

# CONSTITUTION OF



# OUR LADY OF APOSTLES SECONDARY GRAMMAR SCHOOL, MARYWAY IBADAN OLD STUDENTS' ASSOCIATION

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#### PREAMBLE

We, the members of the **OUR LADY OF APOSTLES SECONDARY GRAMMAR SCHOOL, MARYWAY IBADAN OLD STUDENTS' ASSOCIATION** {The Association'} a not for – profit and non-political organization do firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions therein contained.

The Logo of the Association shall be:-



#### ARTICLE 1: NAME

The name of the Association is **INCORPORATED TRUSTEES OF OUR LADY OF APOSTLES SECONDARY GRAMMAR SCHOOL, MARYWAY IBADAN** {OLD STUDENTS' ASSOCIATION {The Association'}.

#### ARTICLE 2: ADDRESS

The address of the Association shall be **OUR LADY OF APOSTLES SECONDARY GRAMMAR SCHOOL, MARYWAY ODO-ONA IBADAN.**

### **ARTICLE 3: AIMS AND OBJECTIVES**

The aims and objectives for which the Association is formed are to:

- I. create a platform through which the former students of Our Lady of Apostles Secondary Grammar School, Maryway, Odo Ona, Ibadan {‘the School’} could support and contribute to the academic and social progress of the School, their Alma Mater;
- II. engage and support the School to develop programs and activities which will enhance academic, social and leadership qualities of students of the school, both whilst in the school and after graduation;
- III. aid the School wherever and whenever considered appropriate and necessary as may be determined by the designated authority of the Association;
- IV. promote unity, mutual understanding and co-operation among members of the Association, staff and students of the School;
- V. provide support to members of the Association whenever critically needed and justified.
- VI. Develop an organisational structure which would promote the recognition of the National Body of the association with all the various Chapters connected to facilitate governance and administration of the Association in accordance with the bye-laws, such that the aims and objectives of the Association could be met in an inclusive and participatory manner.
- VII. Undertake such charitable functions as may be determined from time to time and in accordance with the rules and procedure set out in the bye-laws of the Association;
- VIII. Generate funds to achieve the aims and objectives-stated above in order to meet the needs and fund the programs of the Association at both National and Chapter levels.
- IX. Develop other aims and objectives that address identified needs of the Association and its member;

### **ARTICLE 4: BOARD OF TRUSTEES**

- I. The Trustees of **OUR LADY OF APOSTLES SECONDARY GRAMMAR SCHOOL, MARYWAY IBADAN OLD STUDENTS’ ASSOCIATION** for the purpose of the

Companies and Allied Matter Act CAP C20 2004, shall be elected/selected in accordance with the criteria and procedure prescribed in the byelaws of the Association: provided that no member under the age of 45 {fourty five } years and above the age of 70 (seventy) years shall be eligible to be elected as Trustee or appointed to fill a casual vacancy on the Board of trustees.

- II. The members of the Board of Trustees shall not be less than 7{Seven} and not more than 9 {Nine} in number.
- III. A Trustee may hold office for a term of 4 (four) years and be eligible for re-election for no more than another term of 4 {four} years, but shall cease to hold office if she:
  - a. resigns her office;
  - b. ceases to be a member of the registered trustees of the Association;
  - c. becomes insane;
  - d. is officially declared bankrupt;
  - e. is convicted of a criminal offence involving dishonesty by a Court of competent jurisdiction.
  - f. is recommended for removal by majority of the members of the Board of Trustees;
  - g. or attains the age of 70.
- IV. The Trustees may from time to time appoint a persons who is willing and able to act, as to be a Trustee, either to fill a vacancy or as an additional Trustee, provided that the appointment does not cause the number of Trustees to exceed any number fixed by the Constitution of the Association as the maximum number of Trustees. A trustee so appointed shall have her appointment approved and/or/ratified by the Association at Convention.

#### **ARTICLES 5: COMMON SEAL**

- I. The Trustees shall have a common Seal.
- II. Such seal will be kept in the custody of the General Secretary of the Association who shall produce it when required for use by the Trustees;
- III. All documents to be executed by the Trustees shall be signed by such number of them and sealed with Common seal.

#### **ARTICLE 6: MEETINGS.**

For effective administration and governance of the Association, there shall be the following meetings

NO.	MEETING NAME	MEETING QUORUM
1.	National Convention Biennially	One third { 1/3} of total membership of the Association or such other quorum as determined from time to time by the BOT.
2.	Meetings of the Board of Trustees	To meet at least twice (2ce) yearly. The quorum at such meetings shall be not less than five trustees.
3.	Meetings of the National Executive Council.	Not less than two thirds {2/3 } of the total membership of the NEC, or such other quorum as determined from time to time by BOT.
4.	Meetings of each Chapter.	One third {1/3} of members of the Chapter or such other quorum as determined from time to time by the NP in Council.

### **ARTICLE 7: SOURCES OF INCOME**

The sources of income for the Association shall include but not be limited to the following:

- I. Each chapter shall be at liberty to levy an annual, quarterly or monthly due on each member, 15% of the total sum collected shall be paid into the National Account as specified by the National body.
- II. Levies for special projects; as approved.
- III. Income generating activities as approved.
- IV. Voluntary donations and gifts;
- V. Miscellaneous sources which may include donations from government parastatals, friends and families of Association members, among others;

Provided that all monies paid to the Association at National or Chapter level in whatever form shall not be refundable.

### **ARTICLES 8: DISBURSEMENT AND APPLICATION OF FUNDS**

The income and property of the Association whomsoever and howsoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Constitution and details expressly stated in the byelaws and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to members of the Association.

### **ARTICLE 9: KEEPING OF ACCOUNTS**

The Accounts of the Association shall be kept in accordance with the provisions of the by-laws of the association.

#### **ARTICLE 10: APPOINTMENT OF AUDITOR(S)**

There shall be appointed for the Association an Auditor, who shall be independent, qualified and licensed, to audit the accounts of the Association. Such Auditor shall be appointed by the Trustees of the Association as provided in the bye laws. The Treasurer & Accountant of the Association shall ensure the accurate keeping of record of all income and expenditure.

- i. The Auditor so appointed shall audit the financial records of the Association annually and submit an audited report to the BOT and shall present same to the Association at Convention.
- ii. The audited financial statements (balance sheet and income and expenditure account) duly certified by independent auditors shall be annexed to the annual returns and filed with the Corporate Affairs Commission.

#### **ARTICLE 11: FINANCIAL YEAR**

The Financial Year of the Association shall be from the 1st day of January to the 31st day of December every year; Provided that the Financial Year of the first year shall begin from the date on which this Constitution is approved by the members of the Association to the 31st of December of that year.

#### **ARTICLE 12: AMENDMENT OF THE CONSTITUTION**

The Association may, at National Convention alter the provision(s) of its Constitution in accordance with the process and procedure as contained in the Byelaws of the Association.

#### **ARTICLE 13: SPECIAL CLAUSE / MISCELLANEOUS**

- I. **PROVIDED** that nothing herein shall prevent the payment in good faith, or reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association:
  - a. No member of the Board of Trustees or any officer of the Association at National or Chapter level shall be appointed to any salaried office of the Association or any office of the Association paid by fees; and
  - b. No remuneration or other benefit in money or money's worth shall be given by the Association to any officer except repayment of out of pocket expenses of officers or

reasonable and proper rent for premises demised or let to the Association or reasonable fees for services rendered.

- II. If in the event of a winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institutions, having objects similar to the object of the Association. Such institutions shall be determined by the members of the Association at or before the time of dissolution; or to the School
- III. If effect cannot be given to the aforesaid provisions, then the remaining property shall be transferred to some charitable object as may be approved by the BOT.

DATED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_ 20\_\_\_\_\_

\_\_\_\_\_  
**TRUSTEE**

\_\_\_\_\_  
**TRUSTEE**

\_\_\_\_\_  
Name of Trustee & Tel. No

\_\_\_\_\_  
Name of Trustee & Tel No