

Constitution of the Old Whitgiftian Association

1. Name and Colours

The Association shall be called the "Old Whitgiftian Association". Its colours shall be the heraldic colours 'azure', 'argent', 'sable', and 'or' in stripes of such arrangement and proportion to each other as are shown in a pattern registered by the Association.

2. Objects

The objects of the Association shall be:-

1. To encourage communication between Old Whitgiftians and to maintain their interest in the School.
2. To organise functions for, and gatherings of, Old Whitgiftians.
3. To aid and encourage the activities of Old Whitgiftian clubs and societies.
4. To maintain a register of Old Whitgiftians.
5. To promote the interests of Old Whitgiftians and of the School.

3. Membership

(a) Categories

The Association shall comprise the following categories of membership:

1. Registered
2. Magazine
3. Full
4. Honorary Life
5. Family Associate
6. Associate

(b) Eligibility

1. Registered, Magazine and Full membership of the Association shall be open to Old Whitgiftians, members and former members of the teaching staff at the School and to members and former members of the Court of Governors of the Whitgift Foundation.
2. Family Associate membership of the Association shall be open to the wives, widows, parents, children, brothers and sisters of Old Whitgiftians and to the parents, brothers and sisters of present Whitgiftians.
3. Associate membership of the Association shall be open to any person.

(c) Election

- i. Election to any class of membership shall be by the Committee.

- ii. The name and address of any person applying for membership must be posted on the Association's noticeboard for not less than two clear days before the application for Membership is considered by the Committee.
- iii. An applicant for Registered, Magazine, Full or Family Associate membership shall be elected by the Committee unless those present and voting at the meeting which considers the application are unanimously of the opinion that there are special circumstances which make the applicant's election undesirable.
- iv. An applicant for Associate membership shall be proposed and seconded by Full members of the Association and the application shall be endorsed by two members of the Committee (not being the proposer or the seconder) knowing the applicant personally and being prepared to recommend his election. The applicant shall not be elected except by the unanimous vote of those present and voting at the meeting of the Committee which considers the application.
- v. The Committee may confer Honorary Life Membership.

(d) Rights

Subject to the provisions of section 4(c) and (d) below and to the provisions of any scheme having effect under section 4(f) below:

- i. Registered members: The rights to wear the colours and ties of the Association, to receive the Annual Report and Accounts and to receive notice of and to attend and vote at general meetings.
- ii. Magazine members: All rights enjoyed by Registered members and the right to receive The Whitgiftian.
- iii. Full members: All rights enjoyed by Registered members and:
 - a. the right of membership of the constituent Clubs of the Association on payment of an appropriate subscription
 - b. the right to use the Association's clubhouse
 - c. the right to receive the Association's newsletter
 - d. the right to receive The Whitgiftian provided the appropriate additional subscription is paid.
- iv. Honorary Life members: All the rights of Full and Magazine members but without any registration fee or subscription.
- v. Family Associate members and Associate members:
 - a. the right to use the Association's clubhouse
 - b. the right to receive the Annual Report and Accounts and to receive notice of and to attend general meetings but with no right to vote except on the election of the Bar Committee.

(e) Expulsion and Suspension

- i. The members shall have power, but only by a resolution at a general meeting, to expel a member subject to there being a majority for expulsion of at least three quarters of those present and voting. The Committee shall have the power to expel any Associate member or Family Associate member without giving reasons for such expulsion.
- ii. The Chairman may suspend any member from the enjoyment of some or all of his rights of membership for such a period as the Chairman thinks appropriate if the member in the opinion of the Chairman has behaved himself in a manner detrimental to the interests or reputation of the Association. Any such suspension shall be reported to the next meeting of the Committee who may endorse, vary or revoke the Chairman's decision.

4. Subscriptions

(a) Scale

Members shall pay such sums by way of registration fee and annual subscription as the Association shall from time to time determine by resolution passed at a general meeting. Members joining as Full, Family Associate or Associate members on or after 1st March in any year shall be liable only for one half of their subscription for that financial year ending 31st August.

(b) Payment

All subscriptions shall become due and payable on such date or dates and in such manner as the Committee shall from time to time decide.

(c) Late Payment

Any member who shall not have paid a subscription due from him within two months of the due date (or, in the case of a Magazine member, six months) shall cease to participate in any of the rights of membership accruing from that subscription. The Committee shall have power to reinstate such rights upon payment of the subscription

(d) Part Payment

Any member who has paid only a part of a subscription due from him shall be entitled to such reduced rights as the Committee may determine

(e) Direct Debiting Scheme

The Association may participate in a direct debiting scheme as an originator for the purpose of collecting subscriptions for any category of membership and/or any other amounts due to the Association. In furtherance of this object, the Association may enter into any indemnity required by the banks upon whom direct debits are to be originated. Such an indemnity may be executed on behalf of the Association by the Hon Treasurer and any other Officer authorised so to do by the Committee. Annual

Subscriptions may be paid under the authority of a direct debiting mandate lodged with a member's bank and expressed to be in favour of the Old Whitgiftian Association.

(f) Advance Payments

The Committee may make, amend or revoke a scheme whereunder subscriptions are paid on behalf of present Whitgiftians in advance of their election to membership.

5. Management

(a) Officers

- i. The Officers of the Association shall be the President, the Immediate Past-President, the Senior Vice -President, the Chairman, the Vice-Chairman, the Hon Secretary and the Hon Treasurer.
- ii. There shall be Vice-Presidents of the Association.

(b) Committee

The Association, the Clubhouse and the premises shall be under the overall management of the Committee which shall comprise:

- i. The Officers or their authorised deputies
- ii. Four members elected annually who shall be Full members of the Association.

(c) Election of Officers, Vice-Presidents and Committee

The Committee shall nominate candidates for election as Officers, Vice-Presidents and members of the Committee and the names of the candidates shall be given to the members of the Association in the notice convening the Annual General Meeting. Members may by notice in writing to the Secretary before 1st January (or such later date as the Secretary shall allow) propose for consideration by the Committee the names of candidates for nomination as Vice-Presidents but shall not themselves nominate candidates for election. Members, other than Family Associate and Associate members, may nominate candidates for election as Officers and members of the Committee by giving notice in writing to the Secretary not less than seven clear days before the date of the Annual General Meeting and he shall post the names of such candidates on the Association's notice board and place them before the Annual General Meeting for a proposer and a seconder.

(d) Casual Vacancies

In the event of a vacancy in any office arising during the year, the Committee may appoint a person to hold that office until the next Annual General Meeting. Casual vacancies amongst elected members of the Committee may similarly be so filled by the Committee.

(e) Report and Accounts

The Committee shall each year send to members copies of the Report and Audited Statement of Accounts for the last financial year for approval or otherwise at the Annual General Meeting.

(f) Officers' Election and Powers

1. The President shall be elected annually. He shall not serve for more than one term unless the Association resolves in general meeting that there are exceptional circumstances which make it desirable for him to be re-elected for a second or subsequent term. The President shall take the Chair at any meeting of the Association and at the Association's Annual Dinner.
2. (ii) The Chairman shall be elected annually. He shall not serve for more than three consecutive terms unless nominated for re-election for a further term or terms by the unanimous resolution of those present and voting at the meeting of the Committee which considers his nomination. The Chairman shall take the chair at any meeting of the Committee and shall be ex-officio a member of any sub-committee. He shall, subject to the Committee, be responsible for the day to day management of the Association, the Clubhouse and premises.
3. (iii) The Hon Secretary and Hon Treasurer shall be elected annually.
4. (iv) Subject to the approval of the Committee, any Officer may appoint a deputy to undertake such functions as the Officer may delegate to him, including attendance at meetings.

6. Meetings

(a) General Meetings

- i. There shall be an Annual General meeting of the Association which shall be held after the end of March but before the beginning of August in each year.
- ii. An extraordinary general meeting of the Association may be called by the Committee or at the request of not less than thirty members who shall have signed a request stating the object of such a meeting, which request shall be sent to the Hon Secretary. The notice of the meeting shall be given within twenty eight days from the receipt by the Hon Secretary of a request.
- iii. At least fourteen days' clear notice of a general meeting shall be given to each member, stating the date, time and place of the meeting and the business to be placed before it.
- iv. A matter coming before a general meeting shall be decided by a majority of the members present and voting thereon and in the case of an equality of votes the Chairman shall have a casting vote.
- v. The quorum for a general meeting shall be twelve members excluding Associate and Family Associate members.

(b) Committee and Sub-Committees

- i. The Committee may appoint one or more sub-committees and may arrange for the discharge of any of its functions by a sub-committee so appointed. A sub-

committee may include persons who are not members of the Committee or of the Association.

- ii. The Committee and any appointed sub-committee may co-opt any person to its membership.
- iii. The Committee may establish procedures for the calling and conduct of its meetings and of any appointed sub-committees. The Committee shall meet not less than four times in each calendar year and the quorum for a meeting shall be five members including at least one Officer.

7. Bar

(a) Control

The purchase, supply and sale of intoxicating liquor by the Association at the Clubhouse shall be managed by the Committee consisting of not less than three members of the Association who shall be elected annually at the Annual General Meeting. The provision of Section 5(c) above shall apply to the nomination of candidates for election to the Bar Committee as it applies to candidates for election to the Committee save that Associate and Family Associate members may also nominate candidates.

(b) Hours and Restriction

- i. Members, their guests and bona-fide visitors shall be admitted to the Clubhouse and the supply and sale to, and the consumption of, intoxicating liquor by them shall be permitted. The Clubhouse Bar may be open during such hours as the Committee shall from time to time determine providing that they do not exceed the permitted hours for the time being authorised by the licensing justices or any other authority having jurisdiction over opening hours at the clubhouse. The opening hours as determined for the time being by the Committee shall be posted on the Association's notice board.
- ii. the Committee may prohibit or restrict the admission to the Clubhouse or any part thereof during opening hours of guests under the age of 16.

8. Auditors and Accounts

At the Annual General Meeting auditors shall be appointed to audit the accounts of the Association, and a statement of the accounts for the year ending 31st August prepared by the Committee and certified by the auditors shall be included in the Annual Report and Accounts.

9. Constituent Clubs and Affiliated Societies

(a) Constituent Clubs

- i. The Association may by resolution passed at a general meeting form or dissolve a club as a constituent club of the Association. The following clubs shall be deemed to have been so formed:
 - Old Whitgiftian Cricket Club
 - Old Whitgiftian Rugby Football Club
 - Old Whitgiftian Squash Rackets Club
 - Old Whitgiftian Swimming Club
 - Old Whitgiftian Hockey Club
 - Old Whitgiftian Association Football Club
- ii. The management of each constituted club shall be in accordance with the rules made by that club being in any case rules which are consistent with this Constitution.
- iii. Full members, and, if elected by the club, Family Associate and Associate members, shall become members of a constituent club upon payment of the additional subscription appropriate to the relevant category of membership of that club. The provisions of Section 4 above shall apply in regard to additional subscriptions.

(b) Affiliated Societies

The Committee may approve a society as being an affiliated society and may withdraw such approval. The following societies are deemed to have been so approved:

- Old Whitgiftian Fencing Club
- Old Whitgiftian Golfing Society
- Old Whitgiftian Rugby Fives Club
- Old Whitgiftian Tennis Club
- Whitgiftian Benevolent Society
- Old Whitgiftian Biologist Association
- Old Whitgiftian Linnaean Society
- Old Whitgiftian Musical Society
- Old Whitgiftian Prayer Fellowship
- Old Whitgiftian Chess Club
- OWA Corps of Drums Society
- Whitgift veterans Rifle Club

10. Constitution

(a) Notification

A copy of the Constitution of the Association shall be posted on the Association's notice board and shall be sent to any member on his written request.

(b) Alteration

The Constitution shall not be altered except by resolution passed at a general meeting. Notice of a proposal to alter the Constitution must have appeared in the notice convening the general meeting.

(c) Interpretation

1. Any dispute concerning the construction or application of the Constitution shall be determined by the Committee whose decision shall be final.
2. In this Constitution, unless the contrary intention appears, words importing the masculine gender include the feminine and words in the singular include the plural and words in the plural include the singular.

(d) Notices

Where the Constitution requires a copy of the Annual Report & Accounts to be given to a member, such notice or Annual Report & Accounts may be given either by way of an email to the member's last known email address or by placing a copy of the same on the Association's website. A member may request that a copy of any such notice or Report be sent to him by post, but delivery in this way shall not affect the validity of any notice given by email or by posting on the website.

Immunity and Indemnity

1. Nothing in this Constitution shall be construed so as to impose a personal liability upon any Officer or member of the Committee.
2. Officers and members of the Committee shall be indemnified by the Association in respect of any costs incurred by them and any damages awarded against them (including any sums paid under a reasonable settlement) being costs or damages incurred or awarded in respect of anything done or omitted to be done by them in the exercise or purported exercise of their function under this Constitution provided that they shall have acted reasonably and in good faith.