

**FINAL**

MARTS STELLA COLLEGE  
Old Boys Association of United Kingdom

CONSTITUTION

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## 1. Name

The association will be known as **Maris Stella College Old Boys Association, United Kingdom** (MSCOBAUK)

## 2. Goal

2.1. MSCOBAUK is an inclusive organisation, which has been set up to assist, facilitate and foster comradeship among the past students of Maris Stella College and their families domiciled in the United Kingdom.

2.2. The main goals of the organisation, which form our Mission Statement, are as follows;

MSCOBAUK will strive to:

*To bring past students of Maris Stella College living in the United Kingdom and overseas into a social networking framework with one another, and with the College.*

## 3. Purpose and Objectives

MSCOBAUK objectives, in the way that we conduct ourselves as an organisation, are as follows;

MSCOBA will strive to:

- 3.1. Act as a coordinating organisation where appropriate (as above).
- 3.2. Promote, commemorate and maintain contacts with Maris Stella College, Negombo, Sri Lanka and its Old Boys Association with the aim of promoting social relations and upholding culture, traditions and values of Sri Lanka.
- 3.3. Organise and implement suitable projects with the aim of promoting goodwill of the MSCOBAUK for the welfare of present and past students of the College and the children in need outside the College.
- 3.4. Organise religious, social, cultural, sporting or trade/commerce events for our members and their families.
- 3.5. Affiliate with any external organisation that furthers the interests of MSCOBAUK as agreed at a general or committee meeting.
- 3.6. Represent the majority view of the members of MSCOBAUK, as agreed at general meetings.
- 3.7. Ensure that all members receive regular and up to date information about MSCOBAUK and its activities.

3.8. Provide any additional services to MSCOBAUK members that may, from time to time, be deemed worthwhile and affordable (MSCOBAUK will not provide services to non-members unless specifically agreed by the committee).

#### 4. Status

MSCOBAUK will be a non-profit making organisation (i.e. a social club).

#### 5. Interpretations

In this constitution, unless contrary intention appears:

5.1. "Committee" means the Executive Committee of the MSCOBAUK.

5.2. "Committee Member" means a member of the Executive Committee of the MSCOBAUK.

5.3. "Member" means any person who has paid the applicable membership fees, subscription for the current year and any outstanding payments in full.

5.4. "Financial Year" means 12 months starting from 1<sup>st</sup> of October till 30<sup>th</sup> of September of the following year.

5.5. "General Meeting" means a general meeting of members convened as set out in this constitution.

5.6. "College" means Maris Stella College, Negombo, Sri Lanka.

5.7. "Old Maristonian" means a past student of the College who has studied in the College a minimum period of 12 months

#### 6. Equal Opportunities

MSCOBAUK recognises that many forms of discrimination are experienced by individuals and groups every day. Therefore, MSCOBAUK will not tolerate any form of discrimination in the conducting of its affairs and will work towards the elimination of discrimination on any grounds within MSCOBAUK.

#### 7. Membership

##### 7.1. Categories

MSCOBAUK has three classifications of membership; Ordinary Members, Associate Members and Life Members. They are defined as follows;

## 7.2. Ordinary Members

Ordinary membership is open to residents of the United Kingdom, who has studied in the College and / or any of its branch schools a minimum period of 12 months and are over the age of 18 years.

## 7.3. Associate Members

Associate Membership is open to UK residents who are;

- 7.3.1. Immediate family members of an Old Maristonian.
- 7.3.2. Bona-fide well-wishers, including past students of other schools in Negombo, and desirous of holding membership which is granted at the discretion of the Executive Committee.
- 7.3.3. Associate Members are not entitled to represent the MSCOBAUK, unless sanctioned by the Committee (e.g. taking part in FOC cricket team)

## 7.4. Application

- 7.4.1. Every person eligible for admission as a member of any category shall be proposed by a Member and seconded by another Member.
- 7.4.2. Once membership is approved by the Committee, the person shall be notified of such approval and obtains membership upon payment of the annual subscription fee for the current year.
- 7.4.3. The Secretary shall keep and maintain the Registry of Members, in which following details of each member must be entered (subject to GDPR requirements).
  - a. full name
  - b. Current address
  - c. The date of entry
  - d. Contact details that include email, telephone and any social media contact.

## 7.5. Rights and Duties

- 7.5.1. All members shall always uphold the dignity of the College.
- 7.5.2. All members shall uphold the objectives of the Association and shall abide by the rules and regulations set out in the Constitution of the MSCOBA and participate actively in the work of MSCOBAUK.
- 7.5.3. All members shall in any way possibly make donations to the Association and participate in fundraising activities.
- 7.5.4. No person shall be deemed to be a member of MSCOBAUK, or enjoy its privileges and benefits, until the first subscription fee has been received.

- 7.5.5. All members are able to resign their membership at any time by submitting their request in writing to the Secretary. All resignations will be confirmed and formally accepted (if so advised) by the Committee at the soonest following scheduled meeting.
- 7.5.6. All memberships will cease automatically upon the death of a member.
- 7.5.7. No member may act as a representative of MSCOBA without the express prior written permission of the Committee.
- 7.5.8. Voting rights and the eligibility to hold office are only bestowed upon Ordinary and/or Life Members and shall be automatically granted one month after membership has been confirmed by the Committee.
- 7.5.9. It is the duty of every member to abide by MSCOBAUK's Constitution, rules and any other decisions pertaining to the association that may be promulgated from time to time.
- 7.5.10. All members have the right to attend and participate in general meetings, unless they have previously been expelled from MSCOBAUK.
- 7.5.11. MSCOBAUK will maintain an accurate record of membership and of those who have kindly donated financial support. Any sensitive data will be held in accordance with current guidelines and/or regulations.
- 7.5.12. The annual subscription will be determined/revised yearly at the annual general meeting.
- 7.5.13. All members are expected to conduct themselves in a reasonable and acceptable manner at meetings, or they may be required to leave the meeting.

#### 7.6. Membership Fees

- 7.6.1. There shall be no Member Joining Fee charged for admittance to the Membership of the MSCOBAUK.
- 7.6.2. The subscription for a financial year becomes due and payable on or before 31<sup>st</sup> October of that financial year.
- 7.6.3. Membership will be charged at the following rates;
  - a. Ordinary membership will be confirmed on receipt of payment of the annual subscription fee of £20.00 per person.
  - b. Associate Membership will be confirmed on receipt of payment of the annual subscription fee of £20.00 per person.
  - c. Patrons and Honorary Members are exempt from membership fees.
- 7.6.4. Only Ordinary Members whose fees have been paid up by 30<sup>th</sup> September or prior to the Annual General Meeting (whichever happens earlier) are eligible to hold office or participate in the election of officers.

7.6.5. Any member whose membership fees have been in arrears for up to two years, shall once again be entitled to the full rights of their membership upon receipt of payment of the full arrears amount.

7.6.6. Where a former member, whose membership was revoked following unpaid membership fees, wishes to re-join MSCOBAUK, a new membership application must be submitted and two years of membership fee arrears must be paid, in addition to that current year's fees.

#### 7.7. Cessation of Membership

7.7.1. A member may at any time, by notice in writing to the General Secretary, resign from membership.

7.7.2. Any member whose membership fees have been in arrears for two consecutive years shall cease to be a member at the end of the second year. The Secretary may notify a Member of the payments in arrears along with the last date for settlement. If such payments in areas is not received by the specified date, at the request of the Secretary the Committee may declare that the Membership has ceased to exist which may be notified to the Member by the Secretary. A majority of Members voting at a General Meeting may, for good cause shown, re-admit the Member without formal application upon receipt of payments in arrears.

7.7.3. In the below circumstances, a Member may be expelled by a resolution of the Committee;

- a. Disloyal to the Association.
- b. Refused to obey the set Constitution.
- c. Brought disrepute to the Association and its members.

7.7.4. The following procedure must be followed in order to expel a Member.

- a. The member has been given at least 14 days' notice in writing of the resolution and details of the allegation(s) and has been given the opportunity to refute such allegation(s) in writing or otherwise at the meeting.
- b. At least two thirds of Committee voting thereon are in favour of the resolution.
- c. Upon cessation of Membership, Members shall forfeit all rights, privileges and obligations of and claims upon the MSCOBAUK.

## 8. Management

### 8.1. The Committee

#### 8.1.1. Composition and Appointment

- a. The following 8 office-bearers of MSCOBAUK will be ex officio members of the Committee;

President

Vice president

Secretary

Assistant secretary

Treasurer

Auditor

Compliance Officer

Social Events Secretary

- b. In addition to the above office-bearers, the Committee shall be comprised of five members elected at the AGM. Honorary Members and Associate Members are entitled neither to seek appointment to the Committee nor to elect the members to the Committee.

#### 8.1.2. Powers, Work and Duties

- a. All officers and committee members must act to further the mission and objectives of MSCOBAUK.
- b. The Committee may in good faith enter into contracts binding the MSCOBAUK as is deemed necessary to accomplish the purpose and objectives of the MSCOBAUK.
- c. The recruitment and retention of ordinary MSCOBAUK members will be the individual and collective responsibility of all committee members.
- d. The Committee shall meet at least three times between two successive AGMs. The President may summon these meetings by his own or at a joint request of any two Committee members who shall specify the specific matters to be dealt in the meeting, with at least 7 days' written notice. The quorum shall be 5 members and if the quorum is not present by the end of 30 minutes the meeting is considered cancelled.
- e. The Committee may act notwithstanding on any vacancy to the Committee.
- f. The work of the Committee will be determined by the joint decisions made at the committee meetings. At each General and Annual General Meeting, it is the responsibility of the President to report on the work done by the Committee since the previous meeting.
- g. The Committee shall, from time to time, appoint separate sub-committees or working groups to work independently of the Committee but under their authority on specific issues.

Such sub-committees can be instructed by the Committee acting unilaterally, or with the consent of the majority of any General or Committee meeting.

- h. Any such sub-committees will remain directly accountable to the Committee, and the President, Secretary and Treasurer will remain ex-officio members, at all times
- i. The Committee will agree in advance the terms of reference for any such sub-committees, which must then be further ratified at the soonest following general meeting. All sub-committees must act, and distribute any funds raised by itself or on its behalf, within the terms agreed. No action must be taken by any sub-committee prior to ratification of the terms at the General Meeting and/or without the prior agreement of the (main) Committee.
- j. In the event of the Committee decides based on a vote, the decision must be approved by a simple majority (50% plus 1 vote of the Committee members present and voting).
- k. Only Committee members are permitted to vote at committee meetings and one vote is allocated per member. The President is not permitted to vote ordinarily, although will be given the casting vote in the event of a tie.
- l. Each member present at a meeting of the Committee is entitled to one vote and in the event of an equality of votes, the person presiding may exercise a second or casting vote.
- m. In the event of a matter that needs urgent agreement, the Secretary shall inform by email to all the Committee members. Consent given by email is considered as a valid vote.
- n. Any urgent matter upon which the Committee decides, the Secretary shall inform the general membership by email within 7 days of such decision.
- o. Associate Members will not be eligible for election as officers of MSCOBAUK, nor shall they be granted permission to represent the MSCOBAUK under any circumstances.
- p. The Committee reserves the right to unilaterally decide MSCOBAUK rules/policies, although it will remain mindful of the needs of the MSCOBAUK as a whole. All decisions made by the Committee must be ratified at the soonest following General Meeting.
- q. Any meetings organised by Committee members, which occur outside of the usual committee meeting but on account of MSCOBAUK, must always be arranged in consultation with the President. This excludes established sub-committee meetings, as detailed above.

- r. Committee members are primarily accountable to the President who may appropriately follow up with Committee members of the routine and ad hoc tasks assigned to them.
- s. Any Committee member is permitted to propose an item for the Committee meeting agenda, although the President and the Secretary will set the final agenda. Non-committee members, whilst not able to propose items for discussion directly, can nevertheless request a committee member propose an item on their behalf.
- t. Unless otherwise stated, all decisions made by the Committee will be final.

#### 8.1.3. Dissolution and Vacation of Post

- a. The Committee is automatically dissolved at the beginning of each AGM. The members of the Committee may be re-elected but shall hold office for no more than two consecutive years unless approved by 75% majority members present and voting in an AGM.
- b. In the event of a vacancy due to lack of nomination at an AGM or any other reason, including subsequent resignation, the Committee may appoint an Ordinary Member of the MSCOBAUK to fill the vacancy.
- c. A member shall be deemed to have vacated his office in the Committee in the following circumstances;
  - c.1. The member resigns in writing.
  - c.2. The member ceases to be a Member of the MSCOBAUK or is removed from membership according to the provisions in this Constitution.
- d. Any resignations from the Committee will become effective once accepted by the President.
- e. A member of the Committee may be removed at any time by a resolution of three fourths (75%) of the Committee present and voting and subsequently the Secretary shall notify the member removed in writing. The vacancy so created shall be filled according to the provisions in this Constitution. The Committee member so removed may make a written representation to the President within one month of receiving notice of such removal and request that a copy of the representation be sent to the members of the MSCOBAUK or have them read out at the AGM.

- f. The members of the Committee are deemed to have settled all payments due to the MSCOBAUK by the time of their appointments. The members of the Committee who have any payment in arrears due to the MSCOBAUK at the time of their appointment and fails to settle by the last day of the month the AGM was held is deemed to have vacated office automatically at the end of the last day of the month AGM was held.

## 8.2. Officers of the Committee

### 8.2.1. The President

- a. All meetings will normally be chaired by the President, unless otherwise stated. In the event of the President's absence, the meeting will be chaired by the Vice-President or as the meeting decides.
- b. Should an urgent decision be required before the Committee members can be consulted or a Committee meeting can take place, the President is permitted to decide on behalf of MSCOBAUK (known as the President's Action). Any such decision must be reported on, ratified and recorded at the soonest following Committee Meeting.
- c. Should any such urgent decision be required, the President is granted permission to act at his own discretion, provided that this coincides with the best interests of MSCOBAUK and does not contravene previously agreed policy.
- d. Whilst all policy matters pertaining to MSCOBAUK will be debated and voted upon by the Committee as a whole, the President is granted the final say on all matters pertaining to procedural and constitutional compliance.

### 8.2.2. The Secretary

- a. The Secretary will be responsible for all the administration duties of MSCOBAUK, including ensuring that accurate minutes are kept of every meeting, notifying all members of the proceedings and forthcoming meetings, and dealing with all correspondence pertaining to MSCOBAUK, plus any other administration duties as required.

- b. The Secretary is responsible for maintaining an up to date and accurate Register of Members of the MSCOBAUK. This register will remain available for viewing by all members by appointment.

### 8.2.3. The Treasurer

- a. The Treasurer will be responsible for collecting all monies owed to MSCOBAUK, including subscription fees, and paying all expenses. It is the treasurer's responsibility to ensure that all monies in and out are accompanied by an accurate receipt.
- b. Accurate and proper financial accounts, including a record of all income and expenditure, will be kept by the Treasurer and duly submitted to HMRC as required by law. It is also the Treasurer's responsibility to ensure that a full report of the audited annual accounts is published within 3 months of the end of the financial year.
- c. MSCOBAUK's accounts will be scrutinised at the Annual General Meeting and ratified or amended as necessary. It is the Treasurer's responsibility to ensure that a copy of the accounts for audit is circulated to all members at least 7 days prior to the Annual General Meeting.
- d. As the Treasurer is liable for the correct collection of subscription fees, it will be their responsibility to keep an accurate record of all monies paid and owed, as well as to issue payment reminders in a timely and appropriate manner, including the issuing of a final reminder for payment 7 days prior to the Annual General Meeting.
- e. One of the most fundamental roles of the Treasurer is to ensure that MSCOBAUK's financial affairs are well managed, justly safeguarded and ultimately uphold the values of the MSCOBAUK without contravening the Constitution or any other rules/guidelines. This includes guaranteeing proper record keeping and being able to demonstrate such at all times.
- f. Furthermore, the Treasurer will be expected to keep the Committee updated on the current financial state of MSCOBAUK, including its assets, liabilities, income and expenditure, by reporting regularly at committee meetings.
- g. The Treasurer will execute any applicable legal obligations with regard to MSCOBAUK's financial conduct, such as ensuring due diligence or complying with money laundering legislation. It will also be the Treasurer's responsibility to ensure that all appropriate checks are made on sources of funds.

- h. A secondary role of the Treasurer will be to coordinate all fundraising activities organised by or for MSCOBAUK.

#### 8.2.4. Advisory Board

- a. The Committee may appoint an ad hoc a permanent Advisory Board which shall be comprised of the Patrons and Honorary Members of the MSCOBAUK and past teachers of the College and / or well-wishers who may assist the Committee in the advisory capacity at the invitation of the Committee.
- b. The Committee at its discretion may at any time dissolve the Advisory Board.

#### 8.2.5. Patrons and Honorary Members

The Committee may appoint the present or retired Principals and / or staff of the College as Patrons and Honorary Members of the MSCOBAUK. These appointments of the Committee shall be ratified or rejected in the immediately following AGM.

## 9. Meetings

### 9.1. General Meetings

- a. All members of MSCOBAUK will be given a minimum of 14 days' notice of general meetings, with each notice containing the date, time, and venue of the forthcoming meeting.
- b. MSCOBAUK will hold a minimum of one general meeting per year, in addition to the annual general meeting.
- c. General meetings are open to all MSCOBAUK members, all of whom are granted the right to speak at the meeting and vote in all matters.
- d. All decisions made at the general meeting will be ratified by a simple majority of votes cast, unless otherwise stated in advance.
- e. All decisions made at a general meeting of MSCOBAUK will be binding on the Committee.
- f. Special general meetings can be called by the President or the Secretary at the request of a majority of the Committee, or on receipt of a written petition by no fewer than 10 members of MSCOBAUK. Reasons must be provided for the calling of a special general meeting.

- g. Any such special general meeting must take place within 28 days of receipt of the request or petition and adequate time must be scheduled to enable the relevant issue to be discussed and resolved appropriately.
- h. At least 14 days' notice of a special general meeting must be provided by the Secretary to all MSCOBAUK members.

## 9.2. Annual General Meetings

- a. One annual general meeting will be held once in each financial year, and no longer than 15 months will pass between the date of one annual general meeting and the next.
- b. At each annual general meeting, all MSCOBAUK officers and committee members must stand down as per regulations. However, all personas are eligible to stand immediately for re-election to the same post.
- c. The office bears and Committee members should not hold the same office for not more than 2 consecutive financial years.
- d. All members of MSCOBAUK will receive at least 14 days' written notification of the date, time and location of the next annual general meeting.
- e. Any proposed amendments to MSCOBAUK's Constitution must be received in writing by the Secretary at least 14 days prior to an annual general meeting. Any such proposals will be made available to all MSCOBAUK members at least 7 days prior to the same annual general meeting.
- f. Committee nominations can be submitted in writing to the Secretary at any point prior to an annual general meeting, although nominations may also be submitted verbally from the floor during an annual general meeting.
- g. Should there be any objections to a committee nomination or its seconder, those present at the annual general meeting will be required to vote on whether to accept or reject the nomination. No nominations will accepted once the Committee has reached its maximum number.
- h. All committee nominees are required to be present at the annual general meeting unless they are unable to attend due to unavoidable extenuating circumstances, in which case they may be elected in their absence.

## 9.3. The role of the annual general meeting will be to;

- a. confirm the minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting.

- b. Receive an annual report from the Committee and any sub-committees on all activity conducted by and for MSCOBAUK.
- c. Receive the year-end financial accounts for MSCOBAUK (including any sub-committees), once they have been inspected and verified by the Auditor or an independent person with appropriate financial skills.
- d. Elect the officers and committee and sub-committee members for MSCOBAUK for the subsequent year.
- e. Agree on key activities for the rest of the following financial year.

#### 9.4. Generic Meeting Guidelines

- a. The President or in his absence the Vice President shall preside as chairperson at the meeting.
- b. The quorum for committee meetings is 3 committee members, including at least one Officer.
- c. The quorum for general meetings, including the annual general meeting, is 10 members

#### 9.5. Minutes

- a. All formal meetings (committee meetings, general meetings and annual general meetings) must be minuted by the Secretary or someone appointed by them.
- b. All minutes must be checked and formally approved as follows;
  - b.1. The first draft must be forwarded to the President for comments and / or approval before being formally typed and sent out with the notification / agenda for the next meeting.
  - b.2. The second draft must be inspected and approved / amended by those present at the subsequent meeting (either committee, general or annual general meeting respectively) before being formally approved and filed.
  - b.3. Requests to view past minutes may be submitted either in writing or verbally and the minutes must be made available for inspection within 14 days of a request being received.

#### 9.6. Voting

- a. Voting rights are only granted to Ordinary and Life Members.
- b. Votes are strictly distributed as one vote per member.

- c. Votes by proxy are permitted at the discretion of a general meeting only and requests for such must be received by the Secretary at least 3 days prior to the relevant meeting. If granted, the named proxy must also be an Ordinary or Life Member of MSCOBAUK.
- d. Any and all votes will be recorded in the minutes of the relevant meeting.
- e. Unless otherwise stated, all decisions will be made by a simple majority of votes cast.
- f. The method of voting is by show of hands.

#### 9.7. Exclusions from Meetings

MSCOBAUK will strive to avoid exclusions at all costs and they will occur only in very extreme circumstances;

- a. All members are expected to conduct themselves in a proper and reasonable manner at all times during committee, general or annual general meetings.
- b. Any member may be excluded from a meeting for breaching the Code of Conduct on the decision of a simple majority of votes cast.
- c. For further details on what constitutes misconduct, please see Section 17 (Disciplinary).

#### 10. Representation and Participation of MSCOBA UK events

- 10.1. All members enjoy equal rights to participate / represent events based on their abilities and suitability. However, priority will be given to registered members of MSCOBA UK.
- 10.2. MSCOBA UK has the right to retain any proceeding from a third-party participation and/or representation of events.
- 10.3. MSCOBA UK will not pay members any means of a remuneration for participating and/or representing events.

#### 11. Conflicts of Interest

To avoid any conflicts of interest occurring;

- 11.1. All members are required to declare any interest, whether personal / familial or due to membership of any other group / association, which may affect or influence their membership of MSCOBAUK as a whole or a specific issue under discussion.

- 11.2. In the event of any such declaration, it will be the responsibility of all other members present to decide on the appropriate way to proceed, which may include requesting that anyone with a conflict of interests refrains from discussing and / or voting on that particular issue.

## 12. Confidentiality

MSCOBAUK values confidentiality and will work to protect the privacy of all members by adhering to the following guidelines;

- 12.1. All members are expected to respect the confidentiality of their fellow members, whether present or not.
- 12.2. All members are expected to refrain from mentioning the specifics of an individual case if, by doing so, they may breach the common understanding of a person's right to privacy.
- 12.3. Matters of a constitutional nature, including alleged breaches of the Code of Conduct, may be excused from this ruling where a decision requires the naming of individuals involved.

## 13. Finances

- 13.1. All monies raised by and on behalf of MSCOBAUK will be used only to further the aims of the association.
- 13.2. The Committee will cast the final decision on how such monies will be distributed.
- 13.3. Any appropriate bank accounts as are necessary will be maintained in the name of MSCOBAUK. Withdrawals from such bank accounts will be permitted only with the signatures of both the Treasurer and President.
- 13.4. The Committee is authorised to raise contributions for specific purposes as required and to pay for any expenditure that may be incurred in the process.
- 13.5. The financial year will run from 1<sup>st</sup> of October till 30<sup>th</sup> of September of the following year.
- 13.6. Full and proper audited accounts for the previous year will be published within 3 months of the financial year end.

## 14. Property

- 14.1. The Treasurer shall keep and maintain a Register of Property.

- 14.2. Any items that are the legal property of MSCOBAUK, such as the database, financial documents, equipment etc., will ordinarily be held in the possession of the Committee for safekeeping.
- 14.3. Any such property will only be loaned to non-committee members with the written permission of the Committee.
- 14.4. Any property loaned to any member (committee or otherwise) must be returned within 24 hours or when requested by the committee, unless otherwise agreed in advance.
- 14.5. Upon the return of property, a written confirmation must be signed to demonstrate that all property has been returned and that no copies have been made and/or retained.

## 15. Constitutional Amendments

- 15.1. MSCOBAUK's Constitution is a living, working document that must remain applicable to all members and the organisation as a whole throughout its life.
- 15.2. All members are permitted to propose amendments to the Constitution.
- 15.3. Any such proposals for constitutional amendment must be submitted in writing to the Secretary at least 14 days prior to the meeting at which it will be discussed.
- 15.4. In order to be ratified, the proposal must first be discussed by all members present at the general meeting and then passed by a minimum two thirds majority of all votes cast (including proxy votes).

## 16. Affiliation

- 16.1. Affiliation to MSCOBAUK is permitted for any British, Sri Lankan or British Sri Lankan group or association.
- 16.2. Affiliated groups / associations must agree to respect and abide by MSCOBAUK's Constitution.
- 16.3. MSCOBAUK and its affiliates will strive for mutual benefit and work to further the aims of both organisations as much as is reasonably possible.
- 16.4. MSCOBAUK and its affiliates will retain separate responsibility for individual finances. Any financial support that is granted by agreement will be subject to a detailed affiliation agreement.
- 16.5. MSCOBAUK retains the right to terminate affiliation at any time in the event of a breach of the Constitution or the Code of Conduct, or a misuse of funds. In such an event, the Committee has the right to suspend affiliation, but this decision must be ratified at the next general meeting, when the affiliation can be permanently terminated.

16.6. Affiliated groups / associations are subject to the standard membership terms and fees as detailed above.

16.7 For the operational matters of any affiliations, the Committee may appoint Ordinary Members as the authorised representative of the MSCOBAUK.

- a. This appointment shall be ratified at the AGM next following the appointment and be valid till the beginning of the next AGM.
- b. No representative(s) shall be appointed for more than two consecutive times in AGM.
- c. The appointed representative(s) shall consult and obtain the sanction of the Committee on all matters that create obligation on the part of MSCOBAUK and shall be accountable to the Committee on all decisions and actions taken.
- d. MSCOBAUK will not be responsible for any obligations on its part if the appointed representative(s) acts in contravention to the above constitutional requirement.
- e. Any benefit arisen or realised by the representative(s) in the course of acting as the representative(s) shall be deemed as benefit accrued to the MSCOBAUK.

## 17. Disciplinary

17.1. MSCOBAUK will deal with any disciplinary matters arising in as fair and non-discriminatory means as possible.

17.2. Should any disciplinary matters arise that require serious consideration, MSCOBAUK will form a Disciplinary Committee to address the issue. The Disciplinary Committee will comprise 3 committee members, who will be appointed by the Committee.

17.3. Any MSCOBAUK member alleged of misconduct and / or bringing the association into disrepute will be called to appear before the Disciplinary Committee for a disciplinary hearing.

17.4. The member will be summoned by an office bearer of the Committee, who will issue written notification giving at least 10 days' notice of the hearing.

- a. The written summons will additionally contain a statement of the complaint(s) brought against the member under allegation.
- b. The member under allegation is then entitled to respond in writing to the Secretary, who must receive the response at least 4 days prior to the disciplinary hearing.
- c. At all times throughout the disciplinary process, the member under allegation is to give full and frank disclosure as and when requested, and to fully co-operate to the best of their ability.

- 17.5. The same procedure shall be followed to resolve dispute between members themselves, a member and MSCOBAUK or a member and a third party upon the Committee been notified by any party to conflict or any Member.
- 17.6. Any member found guilty at the disciplinary hearing will be reprimanded, suspended or expelled as necessary and in keeping with the severity of the offence.
- a. The period of suspension will not exceed 3 years.
  - b. The period of expulsion will not exceed 5 years, after which time the member is permitted to re-apply for membership.
- 17.7. Should the decision of the Disciplinary Committee be disputed, the member concerned is permitted to appeal to the Committee.
- 17.8. The rules of Natural Justice do not apply to any disciplinary hearing.
- 17.9. No member under allegation of misconduct and / or bringing the association into disrepute is permitted to resign their position / membership until the final decision has been reached by the Disciplinary Committee.

## 18. Dissolution

- 18.1. The dissolution of MSCOBAUK can be proposed by a single committee member or by 10 Ordinary members.
- 18.2. The proposal must be submitted in writing to the Secretary, upon receipt of which a general meeting will be called.
- 18.3. The proposal must be submitted at least 14 days prior to the date of the general meeting at which the dissolution will be discussed.
- 18.4. The proposal must explicitly call for the dissolution of MSCOBAUK and provide valid reasons for this course of action.
- 18.5. The decision to dissolve MSCOBAUK will be taken by a two third majority of all votes cast at the general meeting.
- 18.6. In the event of dissolution, any assets (financial or otherwise) remaining once all liabilities have been settled will be distributed as decided by the general meeting or donated to the parent school of Marist Stella College (Negombo, Sri Lanka) for a prescribed charitable purpose.

## 19. Miscellaneous Provisions

### 19.1. Authorised signatories

All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by the Treasurer and counter-signed by the President, Vice President or Secretary.

### 19.2. Auditor

The Auditor elected shall be a suitable qualified finance professional.

### 19.3. Compliance Officer

The Compliance Officer shall play an advisory role in general to the officers, Committee and in meetings pertaining to matters both internal and external to MSCOBAUK.

### 19.4. The common seal

The Secretary shall keep and may affix it to documents which shall be attested by the President, Vice President, Secretary or Assistant Secretary.

## 20. Declaration

This Constitution was adopted by a simple majority of those members present and voting (including proxy votes) at a general meeting, or by at least a two-thirds majority of those members present and voting (including proxy votes) at an annual general meeting held on DD Month 2019

Signatures:

Officer	Date	Signature
President		
Secretary		
Treasurer		