



Founded in 1932

IGBOBI COLLEGE OLD BOYS' ASSOCIATION - UK BRANCH (ICOBA-UK)

BRANCH CONSTITUTION

2009

ARTICLE 1: NAME

- (a) The Association shall be known as IGBOBI COLLEGE OLD BOYS' ASSOCIATION - UNITED KINGDOM BRANCH (ICOBA-UK) hereinafter referred to as "The Association".
- (b) The Association is affiliated to IGBOBI COLLEGE OLD BOYS' ASSOCIATION (ICOBA) hereinafter referred to as "The National Body"

ARTICLE 2: REGISTERED OFFICE

The Registered Office (which shall serve as the official address) of the Association shall be at the residence of the Secretary General hereinafter referred to as "The Office".

ARTICLE 3: AIMS AND OBJECTIVES

The objectives of the Association shall be to formulate, adopt and promote such measures and principles that will

- (a) Facilitate such social interaction among Old Igbobians as will ensure the continued reflection in their lives of the religion, moral and other noble ideals for which the College stands;
- (b) Keep alive the affection which every old Igbobian has in the affairs of the College by keeping him well informed of the general progress of the College and encouraging him to contribute morally and financially towards such progress.

- (c) Support the National Body in encouraging the management, staff and students of the College to maintain the ideals of the College and to offer their best services in the overall interest of the College;
- (d) Promote and advance the aims and objectives of The National Body, provided that such aims and objectives remain relevant in the context of the UK and subject to UK laws.
- (e) Achieve such further objectives as the Association may from time to time determine.

ARTICLE 4: MEMBERSHIP

Membership of the Association shall be open to all old boys of the College resident in United Kingdom, who is deemed to have been fully registered as student of Igbobi College and whose registration has not been revoked.

ARTICLE 5: TRUSTEES

- (a) The Trustees of THE ASSOCIATION for the purpose of the (relevant incorporation legislations) shall be appointed at a General Meeting of the Association with two thirds (2/3) majority vote of members present.
- (b) Such Trustees (hereinafter referred to as “The Trustees”) shall be three (3) in number and shall be known as the “THE REGISTERED TRUSTEES OF IGBOBI COLLEGE OLD BOYS’ ASSOCIATION IN UNITED KINGDOM”.
- (c) The Trustees shall hold office for life but a trustee ceases to hold office if he:
 - (i) resigns his office
 - (ii) ceases to be a member of ICOBA-UK
 - (iii) becomes mentally incapable or insane
 - (iv) is officially declared bankrupt
 - (v) is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction.
 - (vi) is recommended for removal from office by the other Trustees and such recommendation is approved by a simple majority of votes of members present at any General Meeting of the Association.
 - (vii) is deceased
- (d) Upon a vacancy occurring in the number of Trustees, a General Meeting will be held to appoint another eligible member of the Association with two thirds (2/3) majority vote of members present.

(e) **COMMON SEAL**

The trustees shall have a common seal. Such common seal shall be kept in the custody of the Chairman of the Association who shall produce it when required for use by the Trustees.

All documents to be executed by the Trustees shall be signed by the Trustees, the Chairman and Secretary General of the Association and sealed with the common seal.

(f) **ACQUISITION OF PROPERTY**

In furtherance of the Aims and Objectives of the Association as contained in Article-3 above, the Association shall acquire any such property or properties as it considers necessary for the realisation or promotion of these aims and objectives and such properties shall be vested in the Trustees.

(g) The Trustees, by virtue of the grant of a valid certificate of incorporation shall become a body corporate by the name described on the certificate and shall have perpetual succession and power to sue and be sued in such corporate name and subject to any conditions and directions contained in the said certificate and directions contained in the said certificate hold and acquire and by instrument under their common seal to convey, assign, demise any land or any interest therein now or hereafter, belonging to or held for the benefit of the Association.

(h) The Trustees shall have the following powers in addition to any powers given them by law, that is to say

(i) To hold and administer the property of the Association

(ii) To borrow, raise money, secure or discharge any debt or obligation binding on the Association in such manner as may be thought fit and in particular by mortgages and charges upon the undertakings and all or any of the properties and assets (present and future) of the Association or by the creation and issue on such terms as may be thought expedient or debenture, debenture stock or other obligations or securities of any description.

ARTICLE 6: EXECUTIVE COMMITTEE MEETING

(a) Executive Committee (EC) shall meet as often as the business of the Association shall require but not less than four times in a year.

(b) The quorum at EC meeting shall be six (6) members consisting of the Chairman or the Vice Chairman, the Secretary General/Assistant Secretary General or the Director of Organisation, the Treasurer or the Social Secretary and three (3) other members of the Executive.

ARTICLE 7: EXTRA ORDINARY GENERAL MEETING

- (a) The Secretary General in consultation with the Chairman, may summon an Extra Ordinary General Meeting of the Association whenever necessary and shall do so within 21 days of the receipt by him of a written request signed by not less than 10 financial members.
- (b) For such a meeting the Secretary General shall give not less than fourteen (14) days notice. The subject to be discussed shall be stated in such notice.
- (c) The quorum at such a meeting shall be the same as for the AGM.

ARTICLE 8: ORGANISATION OF THE ASSOCIATION

A. The Branch

- (i) The Branch shall be bound by the provisions of the National Constitution, provided that such provisions remain relevant in the context of UK laws.
- (ii) The head of the Branch shall be known as the Chairman and communication with the National Executive Committee shall be through the Chairman, the Director of Operations or Secretary General of the Branch.

B. CLASS SET/GROUP

- (i) A Class Set shall consist of not less than five (5) members, however, where the number is less than five (5) they can constitute themselves into a 'group' and continue to meet as such until they can qualify for recognition as a 'Class Set'
- (ii) Every such Class Set/Group shall be bound by the provisions of this constitution.
- (iii) The head of a Set shall be known as the Set Chairman.
- (iv) Every Class Set/Group shall remit to the Branch Treasurer annual subscriptions and special levies collected from its members under this Constitution and all funds (donations, contributions, gifts, endowments and revenues) collected on behalf of The Association.
- (v) Every Class Set/Group shall have power to run its activities in accordance with its own Constitution provided always that wherever any provisions of such constitution run counter to the provisions of this or the National Constitution then the constitution of the Class Set/Group shall (to the extent of the inconsistency) be void.
- (vi) The formation of a Class Set/Group shall be notified to the EC within three months of its existence.

C. CLASS SETS:

Provided that each such Class Set:

- (i) Comprises members who shall have either entered and or left the College in specific years.
- (ii) Shall forward annually to the Secretary General a list of its current officers.
- (iii) Shall also notify the Secretary General of its activities

ARTICLE 9: ANNUAL SUBSCRIPTION

To qualify as a financial member, a member shall pay the annual subscription as may be decided at the Annual General Meeting. This amount shall become due on 1st January and payment must be made through the Treasurer or directly into in the Association's bank account.

ARTICLE 10: OFFICERS OF THE ASSOCIATION

The Officers of the Association shall be;

- (i) The Chairman;
- (ii) The Vice-Chairman;
- (iii) The Director of Organisation;
- (iv) The Secretary General;
- (v) Assistant Secretary General;
- (vi) The Treasurer;
- (vi) The Social Secretary; and
- (vii) The Chaplain

ARTICLE 11: FUNCTIONS OF OFFICERS

- (i) The Chairman shall
 - (a) Preside over all meetings of the Association;
 - (b) Convene through the Secretary General all meetings of the Association;
 - (c) Co-ordinate the activities of all other Officers of the Association in the performance of their duties.
 - (d) Liaise with the National Executive Committee and represent the branch.

(ii) The Vice-Chairman shall:

- (a) Assist the Chairman generally in the discharge of his functions;
- (b) Deputise for the Chairman in the order of precedence.

(iii) The Director of Organisation shall:

- (a) Mobilise membership of the Association
- (b) Publicise the activities of the Association and be responsible for its corporate image;
- (c) Manage the Association's website
- (d) Liaise with the National Executive Committee.
- (e) Execute such activities as contained in (a) and (b) above under the general or specific direction of the Executive Council or Chairman;

(iv) The Secretary General shall perform all the secretarial duties of the Association including:

- (a) Summoning, after consultation with the Chairman, all meetings of the Association;
- (b) Recording and keeping the minutes of all such meeting;
- (c) Keeping an up-to date roll of members and their current addresses;
- (d) Liaise with the National Executive Committee.
- (e) Furnishing annual and special reports of the activities of the Association and its organs;
- (f) Keeping an imprest in an amount to be determined by the Executive Council (EC);
- (g) Performing such other duties as may be allotted to him by the Chairman;
- (h) On leaving the office, hand over the Association's property to his successor or the Chairman as the circumstances may dictate.

(v) The Assistant Secretary General shall:

- (a) Assist the Secretary General in the performance of his functions and act for him in his absence;
- (b) On leaving office, hand over the Association's property in his possession to the Secretary General or the Chairman as the circumstance may dictate.

(vi) The Treasurer shall:

- (a) Receive all monies on behalf of the Association and deposit same in the bank within seven (7) days of receiving such monies.
- (b) Keep an up-to-date account of all monies received or paid out by him and present financial reports to every meeting of the Executive Council;
- (c) Submit annually to the Auditor not later than 15th January of the following year all books account and other documents required by them;
- (d) Present his report together with an audited account to the annual General Meeting;

(e) On leaving office, hand over the Association's property in his possession to his successor or to the Chairman as the circumstance may dictate.

(vii) The Social Secretary shall:

- (a) Organise all social activities of the Association;
- (b) Execute such activities as contained in (a) and (b) above under the general or specific direction of the Executive Council or Chairman;

(viii) The Chaplain shall be the religious minister of the Association.

ARTICLE 12: EXECUTIVE COMMITTEE (EC)

(i) The management of the affairs of the Association shall be vested in the Executive Committee herein after referred to as (EC) and shall consist of:

(a) All Officers;

(b) Past Chairmen;

(c) Immediate Past Secretary General

(d) A representative from each functional Set/Group.

(e) Two (2) other members elected at a duly constituted Annual General Meeting (AGM) from a list nominated by the registered Class Sets/Groups Chairmen present at the AGM.

(ii) EC shall have power to establish Ad hoc Committees and to co-opt members to serve on such Committees.

(iii) EC may for any purpose that may be considered necessary recommend to a General Meeting that a special levy be imposed on members.

(iv) EC shall have power to make rules and regulations for the day-to-day management of the Association's affairs, provided that such rules and regulations are not inconsistent with this Constitution.

(v) The EC's powers of administration shall be subject to subsection (iv) above extend to all matters including the hearing and administration of any grievance or disciplinary matters relating to the conduct of all officers and members of the Association and the general enforcement of rules and regulations of the Association.

(vi) The EC shall determine appropriate processes to administer grievance and disciplinary matters.

(vii) The EC shall have the power to suspend or expel members whose conduct it finds is likely to bring the name of the Association into disrepute.

ARTICLE 13: FINANCES

- (a) The financial year of the Association shall commence on 1st January and end on 31st December.
- (b) The Association's finances shall include subscription, donations, contributions, special levies, gifts, endowments and revenues from ventures.
- (c) The funds of the Association shall be lodged with reputable banks to be appointed by the Executive Council (EC).
- (d) The Signatories to the Association's bank accounts shall be:
 - (1) The Chairman
 - (2) The Secretary General
 - (3) The Treasurer

Provided that any two (2) signatories one of whom shall be the Treasurer shall be sufficient to operate the Association's accounts.

- (e) The EC shall have power to:
 - (i) raise loans and/or institute a levy in furtherance of the activities of the Association subject only to the approval by majority vote of members present and voting at the General Meeting of the Association.
 - (ii) receive gifts and donations on behalf of the Association.

ARTICLE 14: AUDITORS

- (a) The Annual General Meeting shall appoint Auditors to audit its accounts annually.
- (b) The Auditors shall audit the accounts of the Association and present a written report thereof to the Annual General Meeting through the Treasurer, and such audit report shall be completed by 31st January of the following year.

ARTICLE 15: PROCEDURE AT ELECTIONS

- (i) Election of officers of the Association shall be held at intervals of two years.
- (ii) Nominations of candidates for election shall be taken at the Annual General Meeting and voting shall be by secret ballot.
- (iii) Only financial members shall be entitled to vote and be voted for.

ARTICLE 16: TENURE OF OFFICE

The tenure of office of an elected member of EC shall be for two (2) years provided that an officer may be re-elected at a subsequent Annual General Meeting, but for not more than two (2) consecutive terms for the same office.

ARTICLE 17: DECISIONS OF THE ASSOCIATION

Except as otherwise provided in this Constitution, all decisions of the Association, Executive Committee, Committee or Sub-committee shall be by a simple majority vote of members present and voting at such a meeting.

ARTICLE 18: ANNUAL GENERAL MEETING

- (i) The annual General Meeting (hereinafter referred to as AGM) of the Association which shall be held, except in unforeseen circumstances, on a date in February to be fixed by EC.
- (ii) For every Annual General Meeting the Secretary General shall give members not less than twenty-one (21) days' notice.
- (iii) The quorum for the A.G.M shall be twelve (12) members consisting of the Chairman or the Vice Chairman, Secretary General or Assistant Secretary General and ten (10) other members, including at least eight (8) who are not members of EC.
- (iv) The annual General meeting shall:
 - (a) Receive and discuss reports from the Chairman, Secretary General and Treasurer.
 - (b) Debate and pass resolutions on any policy matters affecting the Association and/or the College;
 - (c) Receive and consider reports from the Class Sets/Groups.
 - (d) Do any such other business as the constitution enjoins or permits;
 - (e) Elect members of EC;
 - (f) Appoint Auditors.

ARTICLE 19: CODE OF CONDUCT

- (i) All members/groups/sets must comply with all decisions of the Association.

- (ii) All members of the Association are expected to uphold the moral and noble ideals for which the College and Association stand, and refrain from doing such acts as to put the name of the College and/or the Association into disrepute or public contempt.

ARTICLE 20: SPECIAL CLAUSE

The Income And Property Of ICOBA-UK from wheresoever derived shall be applied solely towards the promotion of the objects of the ASSOCIATION as set forth in this Rules and Regulations/Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise however by way of profit, to the members of The Association.

PROVIDED that nothing therein shall prevent the payment, in good faith, or reasonable and proper remuneration to an officer or servant of The Association but so that no member of the Executive Council or Governing Body shall be appointed to any salaried office of The Association by fees, and that no remuneration or other benefits in money or monies shall be given by The Association to any member of such Council or Governing Body except in repayment of out-of-pocket expenses or reasonable and proper rent premises demised, or let to The Association provided that the provision last aforesaid shall not apply to any payment by any Company to a member of The Association in which such member shall not hold more than one-hundred (1/100) part of the capital, and such members shall not be bound to account for any share of profits he may receive in respect of any such payment.

NO Addition, Alteration or Amendment shall be made to or in the RULES AND REGULATIONS/CONSTITUTION for the time being in force, unless the same have been previously submitted to and approved by the Registrar General, Corporate Affairs Commission.

IN the event of a Winding up or Dissolution of the ASSOCIATION mains after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be paid to and distributed among the members of IGBOBI COLLEGE OLD BOYS' ASSOCIATION UK BRANCH but shall be given or transferred to the National Body and the body is prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed on IGBOBI COLLEGE OLD BOYS' ASSOCIATION at or before the time of dissolution and if in so far effect cannot be given to the aforesaid provision, then to some charitable object.

ARTICLE 21: AMENDMENT

The constitution may be amended in whole or in part but any such alteration, addition or amendment must be by a resolution passed by at least a two-third (2/3) majority of the members of the Association present and voting at any General Meeting of the Association PROVIDED that no amendment requiring

statutory approval shall have effect without the consent of the appropriate authority.

ARTICLE 22: INTERPRETATION

In this constitution, unless the context otherwise requires, the expression:

- (i) “The Association” means IGBOBI COLLEGE OLD BOYS’ ASSOCIATION UNITED KINGDOM BRANCH (ICOBA-UK).
- (ii) “Chairman” means Chairman, IGBOBI COLLEGE OLD BOYS’ ASSOCIATION UNITED KINGDOM BRANCH (ICOBA-UK).
- (iii) “Secretary” means Secretary General, IGBOBI COLLEGE OLD BOYS’ ASSOCIATION UNITED KINGDOM BRANCH (ICOBA-UK)
- (iv) “Executive Committee” (EC) means Executive Council.

ARTICLE 23: COMMENCEMENT

THIS CONSTITUTION was adopted at Annual General Meeting (AGM) held on Saturday, 7th.of February 2009 and deemed to have come into effect on 7th. Day of February 2009.

Ade Abudu
CHAIRMAN 2007/09

Akin Coker
SECRETARY GENERAL