

# KCOBA



**CONSTITUTION**

**THE CONSTITUTION OF**  
**THE KING'S COLLEGE OLD BOYS' ASSOCIATION**  
**THE CONSTITUTION OF KING'S COLLEGE OLD BOYS' ASSOCIATION**

1. **NAME OF THE ASSOCIATION**

The name of the Association shall be "KING'S COLLEGE OLD BOYS' ASSOCIATION".

2. **THE COLOUR OF THE ASSOCIATION**

The colour of the Association shall be Royal Blue and White.

3. **OBJECTIVES OF THE ASSOCIATION**

The objectives of the Association shall be:

- a) To inculcate and sustain interest in the well-being of King's College, Lagos ("the College") among Old Boys.
- b) To promote social interaction between its members and the College.
- c) To support the College in every possible way.
- d) To promote the King's College Spirit among Old Boys.

4. **MEMBERSHIP**

- a) Any student who enrolled at the College and completed the prescribed certificate courses or spent at least one academic session shall be eligible for membership of the Association.
- b) Any person, not being an Old Boy of the College, who has shown sufficient interest in the affairs of the College and is adjudged to be of unimpeachable moral character, may be considered by the Executive Committee for admission as an Honorary Member of the Association.

5. **SUBSCRIPTIONS**

- a) The annual subscription shall be fixed at a General Meeting of the Association upon the recommendation of the Executive Committee.
- b) The annual subscription shall become due on the 1<sup>st</sup> of January of each year and shall be paid not later than 31<sup>st</sup> March of that year.
- c) Members whose annual subscriptions are not paid by 31<sup>st</sup> of March of each year shall not be eligible to vote or be voted for at any meeting of the Association.

6. **REGISTERED TRUSTEES**

- a) There shall be a body corporate to be known as the REGISTERED TRUSTEES OF KING'S COLLEGE OLD BOYS ASSOCIATION (hereinafter known as "The Trustees") incorporated pursuant to the Companies and Allied Matters Act, Laws of Federation of Nigeria, 1990.
- b) The registered address of the Trustees shall be King's College Lagos, or any other place so designated by the Association.
- c) The Trustees shall have a common seal consisting of the College Mermaid crest and the inscription "KING'S COLLEGE OLD BOYS' ASSOCIATION"
- d) The common seal shall be kept in the custody of the Secretary to the Trustees who shall produce it when required for use by the Trustees.
- e) The Trustees shall be elected at the Annual General Meeting of the Association, upon the recommendation of the Executive Committee.
- f) There shall at all times be a minimum of five Trustees provided that the number of Trustees shall not exceed a maximum of nine.
- g) Where a vacancy occurs in the membership of Trustees, such vacancy may be filled at the next General Meeting.

PROVIDED THAT where the number of Trustees falls below the minimum number of five, the Executive Committee shall appoint the number of Trustees required to meet the minimum number, subject to confirmation at the next Annual General Meeting.

- h) The Trustees may hold office for life but a Trustee shall cease to hold office if he:
  - i) resigns his office;
  - ii) becomes insane;
  - iii) is officially declared bankrupt;

- iv) is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction;
  - v) is recommended for removal from office by two thirds majority vote of members present at any General Meeting of the Association or
  - vi) fails to attend three consecutive meetings of the Trustees.
- i) The role and functions of the Trustees shall be as follows: -
- i) The Trustees shall have the custody of the Certificate of Incorporation of the Association.
  - ii) The Trustees shall hold all real property belonging to the Association.
  - iii) The Trustees shall execute all title documents pertaining to real property for and on behalf of the Association.
  - iv) The Trustees shall act as Advisers to the Association, upon the request of the Executive Committee.
  - v) The Trustees shall act as Mediators in any dispute involving the Association and/or any of its members, upon the request of the Executive Committee
- j) The Trustees shall elect one of their number as Chairman for a single term of five years only and the General Secretary of the Association shall serve as Secretary to the Trustees.
- k) The Trustees shall meet at least once in a year and three members shall be sufficient to form a quorum at any time. The Chairman shall preside at all meetings of the Trustees and in his absence any other member may be elected to preside over the meeting. The Chairman shall have a second or casting vote.
- l) Every matter shall be determined by a majority of votes of the Trustees present and voting on the question.
- m) The Trustees shall provide and keep a minute book in which shall be pasted minutes of the proceedings of meetings of the Trustees.

7. **THE SECRETARIAT**

The Secretariat shall be headed by a paid Chief Operations Officer, and his functions shall be as follows:

- a) To report to and receive directives from the Hon. General Secretary of the Association.
- b) To summon, on the instructions of the President or on requisition, the Annual General Meeting, the Executive Committee Meetings, or other Meetings of the Association.  
 PROVIDED THAT, upon a requisition, signed by not less than five members of the Executive Committee, the Chief Operations Officer shall summon a meeting of the Executive Committee and upon a requisition signed by not less than fifty members of the Association, he shall summon an Extra ordinary General Meeting of the Association.
- c) To act as Secretary, record and keep minutes of all meetings of the Association.
- d) To write and dispatch circulars, letters and other correspondence of the Association or the Executive Committee.
- e) To keep a roll of members and an up-to-date list of officers of branches of the Association.
- f) To perform all other duties as may be allotted to him by the President or Executive Committee or the Annual or Extraordinary General Meeting.
- g) To be responsible for the general management of the Secretariat of the Association.
- h) To be a member of each and every sub-committee of the Association, or delegate one of his assistants to deputise for him if he is otherwise engaged
- i) To be in constant touch with branches of the Association so as to ensure that all members pay their annual subscription as prescribed by this

Constitution and other dues or subscriptions as may be determined by the Annual General Meeting or the Executive Committee.

- j) To prepare from time to time the list of members defaulting in the payment of their annual dues.
- k) To circulate such lists to the Annual General Meeting and the Executive Committee.
- l) To collect and promptly pay all monies to the accounts of the Association.
- m) To publicize the activities of the Association.
- n) To present the correct and progressive image of the Association to the public.
- o) To organize the social activities of the Association.
- p) To do all other things necessary for the effective administration of the Secretariat as required by the Executive Committee.

8. **THE EXECUTIVE COMMITTEE**

- a) The affairs of the Association shall be managed by an Executive Committee which shall consist of:
  - i) All Officers referred to in Article nine (9) of this Constitution;
  - ii) The Immediate Past President;
  - iii) The Immediate Past General Secretary
  - iv) Non office holding (Ex-Officio) members referred to in Article ten of this Constitution;
  - v) All Branch Chairmen.

In constituting the Executive Committee, efforts shall be made to reflect, as far as possible, the different generations of Old Boys as well as the geographical spread of branches.

b) The Executive Committee shall have power to fill any vacancies which may occur during its tenure subject to confirmation at the next Annual General Meeting.

c) SUB-COMMITTEES

i) There shall be the following standing sub-committees of the Association:

- Management Sub-Committee
- College Traditions & Culture Sub-Committee.
- Sports Sub-Committee.
- Membership Sub-Committee.
- Finance Sub-Committee.

ii) The Management Sub-Committee shall be headed by the President and its membership shall be as follows:

- President
- Vice-Presidents
- General Secretary
- Treasurer

iii) All other standing Sub-Committees shall be headed by a serving Vice-President and membership thereof shall be open to the generality of the Association.

iv) The functions of these sub-committees shall be as follows:

- The Management Sub-Committee shall be charged with the day-to-day supervision of activities at the Association's Secretariat.
- The College Traditions & Culture Sub-Committee shall be charged with the responsibility of liaising with the College on issues pertaining to College tradition, rules and regulations.
- The Sports Sub-Committee shall be charged with the responsibility of making provision for sports development at the College with a view to maintaining the supremacy of the College in sports.

- The Membership Sub-Committee shall be charged with the responsibility of coordinating King's College Old Boys Association branches in Nigeria and the Diaspora, maintaining the Old Boys database as well as catering for the welfare of members.
  - The Finance Sub-Committee shall be charged with funding and budgetary issues of the Association.  
PROVIDED THAT the Executive Committee may assign other functions to these standing sub-committees as may be considered necessary for the effective management of the Association.
- v) The Executive Committee may establish from time to time such other ad-hoc sub-committees as may be considered necessary for the discharge of its functions.

## 9. **OFFICERS OF THE ASSOCIATION**

- a) The Officers of the Association shall be as follows:

<b><u>TITLE</u></b>	<b><u>NUMBER</u></b>
The President	1
Vice- Presidents	4

<b><u>TITLE</u></b>	<b><u>NUMBER</u></b>
General Secretary	1
Assistant Secretary	2
Treasurer	1
Financial Secretary	1
Sport Secretary	1
Auditor	1
All Branch Chairman	1

- b) At least one Vice-President shall come from outside Lagos Area.



10. **DUTIES OF OFFICERS**

- a) **The President:** It shall be the President's duties among others:
- i) To preside at every Annual General Meeting and other meetings of the Association and the Executive Committee.
  - ii) To cause summoning of the Annual General Meeting and other meetings either on his own initiative or in accordance with the decision of the Executive Committee or at the requisition of 5 members for summoning a General Meeting.
  - iii) To direct all other officers of the Association in the performance of their duties.
  - iv) To serve as ex-officio member of all sub-committees of the Association.
- b) **The Vice-President:**
- i) One of the Vice-Presidents shall in the absence of the President, preside at all meetings over which the President, by Constitution, has power to preside.
  - ii) He shall perform all other duties which the President, owing to ill-health, or absence or any other cause is unable to perform, or as shall be ascribed to him by the President, the Executive Committee or General Meeting.
  - iii) In absence of the President, and the Vice-Presidents, members of the Executive Committee present shall nominate one of their number to preside.
- c) **The General Secretary:**
- i) He shall be the Chief Executive of the Secretariat, and shall supervise the Chief Operations Officer in the discharge of his duties enumerated in Section 7, (a – p).
  - ii) He shall submit a General Report of the activities of the Association at the Annual General Meeting.
- d) **The Assistant Secretaries:**
- i) The Assistant Secretaries shall assist the General Secretary in the performance of all secretariat duties and one of them shall, in the absence of the General Secretary, act in his place.
- e) **Treasurer:** The duties of the Treasurer shall be as follows:
- i) To receive, collect and pay to the Association's Bankers all monies

Collected for the Association

- ii) To carry out any decision or directive of the Annual General Meeting and the Executive Committee in matters relating to the budget or finances of the Association.
  - iii) To prepare or cause to be prepared and circulated to every member of the Association at or before every Annual General Meeting, the audited Balance Sheet and Annual Statement of Account as well as an Annual Report of the Association.
  - iv) To invest the money of the Association in such securities as may be approved by the Executive Committee.
  - v) To prepare or cause to be prepared and submit for the approval of the Association, an Annual Budget containing estimated revenue and expenditure of the Association.
- f) **The Financial Secretary:** The duties of the Financial Secretary shall be as follows:
- i) To be in constant touch with branches of the Association so as to ensure that all members pay their annual dues as prescribed by this Constitution and other dues or subscriptions as may be determined by the Annual General Meeting or the Executive Committee.
  - ii) To prepare from time to time the list of defaulting members.
  - iii) To circulate such lists to the Annual General Meeting and the Executive Committee.
  - iv) To collect and promptly pay all monies to the Treasurer.
- g) **The Social Secretary:** The duties of the Social Secretary shall be as follows:
- i) To publicise the activities of the Association.
  - ii) To present the correct and progressive image of the Association to the public.
  - iii) To organise the social activities of the Association.
- h) **The Sports Secretary:**
- i) The Sports Secretary shall organise all the sporting activities of the Association.

i) **The Auditor:**

- i) The Auditors shall audit annually, or as and when required by the Executive Committee or the Annual General Meeting, the books of accounts and documents of the Association.

11. **TENURE**

- a) Every officer is eligible to hold office for not more than (5) consecutive terms of one year each. This provision is without prejudice to a person, being elected for another office subsequently.

A person may also be re-elected to the same office after a break of at least one term.

12. **ACCOUNTS AND AUDITS**

- a) The Executive Committee of the Association shall provide books of accounts in which shall be kept all proper accounts of all monies received or paid on behalf of the Association.
- b) The Executive Committee of the Association shall arrange for the accounts of the Association to be audited yearly by a firm of Chartered Accountants appointed at an Annual General Meeting of the Association.

13. **ANNUAL GENERAL MEETING**

- a) The Annual General Meeting shall be the principal organ of the Association and shall be held in the month of September of each year.
- b) A mandatory twenty-one days notice convening the meeting shall be published in a National daily Newspaper and posted on the Association's official website.

14. **EXTRA-ORDINARY GENERAL MEETING**

- a) An Extra-ordinary General Meeting may be summoned by the Executive Committee as may be deemed necessary.

- b) Upon a written requisition signed by at least fifty members of the Association, representing a minimum of at least five decades of Old Boys, for the holding of an Extra-Ordinary General Meeting, the Executive Committee shall summon a General Meeting for the discussion of the matter specified in the requisition for such meeting, PROVIDED THAT no other matter shall be discussed at the meeting.
- c) A mandatory notice of at least seven days shall be given for the purpose of convening an Extra-ordinary General Meeting.

15. **ELECTIONS**

- a) Members of the Executive Committee shall be elected at an Annual General Meeting.
- b) The Notice of the Annual General Meeting shall stipulate the positions to be declared vacant and which shall be vied for at the said meeting.
- c) All intending contestants for the offices to be declared vacant shall indicate their interest to the Executive Committee through the Chief Operations Officer of the Association at least seven days to the Annual General Meeting.
- d) Immediately prior to the election, all offices to be contested for shall be declared vacant.
- e) Elections shall be conducted by two Returning Officers, appointed by the Annual General Meeting, who shall declare that they have no interest in any offices being contested for.

16. **QUORUM**

The quorum at meetings of the Association shall be as follows:

- a) For any General Meeting, twenty-five members shall form a quorum.

- b) For an Executive Committee Meeting, eight members shall form a quorum.

**17. PRESIDENTS CASTING VOTE**

- a) The President shall have a right to a casting vote in addition to his ordinary vote at General, Executive Committee and Management Committee meetings of the Association.

**18. SIGNATORIES OF THE ASSOCIATION**

- a) The President, the Treasurer and the General Secretary shall be signatories to the Association's Bank accounts.
- b) The signature mandate for Association's accounts shall be any two of the three aforementioned signatories.

**19. BRANCHES OF THE ASSOCIATION**

- a) Members residing in every town or city outside Lagos area may form a branch with the approval of the Executive committee. No branch shall be recognized until it has a minimum of twenty members.
- b) Members of the Association in an institution of higher learning shall be entitled to form a sub-branch.

**20. CLASS SET**

- a) As an integral part of the Association, Class-sets shall appoint one of their number to liaise with the National executive Committee.

21. **SPECIAL CLAUSE**

- a) THE INCOME AND PROPERTY OF THE REGISTERED TRUSTEES OF KING'S COLLEGE OLD BOYS ASSOCIATION however derived in respect of the trust shall be applied solely towards the promotion of the objects of the Association, as set forth in this 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.
- b) PROVIDED that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Association in return for any service actually rendered to the Association, but so that no member of the Executive Committee shall be appointed to any salaried office of the Association or any office of the Association paid by fees, and that no remuneration or benefit in money or monies shall be given by THE REGISTERED TRUSTEES or any member of the Executive Committee except repayment of out-of-pocket expenses, or reasonable and proper rent for premises demised or let to the Association provided that the provision last aforesaid shall not apply to any payment or any money to a member of the Association on behalf of a company in which such member shall not be bound to account for any share of profits he may receive in respect of any such payment.
- c) NO ADDITION, alteration or amendment shall be made to or in the Constitution for the time being in force, unless the same has been previously submitted to and approved by the appropriate authority.
- d) The Association may be wound up following a unanimous vote of members at a General meeting specially convened for that purpose **PROVIDED ALWAYS** that in such event the winding-up provision of the SPECIAL CLAUSE of the Constitution shall apply.

- e) In the event of a winding-up or dissolution of the Association if there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among members of the Association, but shall be given or transferred to some other institutions having objects similar to the object of **THE REGISTERED TRUSTEES OF KING'S COLLEGE OLD BOYS ASSOCIATION** and the body or bodies are prohibited from distributing its or their income and property among its or their members to an extent at least as great as is imposed on **THE REGISTERED TRUSTEES OF KING'S COLLEGE OLD BOYS ASSOCIATION** before the time of dissolution and if so far as effect cannot be given to the aforesaid provision, then to some charitable object.

22. **AMENDMENTS**

- a) All amendments to this Constitution shall be adopted on the vote of 2/3 of those present and voting (fractions being approximated to the nearest whole number) at an Annual General Meeting of the Association. The text of a motion for any such amendments shall have been circulated by the General Secretary by publishing same in a National daily newspaper and posting it on the Association's website at least twenty-one days before the date fixed for the Annual General Meeting.

23. **COMMENCEMENT**

- a) This amended Constitution shall come into effect on the ..... day of .....2009

## **THE SCHOOL SONG**

- 1). "Floreat Collegium" shall our motto be,  
Let us shout it boldly, for her sons are we,  
Nurtured in her classrooms in our early youth  
Where we learn to cherish chivalry and truth  
Learn to pull together each one with the rest  
Playing up and striving each to do his best

CHORUS:

*This shall be our watchword, "Always play the game"  
Sound the old school's praises, trumpet forth her fame  
Though of many nations we will not forget  
That we all are brothers with a common debt  
Let us pay it by giving, as we forge ahead,  
Service to the living, honour to our dead.*

- 2). This is what they teach in the good old school  
"Only by obedience may you learn to rule".  
If you fail look closely, seek the reason why  
You are power to conquer if you only try  
Others went before you and attained the light  
Where they wait to cheer you, victors in the fight.

CHORUS:

*This shall be our watchword ...*

- 3). Present, Past and Future from one mighty whole  
Shining forth emblazoned on one muster roll.  
When the call is sounded all must answer "**HERE!**"  
Voice and bearing showing neither shame nor fear  
Pointing to our honour, which untarnished stands  
Bright as when we took it from our founder's hands.

CHORUS:

*This shall be our watchword ...*