenda proposal to be sent, by the proposer, to the secretary and for the secretary to give 21 days notice, of the exact text of the motion , to the invitees to the AGM .

(i) A minimum period of notice of 21 days shall be made available in respect of the annual general meeting and any special general meetings.

(j) Proxy voting shall be allowed at Annual General Meetings and Special General Meetings only and shall be strictly in accordance with criteria detailed in Appendix 5 .

## **7. DUTIES OF OFFICE BEARERS**

The President – shall preside at all Committee and General Meetings.

The Honorary Secretary – shall at the Annual General Meeting submit a report covering the activities of the union during the preceding calendar year, shall attend Meetings of the union, record minutes of the proceedings, notify members of forthcoming meetings. Deal with correspondence and any other duties as appropriate.

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

## **8. FINANCES**

The Union shall open and operate such banking accounts in the name of the union as it thinks proper, and shall give the necessary authority for its officials over the operation of such accounts, provided always that approval is signed by at least two of the following officers:- , President, Secretary, Treasurer, a committee member specifically approved for the purpose . All expenditure shall be in accordance with explicit approval by the Executive Committee.

## **9. APPLICATION OF INCOME**

(a) The income of the union, whence so ever derived shall be applied principally towards the furtherance of the objectives in clause 2, but the Executive Committee shall have the discretionary power to consider any other charitable appeals, so long as the beneficiary of the charitable giving is a Wesleyite or an old Wesleyite.

(b) No member of the union shall receive remuneration or other benefits in money or in kind except the reimbursement of reasonable out of pocket expenses incurred in acting on behalf of the Union and supported by bills and invoices. Any claims in excess of the floor limit will be determined by the Executive Committee from time to time.

(c) All donations, grants or awards , from union funds, to be approved only with the assent of a two thirds majority vote of those present and voting at a committee meeting with notice of the relevant agenda item having been given to all committee members at least 21 days prior to the committee meeting .

## 10. ACCOUNTING

The accounting year of the union shall be 1<sup>st</sup> December to 30<sup>th</sup> November of the year following.

## 11. AMENDMENTS TO THE CONSTITUTION

- (a) Rules of the union shall not be amended except by a two – third majority vote of those present and voting at the Annual General Meeting or at a Special General Meeting called for this purpose.
- (b) No alterations or amendments shall be made to the Objectives Clause (2) or the Dissolution Clause (11) which would cause the Union to cease to be a charity at law.
- (c) All agenda proposals / motions presented at an AGM or at a SGM require the exact text of the agenda proposal to be sent by the proposer to the secretary and for the secretary to give 21 days notice to the invitees to the AGM .

## 12. DISSOLUTION

In the event of the union being wound up, any assets remaining after satisfying any outstanding debts and liabilities should not be distributed amongst members of the union, but shall be gifted to Wesley College Colombo Sri Lanka for the benefit of the pupils of the college in any manner which is exclusively Charitable in Law.

This Constitution presented and passed unanimously by the Special General Meeting on the 05<sup>th</sup> of July 2015 , amended at the AGM held on 31<sup>st</sup> of January 2016, and amended further in accordance with the resolution passed unanimously at the AGM held on the 29<sup>th</sup> of January 2017 , is the finally obtaining Constitution of the Wesley College OBU (UK) as at the 07<sup>th</sup> of May 2017

Tyrone Namasivayam  
President

Ghanzanfar . Hameed  
Secretary

Chinthaka Hettiarachchi  
Treasurer

**Appendix 1 - History of the Constitution of the Wesley College OBU (UK)**

**Appendix 2 - Membership Form for New / Renewing Members.**

**Appendix 3 - Nomination Form for Electing of Office Bearers**

**Appendix 4 - Duties of Office Bearers**

**Appendix 5 - Proxy Voting**

**Dated 07<sup>th</sup> May 2017**

**Appendix 1 - History of the Constitution of the Wesley College OBU (UK)**

Original Constitution approved at the Inaugural meeting of the union on 7<sup>th</sup> November 1992.

First amendments to the constitution made on the 29<sup>th</sup> November 1997 at the 5<sup>th</sup> Annual General Meeting.

Second amendments made to the constitution on 11<sup>th</sup> February 2001 at a Special General Meeting.

Third amendments passed unanimously by the Special General Meeting on **the 05<sup>th</sup> of July 2015** .

Fourth amendments passed at the AGM held on 31<sup>st</sup> of January 2016.

**Fifth , latest , amendments approved and adopted by the executive committee meeting held on the 07th May 2017 - in accordance with the resolution passed unanimously at the AGM held on the 29<sup>th</sup> of January 2017**

**This is the finally obtaining Constitution of the Wesley College OBU (UK) as at the 07<sup>th</sup> May 2017**

**Appendix 2 - Membership Form for New / Renewing Members.**

**Appendix 3 - Nomination Form for Electing of Office Bearers**

#### **APPENDIX 4 - DUTIES OF OFFICE BEARERS**

##### **The President –**

Shall preside at all Committee and General Meetings and represent the union in all matters of external liaison.

##### **The Secretary –**

Shall attend all Meetings of the union;  
Shall Record minutes of the proceedings,  
Shall Notify members of forthcoming meetings.  
Shall deal with correspondence and any other duties as appropriate.  
Shall, at the Annual General Meeting, submit a report covering the activities of the union during the preceding calendar year,

##### **The Treasurer –**

Shall keep proper books and accounts.  
Shall acknowledge receipt of membership fees .  
Shall present at the Annual General Meeting for adoption, A Statement of Accounts for the previous year, audited by the Honorary Auditor elected for the purpose at the previous Annual General Meeting.

##### **The Membership Secretary –**

Shall maintain a complete register of all members  
Shall, in conjunction with Wesley College Colombo, decide upon the acceptability of the application form submitted by any member  
Shall , in conjunction with the treasurer , secure all membership dues

### **The Social Secretary –**

Shall organize all social activities and , in collaboration with the committee, decide on all operational matters pertaining to social activities.

## **A P P E N D I X - 5 : SYSTEM FOR PROXY VOTING**

The Union will allow proxy voting in accordance with the following conditions

The **Proxy Voting** system enables members , who meet the criterion of membership defined below , who are entitled to attend and vote at a specific AGM or SGM but are not able to attend the AGM/SGM in person {**The Principal** } , to appoint another attending member as their **Proxy** ; the latter will attend the meeting in person to vote on the **Principal's** behalf.

A **Principal** can use only the '**discretionary**' Proxy voting system – which allows his **proxy** to cast a vote , on behalf of the Principal , as the proxy thinks fit . **Mandatory directions to the proxy to vote as instructed shall not be allowed in our union.**

In the WCOBU{UK} , **proxy voting** will be regarded strictly as a means of ensuring that eligible members of the OBU , who have been members of the union for a minimum period of twenty four months immediately preceding the date of a particular AGM or SGM, have an opportunity to vote on elections of office bearers and on matters for decision proposed to a **General Annual Meeting (AGM)** or a **SGM (Special General Meeting)** .

**Proxy voting shall not be allowed at any meetings of the Union other than an AGM or an SGM.**

If the specifically designated individual **Proxy** does not attend the meeting, the **Principal's** vote(s) **will not** be and **can not** be cast.

Notifying the secretary of a proxy nomination is **not** equivalent to casting a vote. The votes are cast at the meeting and the **Proxy** must attend the meeting to vote in person.



The votes cast by Proxy **cannot** be counted towards the Quorum ; the meeting needs to be deemed quorate with the number of members physically attending in order to commence.

An attending member may bear the proxy **for one and only one named non attending member {Principal} qualified to appoint a proxy as defined above** . The non attending Principal must delegate his proxy **to one and only one named Proxy** .

The proxy voting form , available from the Secretary must be completed and sent to be received by the secretary at least 72 hours prior to the commencement of the AGM/SGM.

The Secretary , as returning officer shall announce the name(s) of all of the Principals and the associated member bearing Proxy, in all cases, at the commencement of the meeting .

The total number of votes cast on a Resolution / Election will be the number of votes cast by attending members at the meeting on their own behalf added to those cast by proxies appointed by individual named Principals .

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AGM / SGM .....

PROXY VOTING FORM

( Sent upon the specific request by a qualifying member who is unable to attend )

An individual qualifying member who cannot be present in person at the AGM / SGM is entitled to vote by proxy, by appointing one specifically nominated colleague to attend the meeting to cast a proxy vote on his behalf.

The OBU constitution admits only of ‘discretionary’ proxy voting – whereby , the delegating member { *The Principal* } , delegates his proxy to vote as the proxy chooses .

*{ Mandated Proxy voting is not allowed }*

1. Please complete all relevant sections of the proxy voting form below, remembering to sign and date it.
2. **Post** the form , by recorded delivery, to , The Secretary , WCOBU , to arrive by no

later than .....

Please mark the envelope "Proxy Vote – WCOBU {UK} AGM.....( date ) .....

For the attention of....., Secretary , WCOBU{UK}

First name: \_\_\_\_\_ Family name: \_\_\_\_\_

3. I have been invited by you to attend the AGM/ SGM to be held on .....  
Unfortunately , I am unable to attend .  
I am therefore appointing :

.....(name of appointed proxy) ..... to act as my proxy at  
the AGM/SGM on .....

4. I confirm that I have been a member of the union for a minimum period  
of twenty four months immediately preceding (..... insert date of  
AGM/SGM)

5. I direct the above named member , who has been invited to attend , to vote  
as he chooses to , on my behalf .

6. I certify that no other person has been directed by me to act as my proxy at  
the above meeting and that I will not be attending the meeting.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_