

**PROPOSED AMENDMENTS TO
CONSTITUTION**

KIBULI SS OLD STUDENTS' ASSOCIATION (KOSA)

Article 1: Interpretation

In this Constitution, unless the context otherwise requires,

“**Association**” means **Kibuli Old Students’ Association**;

“**Board of Governors**” means the **Board of Governors of Kibuli Senior Secondary School**;

“**School**” means **Kibuli Senior Secondary School** and includes its predecessor **Kibuli Junior Secondary School**; “

“**Committee**” means the **Executive Committee** of the Association;

“**Constitution**” means the **Constitution of the Association**;

“**General meeting**” means a **general meeting** of the Association and includes, an **annual general meeting** and an **extra-ordinary general meeting**;

“**Head Teacher**” means the **Head Teacher of the School**;

“**Member**” means a member of the Association, whether **ordinary** or **honorary**;

“**Mobilisation Secretary**” means the **Mobilisation Secretary** of the Association and **Assistant Mobilisation Secretary** shall be construed accordingly;

“**Parents Teachers Association**” means the **Parents Teachers Association of the School**;

“**President**” means the **President of the Association** and **Vice President** shall be construed accordingly;

“**Register**” means the **Register of Members**;

“**Secretary**” means the **Secretary of the Association** and **Assistant Secretary** shall be construed accordingly;

“**Treasurer**” means the **Treasurer of the Association** and **Assistant Treasurer** shall be construed accordingly.

Article 2: Name of the Association

The name of the association shall be **KIBULI OLD STUDENTS' ASSOCIATION** (hereinafter referred to as "KOSA")

Article 3: Body Corporate

The Association shall be a body corporate having perpetual succession and a common seal with power to hold land and enter into agreements and contracts in its own names.

Article 4: Headquarters

The headquarters of the Association shall be deemed to be **Kibuli Senior Secondary School**.

Article 5: Constitution

This Constitution is the supreme charter of the Association and shall only be amended, altered or changed in accordance with the provisions of this Constitution.

Article 6: Objectives

The objectives of the Association are:

- a) To bring together all former students of **Kibuli Senior Secondary School**, in an association for social intercourse and development of the School.
- b) To render material, financial, spiritual and other assistance to the school.
- c) To rehabilitate the School to the very highest standards and to continuously develop and maintain it, for the benefit of students and staff, for the time being and for the benefit of the issues of the members of the association.
- d) To promote the academic, economic, social, and cultural standing of the school in its effort to educate the people of Uganda.
- e) To be represented on the **Board of Governors** and **Parents Teachers Association** of the School;
- f) To revive the spirit of togetherness which once bound the members at the School.
- g) To instill a sense of pride, self-discipline, self-help and cooperation, wherever and whatever the present circumstances of former students.

For the realization of the above objectives the association shall;

- i) Work closely with the School and shall be represented on the Board of Governors and Parents Teachers Association of the School;
- ii) Initiate self-help projects for the betterment of the School and its alumni.
- iii) Acquire such assets as may be necessary for the smooth running of the Association.
- iv) Raise funds by seeking contributions from members of the association and donations from any other person or organization.
- v) For the better carrying out of its function of fostering a sense of togetherness and pride amongst the members of the Association, the Association in conjunction with the management of the School, shall organize the following events annually;
 - i. A dinner for all members of the Association in the 3rd week of December.
 - ii. A sports gala at the school involving the members of the Association and the staff and students of the School.

Article 7: Membership

7.1 Membership of the Association shall comprise of the following categories: -

- i) Ordinary members, and
- ii) Honorary members

7.2 A person who has studied at the School is eligible to become an ordinary Member of the Association.

7.3 The Committee may, with the approval of the Association, confer honorary membership on any person who, in their opinion, has,

- a) Rendered outstanding service to the School; or
- b) Contributed in a substantial way towards the achievement of any or all of the objectives of the Association; or
- c) Made a substantial financial or other contribution to the School or Association.
- d) All former and current Staff at the school shall be honorary member of the Association.

7.4 An honorary Member is entitled to attend the meetings and participate in the activities of the Association but shall not vote nor be voted to any position on the Committee.

7.5 A person shall become a Member upon –

- a) Paying a membership fee and annual subscription fee, and
- b) His or her name being entered in the Register of Members.

Article 8: Membership Fee

8.1 Every person eligible to be a Member of the Association shall on registration pay a membership fee which shall be determined from time to time by the Members in a general meeting.

8.2 The membership fee is payable only once by a Member.

Article 9: Subscription Fee

9.1 Every Member shall pay an annual subscription fee which shall be determined from time to time by the Members in a general meeting.

9.2 The annual subscription fee shall become payable on 1st day of January of every year or in the case of a new Member, at the time of payment of membership fee.

9.3 A Member who fails to pay the annual subscription within three months after it has become payable shall automatically be suspended from the Association until he has paid the subscription fee.

Article 10: Contribution by Students

10.1 The Management of the school shall levy of charge of not more than **UGX. 3,000/= (Uganda Shillings Three Thousand only)** per student of the school per term for the purposes of carrying out the activities of the Association.

10.2 The amount collected will be remitted to the Bank Account of the Association by the School.

10.3 The charge may be amended from time to time to account for inflation and other economic considerations but will not exceed 0.5% of the school's termly fees.

Article 11: Register of Members

The Association shall maintain a Register of Members that shall contain the names, addresses, telephone numbers any other useful particulars of all the members.

Article 12: Benefits and privileges

- a) Every member shall be furnished with a copy of the Constitution of the Association at a fee fixed by the Executive committee from time to time.
- b) Ordinary Members of the Association shall enjoy all privileges and benefits of the Association, including the right to vote at General meetings of the Association and hold office.
- c) Honorary Members shall be entitled to all benefits and privileges of membership except that they shall not be qualified to be officers or members of the executive committee nor vote as members.

Article 13: General Meetings

General meetings of the Association shall be either annual general meetings or extraordinary general meetings.

Article 14: Annual General Meetings

14.1 There shall be at least one General Meeting of the Association in every calendar year to be called the Annual General Meeting which shall be called at the school at the date and time to be fixed by the Executive Committee and which shall consider among other matters: -

- a) The academic performance of the School for the previous year.
- b) Review the general condition of the school and the students and take stock of the problems and achievements of the school and to pass such recommendations and/or resolution and/or take actions or decisions as the assembly of the association shall see fit.

- c) To receive from the Executive Committee an annual report of the activities of the Association, balance sheet, statement of account for the proceeding the financial year and an estimate of the receipt and expenditure of the current year.
- d) To receive from the head teacher a report of the activities and academic performance of the school including the welfare of the staff and students.
- e) To decide on any Resolution, which may be submitted to the meeting as hereunder provided.
- f) To elect office bearers for the association.

Article 15: Extra-ordinary General Meetings

- 15.1 An extra-ordinary general meeting may be called at the request of the Committee or upon a written request being made by not less than one third of the members having the right to vote.
- 15.2 Business transacted at an extra-ordinary general meeting shall be limited to that specified in the notice convening the meeting.

Article 16: Powers of the General Meeting

The general meeting shall be the supreme decision-making organ of the Association and shall have power over all matters and things of the Association.

Article 17: Procedure for Calling a General Meeting

- 17.1 The time and place of every general meeting shall be determined by the Committee.
- 17.2 A notice convening a general meeting shall be issued under the hand of the Secretary and shall specify the date, time and place of such meeting and the business to be transacted thereat.
- 17.3 The notice shall be sent to all members at least fourteen days before the date of such meeting. The notice shall be exclusive of the day on which it is served or is deemed to have been served and of the day for which it is given. PROVIDED that the Committee may summon a general meeting, with a shorter notice in case of urgent business. PROVIDED FURTHER that a general meeting shall, notwithstanding that it is called by shorter notice than specified in this clause, be deemed to have been duly called if it is so agreed by all the members present at the meeting and forming a quorum.

- 17.4 A notice convening a general meeting may be served on the Members by post, physical delivery, electronic mail, or may be published in the media.
- 17.5 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at the meeting.

Article 18: Quorum of General Meetings

- 18.1 The quorum for a general meeting shall be forty or one third of all the Members present in person.
- 18.2 If a quorum is not realized at the expiry of forty five minutes after the time specified for the commencement of a general meeting, such meeting shall stand adjourned to the same day and time in the following week or to such date and time as the Chairman shall decide, provided that in the latter case fresh notice of such meeting shall be issued. If at the adjourned meeting a quorum is not realized within forty-five minutes from the time appointed for the meeting, the Members present shall be a quorum. If the meeting was convened upon the requisition of Members, it shall be dissolved.

Article 19: Proceedings at General Meetings

- 19.1 Business to be transacted at an annual general meeting shall include a report of the President about the performance of the Association, the consideration of the accounts, balance sheets, and the reports of the Committee members, the election of Committee members, and any other business that is reserved to the general meeting by this Constitution. All business shall be deemed special that is transacted at an extra-ordinary general meeting.
- 19.2 No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- 19.3 The President shall preside at every general meeting. In his absence, the Vice President, or Secretary, or Treasurer in that order shall preside.
- 19.4 If no Member of the Committee is available to act as Chairman, the members present may elect a Chairman for that meeting from among themselves.

- 19.5 No Member may vote at a general meeting unless he or she has fully paid the subscription fee for the current year.
- 19.6 Voting at a general meeting shall be by show of hands, unless a majority of the Members present decide that a vote shall be by ballot.
- 19.7 Every member present is entitled to one vote, and voting by proxy shall not be permitted.
- 19.8 A ballot shall be taken in such manner as the Chairman of the meeting directs.
- 19.9 Resolutions shall be passed by a simple majority except as otherwise provided in this Constitution.
- 19.10 In the case of equality of votes the Chairman shall be entitled to a casting vote in addition to an original vote.
- 19.11 A decision reached at a general meeting shall not be invalidated merely because there was lack of quorum at the time it was taken.

Article 20: Executive Committee

20.1 There shall be an Executive Committee of the Association which shall consist of:

- i) The President
- ii) The Vice President
- iii) The Secretary
- iv) The Assistant Secretary
- v) The Treasurer
- vi) The Assistant Treasurer
- vii) The Mobilization Secretary
- viii) The Assistant Mobilization Secretary
- ix) The Headmaster of the School
- x) Ten members.

20.2 The ten members shall be elected in such a manner that the current decade and each of the past immediate decades may be represented on the Executive Committee by a member each

20.3 The members of the Committee shall hold office for two years but shall be eligible for re-election only once.

- 20.4 A member of the Committee is not entitled to any remuneration for rendering service to Association but may be reimbursed for reasonable expenses incurred in rendering such service.
- 20.5 A member of the Committee shall perform such functions as shall be assigned to him or her by this Constitution, the general meeting, the President or the Committee.

Article 21: Functions and Powers of the Executive Committee

- 21.1 The Committee shall be the executive and administrative organ of the Association and shall be responsible for the administration of the affairs of the Association but shall be responsible to the general meeting in the performance of its functions.
- 21.2 Without prejudice to the generality of the foregoing, the Committee shall –
- (i) Implement the objectives of the Association and the decisions of the general meeting made in furtherance of those objectives;
 - (ii) Be responsible for the financial and business affairs of the Association;
 - (iii) Carry out any other functions assigned to it by the Association or this Constitution.
- 21.3 In the performance of the above functions, the Committee shall have power to:
- (i) Appoint, if found necessary, salaried employees of the Association and fix their terms and conditions of service.
 - (ii) Co-opt any member of the Association to the Committee in order to fill any vacancy that may occur between general meetings or assign to him or her any functions.
 - (iii) Appoint and empanel sub-committees to perform such functions as the Committee may assign them.
 - (iv) Delegate any part of the work and pay any part of the income or funds of the Association to any organization to further the objectives of the Association.

Article 22: Meetings of the Committee

- 22.1 The Committee shall meet to transact its business at least once in every three months.

- 22.2 The President shall preside at every meeting of the Committee, and in his absence the Vice-President, General Secretary or Treasurer shall in that order preside.
- 22.3 A quorum for meetings of the Committee shall be five members present in person.
- 22.4 The Committee may regulate its own procedure except where regulated by this Constitution.

Article 23: Election of Committee Members

- 23.1 A person shall not be qualified to be elected a member of the Committee unless that person -
- (i) Is an ordinary Member of the Association, and
 - (ii) Has paid the annual subscription fee.
- 23.2 Elections for members of the Committee shall be held every two years during a session of the general meeting and a notice calling such meeting shall be sent to all Members of the Association at least two weeks in advance.
- 23.3 The general meeting at which an election is to take place shall elect a Returning Officer from among the Members who shall preside over the elections.
- 23.4 Voting shall be conducted by secret ballot or show of hands.
- 23.5 A candidate who polls a majority of votes or who is elected by acclamation shall be declared winner. In case of an equality of votes, the two candidates with the highest number of votes shall face another round of voting until one of them emerges winner.
- 23.6 Upon the conclusion of an election, the new Committee shall assume office immediately.
- 23.7 Whenever a vacancy occurs on the Committee, an election shall be held to fill it at the next general meeting.
- 23.8 Whenever a dispute arises as to the result of an election, the decision of the Returning Officer shall be final.

Article 24: Powers and Functions of Committee Members

1. The President

The President shall;

- 1.1. Preside over general and Committee meetings of the Association.
- 1.2. Have a casting vote in any meeting of the Association.
- 1.3. Be responsible for calling the Association Meetings.
- 1.4. Implement the resolutions of the Association.

2. The Vice President

The Vice President shall:

- 2.1 Assist the President
- 2.2 Deputize for the President as and when the need arises.
- 2.3 Perform such other functions as may be assigned to him or her by the President or the Committee

3. The Secretary

The Secretary shall:

- 3.1 Be the secretary of the Association and the Committee.
- 3.2 Be responsible for issuing notices for the meetings of the Association.
- 3.3 In consultation with the President, prepare and circulate agenda for all meetings.
- 3.4 Keep a Register of the members of the Association.
- 3.5 Prepare and circulate to members minutes of meetings.
- 3.6 Keep a proper record of proceedings of all meetings of the Association.

4. The Assistant Secretary

The Assistant Secretary shall:

- 4.1 Assist the Secretary
- 4.2 Deputize for the Secretary as and when the need arises

4.3 Perform such other functions as may be assigned to him or her by the President or the Committee

5. The Treasurer

The Treasurer shall:

5.1 Collect membership and subscription fees.

5.2 Receive payments to or for the credit of the Association.

5.3 Be responsible for fund-raising, investment and other financial activities of the Association.

5.4 Prepare and present financial reports to the general meeting and the Committee.

5.5 Arrange for an audit and presentation of the Association's accounts.

5.6 Operate bank accounts of the Association.

5.7 Be the controlling signatory to all financial transactions of the Association.

5.8 Keep a proper inventory of all property of the Association and furnish a copy of the said inventory to the trustees of the Association, if any.

5.9 At all times keep proper books of accounts of the Association.

5.10 Be responsible for all financial transactions of the Association.

6. The Assistant Treasurer

The Assistant Treasurer shall:

6.1 Assist the Treasurer

6.2 Deputize for the Treasurer as and when the need arises

6.3 Perform such other functions as may be assigned to him or her by the President or the Committee

7. The Mobilization Secretary

The Mobilization Secretary shall:

- 7.1 Mobilize qualified persons to join the Association
- 7.2 Assist the Treasurer to collect funds for the Association
- 7.3 Promote the Association
- 7.4 Publicize the activities of the Association

8. The Assistant Mobilization Secretary

- 8.1 Assist the Mobilization Secretary
- 8.2 Deputize for the Mobilization Secretary as and when the need arises
- 8.3 Perform such other functions as may be assigned to him or her by the President or the Committee.

Article 25: Censure and Removal of Committee Members

- 25.1 The general meeting may by resolution pass a vote of censure against the Committee or any member thereof.
- 25.2 If the resolution referred to in clause 25.1 is supported by at least two-thirds of the Members present and voting, the Committee or the censured member, as the case may be, shall resign.
- 25.3 A member of the Committee may be removed from office by the general meeting on the following grounds –
 - a) Physical or mental incapacity rendering that member incapable of performing the functions of his or her office; or
 - b) Gross misconduct or misbehavior; or
 - c) Incompetence; or
 - d) Failure to attend three consecutive meetings of the Committee without reasonable cause.
- 25.4 A resolution to remove a member from office under clause 25.3 shall not be taken as passed unless it is supported by at least two thirds of the Members present and voting.
- 25.5 The meeting at which a member of the Committee is removed shall elect another person to fill the vacancy.

Article 26: Resignation of Member of Committee

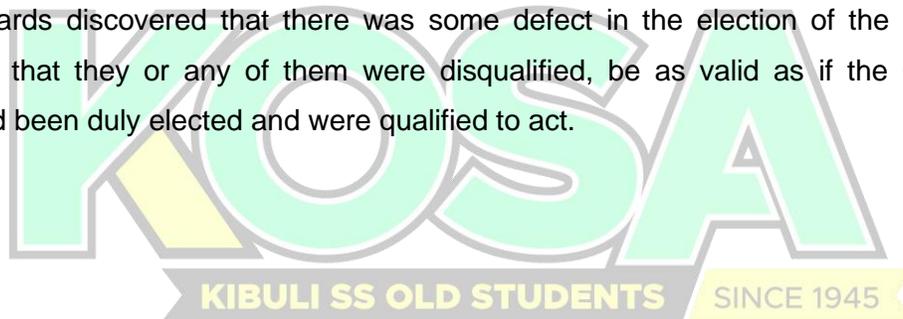
A member of the Committee may resign his or her office by notice addressed to the President. The member so resigning shall hand over all property of the Association in his or her possession or control.

Article 27: Vacation of Office of Member of Committee

A member of the Committee shall vacate his or her office on ceasing to be a Member of the Association, or upon being suspended for any period from membership of the Association, or becoming bankrupt or being declared lunatic, or becoming of unsound mind or if he or she is convicted of a criminal offence involving moral turpitude.

Article 28: Validity of Committee Acts

All acts done by the Committee or by any member of the Committee shall, notwithstanding that it be afterwards discovered that there was some defect in the election of the Committee or member, or that they or any of them were disqualified, be as valid as if the Committee or member had been duly elected and were qualified to act.



Article 29: Indemnity for Committee Officers

The members of the Committee shall be indemnified out of the funds and property of the Association from and against all costs, charges, losses, damages and expenses whatsoever which they or any of them shall sustain or incur in the execution of their duties under this constitution unless the same shall arise by reason of their own willful neglect or default.

Article 30: Funds of the Association

30.1 The funds of the Association shall consist of –

- (a) Membership fees and annual subscriptions of the members;
- (b) Donations and grants;
- (c) Contributions from the students of the School.

- 30.2 All funds of the Association shall be deposited on the Association's account kept with a bank designated by the Committee.
- 30.3 The signatories to the account shall be:
- (a) The President;
 - (b) The Treasurer; and
 - (c) The Secretary.
- 30.4 All cheques, drafts, orders and other like instruments shall be signed by the Treasurer jointly with the President or the Secretary.
- 30.5 The Committee may pay out of the funds of the Association any sums of money that may be required to defray expenditure incurred by the Association in the discharge of its objects and functions.
- 30.6 The financial year of the Association shall be the Calendar Year.

Article 31: Financial Reporting

- 31.1 The Association shall keep proper books of account of all its income and expenditure and proper records in relation to them.
- 31.2 The Treasurer shall submit to the annual general meeting in each year an income and expenditure statement for the preceding year and a balance sheet as at the end of that year.
- 31.3 The income and expenditure statement and balance sheet shall be approved by the Committee prior to presentation to the annual general meeting.
- 31.4 The general meeting may require that accounts of the Association be audited by an auditor appointed by the meeting.

Article 32: Property of the Association

- 32.1 All property of the Association, whether movable or immovable, tangible or intangible, and all its investments shall be acquired and held in the name of the Association.
- 32.2 The property of the Association, other than investments, shall be administered by the Committee.

32.3 The Association may appoint persons not being less than three to act as trustees for the purpose of holding any property of the Association

Article 33: Head Teacher of the School

33.1 The Head Teacher of the School shall be entitled to attend all meetings of the Association but shall not vote nor be counted towards the quorum of the meetings.

33.2 The Association may seek the advice and assistance of the Head Teacher on any matter of the Association.

Article 34: Regulations

Subject to the provision of this Constitution the Committee shall have powers to make Regulations to regulate all matters not provided for under this Constitution, and to do all other things deemed necessary for the operationalization of the Constitution and attaining the objects of the Association.

Article 35: Amendment of and Distribution of Constitution

35.1 The Association may by resolution amend any provision of this Constitution.

35.2 A notice summoning a general meeting at which it is proposed to amend this Constitution shall state that it is proposed to amend the Constitution.

35.3 A resolution referred to in clause 35.1 shall not be taken as passed unless it is supported by at least two-thirds of all the Members present.

35.4 Every member of the Association is entitled to a copy of this Constitution on payment of a prescribed fee and shall be required to be acquainted with its contents.

Article 36: General and Miscellaneous

36.1 The Association may from time to time empanel committees or sub-committees, as the case may be, to perform such functions as the Association may deem fit.

36.2 This Constitution shall come into force on the day it is adopted and enacted by the general meeting.

36.3 For the avoidance of doubt, any existing constitution, rules and regulations of the Association shall, on the coming into force of this Constitution, stand repealed.

36.4 Notwithstanding any provision in this Constitution –

(a) The existing Association called **Kibuli Old Students Association (KOSA)** shall be deemed to have been established under this Constitution;

(b) The current members of the Committee shall be deemed to have been elected under this Constitution;

(c) Any act done by or on behalf of the Association before the coming into force of this Constitution shall be deemed to have been done under this Constitution

