

**THE CONSTITUTION OF THE SAINT JOHN'S GRAMMAR SCHOOL, ILE IFE OLD BOYS  
ASSOCIATION (SJOBA) ADOPTED AT THE ANNUAL GENERAL MEETING (AGM) HELD ON  
SATURDAY 8TH AUGUST 2020**

**ARTICLE 1**

**PROCLAMATION**

We the Old Students of SAINT JOHN'S GRAMMAR SCHOOL, Oke Atan, Ile-Ife, Nigeria, in full of realization that we are inherently competent to form the Saint John's Grammar School Old Boys Association, in exercise of our Fundamental Human Rights to Association guaranteed by the 1948 Universal Declaration of Human Rights and Chapter IV Section 40 of the Constitution of the Federal Republic of Nigeria, do resolve to form and do hereby form the Saint John's Grammar School Old Boys Association, and in pursuance of this, we hereby promulgate the following Constitution for the Association on Saturday, the 8th of August 2020. With this adoption, the current constitution adopted on the 25th November 2018, is hereby repealed and replaced with this new constitution.

**ARTICLE 2**

**SUPREMACY OF THE CONSTITUTION**

This Constitution shall remain supreme and binding on all Chapters, Stanzas, Organs, and Committees of this Association

**ARTICLE 3**

**NAME, VISION & MISSION STATEMENTS**

**A. NAME:**

- (a) There shall be an association of the former students of Saint John's Grammar School, Oke Atan, Ile-Ife, Nigeria to be known as the **SAINT JOHN'S GRAMMAR SCHOOL OLD BOYS ASSOCIATION (SJOBA)** hereinafter called "the Association".
- (b) The headquarters of the Association shall be within **St. John's Grammar School, Ile-Ife, Nigeria.**
- (c) Members of the Association shall be referred to and addressed as "**JOHNIANS**", year of Graduation from the School notwithstanding.

**B. VISION & MISSION STATEMENTS:**

The Vision & Mission Statements of the Association shall be as follows:

**VISION:**

“To be a foremost Alumni group, supporting the governing authority of our Alma Mater in the provision of quality secondary school education and to support lifelong well-being of every Johnian”.

**MISSION:**

“The Association shall mobilize and interact with Alumni both at home in Nigeria and in the Diaspora and generate resources through them with commitment, responsibility and accountability; provide entrenched support for high quality education delivery and first-class academic performance at our Alma Mater, while promoting economic, social and overall prosperity of all Johnian’s and humanity in general.”

**ARTICLE 4**

**OBJECTIVES**

The objectives of the Association are:

- (a) To provide opportunities for social intercourse and interaction, between past and present Students of the School.
- (b) To facilitate and maintain contact among all the past and present Students and Teachers of the School.
- (c) To organize and carry out annual activities of its members on the premises of the School in Ile-Ife, or elsewhere in Nigeria or Overseas.
- (d) To award scholarships and decorations to deserving students of the School and members of staff of the School.
- (e) To present trophies and prizes for academic and sporting competitions among the present students of the School.

- (f) To raise funds, call for and accept donations for the purpose of carrying out any or all of the objectives of the Association.
- (g) To establish branches or other organizations in furtherance of the objectives of the Association.
- (h) To show interest and participate in any affair that will enhance the reputation of and immortalize the School.
- (i) To create active interest of Old students in the welfare and development of the School.
- (j) To unite Old Students in bonds of Friendship, Comradeship and mutual understanding
- (k) To provide a forum for open discussion of matters relating to the School and Old Student's welfare and development.
- (l) To encourage the setting up of States, Towns and Class Stanzas of the Association.
- (m) To engage in activities that would aid the development of the School and raise funds for execution of such activities.
- (n) To engage in any activities that may be beneficial to the School and Old Students and can be conveniently carried on with or in conjunction with the other objectives mentioned above.
- (n) To keep in perpetual remembrance the labours of our founding father, LATE REVEREND FATHER FABIAN CLOUTIER, the Canadian Catholic Missionary who built the school from his family resources and to explore and build on the Sovereign solidarity between the Federal Republic of Nigeria and Canada for all benefits.

## **ARTICLE 5**

### **MEMBERSHIP**

- (a) The membership of the Association shall be open to all persons (Male) who at one time or the other attended St. John Grammar School, Ile Ife, Nigeria.
- (c) Every member shall pay on being admitted to the Association an enrolment fee. Such fee shall be for procurement of enrolment Forms and processes, and shall be determined by the National Executive Council. It shall be paid with the first annual subscription.
- (d) All Membership annual subscriptions shall be payable to the Association on the first working day of January, each year.

(f) A member who may have attained the age of 70 years and have been an active Financial member in the preceding 10 years can pay a consolidated 10 years subscription and shall thereupon become a life member and be entitled to all the privileges of Members for life.

(g) Any member may resign his membership by giving the Secretary General a notice in writing to that effect.

(h) It shall be the duty of the Johnian National Working Committee (JNWC) if at any time they shall be of the opinion that the interest of the Association shall best served, by letter to invite any member to withdraw from the Association within a time specified in such letter, and in default of such withdrawal to submit the question of his expulsion to the general meeting.

## **ARTICLE 6**

### **STANZAS, CHAPTERS & RELATIONSHIP WITH NATIONAL EXECUTIVE COUNCIL (NEC)**

1. A Stanza constitutes a set of Students who graduated together at the same *time or who were classmates in the of Schooling before graduation.*
2. *Where a Student did not graduate with his mates for any reason whatsoever, he shall be registered with the Set he graduated.*
3. *Clause 2 above notwithstanding, An Old Student who wishes to identify with his Set based on year of Admission can be accommodated provided he shall formalize his intention in writing, and approval conveyed to him by the Chairman of such Stanza.*
4. A Branch or Chapter is formed in a Town, Local Government Area, Higher institution or State.
5. The formation of branches of the Saint John's Grammar School Old Students Association shall be for the purpose of conducting the affairs of the Associations nationwide.
6. Branches shall elect their Executive Committees to be headed by a Chairman, with a Secretary and other members as may be decided by the Branches.

The Designations of the following Officers of the Association shall be as follows:

- I. Stanza Leadership – “Chairman”
- II. Branches/ Chapter Leadership – “Chairman”

7. The National Executive Council (NEC) is the Umbrella Executive Authority of all Johnian's of all levels of the Association, including those in the Diaspora.
8. Johnian's in Diaspora include our Old Students in U.S.A, U.K, Germany, China, Japan, South Africa, Australia etc.

## **ARTICLE 7**

### **THE NATIONAL EXECUTIVE COUNCIL**

1. The National Executive Council (NEC):
  - a. The NEC shall meet at least twice (2) in each year to deliberate and take resolutions on the affairs of the Association. The time and venue of such meeting shall be decided by President or the "NEC".
  - b. The meeting of NEC shall be summoned by the General Secretary upon the instruction of the President provided that any other Member of the Executive Council may requisition for a Meeting by demanding in writing that the President should direct the General Secretary to summon a Meeting of NEC.
  - c. The President may co-opt or invite any other person not being a member of the National Executive Council to attend its meeting in order to aid their deliberations.
  - d. The quorum for National Executive Council Meeting shall be one third of the National Executive Council Members present in person, including Diaspora Council Members present by Conference Call, and no co-opted or invited person present shall be counted for reason of a quorum.

## **ARTICLE 8**

### **JOHNIAN NATIONAL WORKING COMMITTEE JNWC**

1. The National Executive Council (NEC) shall form an Expanded Consultative Committee to be called "Johnian's National Working Committee" (JNWC) to meet at least twice yearly. Membership of the JNWC shall comprise the NEC members, Branch /Chapter Chairmen and Stanza Chairmen of the Association as well as Chairmen and Secretaries of the Standing Committees under this Constitution.
2. Meeting of JNWC:

The meeting of the Johnian’s National Working Committee (JNWC) shall be held at least twice a year comprising members of the NEC with the Stanza Chairmen, Chapter/ Branch Chairmen, Chairmen and Secretaries of Standing Committees in order to brainstorm and proffer solutions to the challenges facing the Association. The time and venue of such meeting shall be decided by the NEC. The JNWC Meetings shall be presided over by the “President”.

## **ARTICLE 9**

### **COMPOSITION OF THE NATIONAL EXECUTIVE COUNCIL**

There shall be the following Officers of the Association all of whom shall constitute the National Executive Council (NEC) of the Association:

1. PRESIDENT
2. 1ST VICE PRESIDENT
3. 2ND VICE PRESIDENT
4. 3RD VICE PRESIDENT
5. 4TH VICE PRESIDENT
6. GENERAL SECRETARY
7. ASSISTANT GENERAL SECRETARY
8. PUBLICITY SECRETARY
9. SOCIAL SECRETARY
10. TREASURER
11. FINANCIAL SECRETARY
12. AUDITOR
13. EX-OFFICIO: COMPRISING:
  - I. IMMEDIATE PAST PRESIDENT
  - II. IMMEDIATE PAST SECRETARY GENERAL
  - III. ANY OTHER JOHNIAN(S) TO BE APPOINTED AT THE AGM on the recommendation of the NEC.

## **ARTICLE 10**

### **DUTIES OF THE ASSOCIATION'S OFFICERS:**

1. President:

- i. The President shall be the head of the Association and Leader of the National Executive Council.
- ii. He shall, preside over all meetings of the Association.
- iii. He shall, through the General Secretary, summon meetings of the Association.
- iv. He shall be responsible for the orderly conduct of all the Association's Meetings and shall have powers to call to order any unruly member or ask such unruly Member to leave the venue of the meeting and call for adjournment of any meeting the conduct of which, in his opinion, has become unruly.
- v. He shall be a signatory to all the accounts and documents of the Association.
- vi. He shall be the Chief Executive Officer of the Association and in that wise shall have and carry out all the residual powers and duties of the Association not specifically under this constitution assigned to any other officer of the Association. He may handover, assign or delegate any such residual power and duty to any other Officer of the Association provided also that he shall be responsible and accountable for the discharge of such delegated function.
- vii. He shall constitute, reconstitute, retain or dissolve Standing Committees upon assumption of Office as he deems fit with the approval of the NEC.

2. 1st Vice President:

- a. The 1st Vice President shall advise and assist the President in the discharge of his duties and act for him in his absence.
- b. He shall carry out all such other activities that may be assigned to him from time to time by the president.
- c. Shall coordinate the Capital Projects/Infrastructure Monitoring Committee.

3. 2nd Vice – President:

- a. He shall deputize for the President and 1st Vice President in the absence of both officers.
- b. He shall carry out all such other activities that may be assigned to him from time to time by the president, or in his absence the 1st Vice President.
- c. Shall coordinate the Academic Excellence Committee.

4. 3rd Vice – President: UK AND EUROPE

- a. He shall co-ordinate the activities of Johnians in the UK and Europe and give regular report to the President and the NEC. Participation at meetings shall be either physically or electronic means and conference calls.
- b. He shall be responsible for the development and formation of new branches and Chapters internationally.
- c. He shall carry out all such other functions that may be assigned to him from time to time by the president.

5. 4TH Vice President FOR THE AMERICAS, NORTH AMERICA, CANADA, THE CARIBBEAN AND OTHERS

- a. He shall co-ordinate the activities of Johnians in THE AMERICAS, NORTH AMERICA, CANADA, THE CARIBBEAN, and other parts of the World except Nigeria and give regular report to the President and the NEC. Participation at meetings shall be either physically or electronic means and conference calls.
- b. He shall be responsible for the development and formation of new branches and Chapters internationally.
- c. He shall carry out all such other functions that may be assigned to him from time to time by the president.

6. General Secretary:

- a. The General Secretary shall summon all meetings of the Association upon the directive of the President.
- b. He shall take the minutes of the meetings and keep records of all the activities of the Association.

c. He shall handle all correspondence on behalf of the Association and perform the secretarial functions of the Association.

d. He shall be a signatory to the accounts of the Association.

7. Assistant General Secretary:

a. The Assistant General Secretary shall assist the General Secretary in the discharge of his duties and shall perform the duties of the General Secretary in his absence.

b. He shall also perform any other duties that may be assigned to him by General Secretary/ President.

8. Financial Secretary:

a. The Financial Secretary shall be responsible for the preparation and safe custody of all the financial records of the Association.

b. He shall prepare and present before the Annual General Meeting (AGM) and Biennial National Convention, the Association's Accounts and Financial report.

c. On the directive of the President and /or the Executive Council, he shall make payments.

d. He shall issue all payment vouchers for all expenditures and issue receipts for all monies received.

e. He shall pay to the Bank all monies he collects on behalf of the Association and give copies of tellers to the Treasurer.

9. Treasurer:

a. The Treasurer shall be the custodian of the Association's accounts and monies collected on behalf of the Association.

b. He shall pay into the Association's bank account all monies paid over to him within reasonable time.

c. He shall cause to be issued records of all monies he receives on the Association's behalf.

d. He shall pay out money on behalf of the Association upon the directive of the President and/ or NEC and shall receive receipts for all such payments.

e. He shall keep proper records/books of account for all receipts and payments on behalf of the Association.

f. He shall be a signatory to the Association's bank account.

10. Publicity Secretary:

a. He shall be responsible for the enlightenment of members regarding the activities of the Association.

b. He shall be responsible for the publication of Johnian's Newsletter and Uploading of Contents/information on the Johnian Social Networking Group.

c. He shall be the Editor or Co-Editor of the Association's Periodicals.

d. He shall ensure adequate publicity of the Association in the print, electronic and social media.

11. Social Secretary:

a. The Social Secretary shall be responsible for the arrangement of all social activities of the Association.

b. He shall facilitate participation of all Stanzas & Branches world-wide in the Association's activities.

c. He shall recommend to the NEC the appropriate Gate Fees/ Levy payable by members at the Association's Social Events.

d. He shall propose good quality events that justify the running cost and any other costs to the Association.

e. He shall submit budgets of proposed events for consideration by the National Executive Council and render full accounts of the Association's event such: Presidential Dinner, Fund Raising, Family Re-Union, etc to the Council.

f. He shall carry out any other functions as the President may deem fit to assign to him.

12. Auditor:

a. The Auditor shall be required to audit the Association's account at the end of each Financial Year and Present his Auditor's Report to the Association through the President.

b. He shall audit the Association's account for the purpose of the Annual General Meeting (AGM) and Biennial National Convention and present the report to the Members of the Association.

## **ARTICLE 11**

### **TENURE**

The elected officers shall serve for a tenure of two (2) years RENEWABLE for another term of two (2) years summed up to but not exceeding a maximum of four years.

## **ARTICLE 12**

### **ASSOCIATION'S STANDING COMMITTEES**

The Association shall have the following Standing Committees with roles, responsibilities and powers in accordance with the overall Mission and direction of the Association:

1. Capital Projects/ Infrastructure Monitoring Committee
2. Academic Excellence Committee
3. Finance & Fund-Raising Committee
4. Johnian's Networking & Collaboration Committee
5. Publicity Committee
6. Independent Electoral Committee

The President, with the approval of the Executive Council is vested with the authority to reconstitute, retain or dissolve the Standing Committees upon assumption of office as he deems fit.

## **ARTICLE 13**

### **STANDING COMMITTEES: GENERAL GUIDELINES & MODUS OPERANDI**

1. Each of the Committee shall be a standing Committee, except as may be otherwise stated.

2. Each committee shall be headed by a Chairman, supported by a Vice Chairman, as may be appointed by the President.
3. Each of the Committee shall appoint its Secretary and an Assistant Secretary.
4. The Officers so appointed as above, led by the Committee Chairman, shall coordinate, direct and drive the activities of the Committee.
5. Distinguished Johnian's appointed as Adviser to each Committee shall act in advisory capacity and may attend Committee meetings from time to time, as may be expedient.
6. Each Committee Chairman shall be at liberty to co-opt other Johnian's into his Committee as he deems fit, provided that the President shall be notified of such inclusion.
7. Each Committee shall be required to determine its clearly defined program of action and activity, broken down into short, medium- and long-term programs or projects. Dates, cost estimates (as applicable) and responsibility should be articulated by the Committee.
8. The draft program of each Committee shall be in line with its terms of reference and subject to the approval of the National Executive Council (NEC).
9. Each Committee is expected to present its first report with its program of action at the first joint Committees meeting with the NEC.
10. Each Committee would be required to agree on its scheduled meeting dates and circulated to its members, provide that each Committee would hold a minimum of bi- monthly meeting in the first six (6) months after inauguration, and thereafter decide the regularity of its meeting thereof. The proposed schedule of Committee meetings would form a part of the first Report for submission to the National Executive Council.
11. Individual Committee/Joint meetings of all Standing Committees shall hold quarterly. Subsequent joint meetings would be as may be agreed.

## **2. STANDING COMMITTEES' TERMS OF REFERENCE**

### **1. CAPITAL PROJECTS/INFRASTRUCTURE MONITORING COMMITTEE**

Shall:

- i. Identify ongoing infrastructural projects due for completion, determine bills of quantities, cost estimates and propose timelines from implementation to completion.
- ii. Identify new infrastructure projects, prepare Bill of Quantities (BOQs), cost estimates & classify by proposed timelines.

- iii. Carry out construction of infrastructural projects as sponsored by Johnian's, Stanzas, Branches or External Parties; after due approval by NEC
- iv. Identify support infrastructure and facilities, including desk, chairs, Information Technology (I.T.) equipment required, with cost estimates and proposed timelines.
- v. The First Vice President shall be the Chairman of the Committee
- vi. The Committee shall appoint the Secretary.

### **3. ACADEMIC EXCELLENCE COMMITTEE**

Shall:

- i. Take a holistic approach to identifying major causes of current low academic performance of the school and proffer actionable solutions.
- ii. Periodically plan and implement Motivational and Leadership Seminars for current students towards reorientation and leadership potentials development
- iii. Identify critical stakeholders and influential policy moulders to engage, and articulate action plan for stakeholder engagements, including the State Governor.
- iv. Set up courtesy visits with identified stakeholders and actualize such, with the National Executive Council.
- v. The Second Vice President shall be the chairman of the committee
- vi. The Committee shall appoint the secretary

### **3. FINANCE & FUND-RAISING COMMITTEE**

Shall:

- i. Identify and maintain a register of past, current and prospective charitable Johnian's, Corporate organizations, governments, embassies, and non-governmental organizations capable of giving substantial financial support to the Association.
- ii. Articulate, plan and implement a minimum of two (2) successful fund raising events annually for the Association, including mid-year "Luncheon with the President" and end year "Annual Johnian's Reunion/Fundraising Luncheon".
- iii. Constantly liaise with Branches, Stanzas and other parties for the purpose of donations and project sponsorships.

- iv. Determine and implement the modalities for effective collection, remittance and record taking of monthly, quarterly or annual dues payable by individual Johnian's to the National body, through stanzas and branches as may be approved by the National Executive Council.
- v. Recover all pledges and amounts due to the Association and keep records of all funds so received with periodic reports to the National Executive Council.
- vi. Carry out other assignment towards enhanced revenue generation as may be directed by the President or National Executive Council.
- vii. The Treasurer shall be the chairman.
- viii. The Financial Secretary shall be the secretary.

#### **4. JOHNIAN'S NETWORKING & COLLABORATION COMMITTEE**

Shall:

- i. Articulate and implement strategies for formation of a number of new stanzas, branches and reactivation of moribund stanzas, within staggered but defined time frames.
- ii. Promote collaboration among stanzas and branches through scheduled meetings of Stanza/Branches Chairmen with the President and Executive Council.
- iii. Produce a comprehensive data base of Johnian's, in collaboration with Stanzas, State Chapters and the Diaspora and update base on bi-annual basis.
- iv. Promote registration of more Johnian's on the web networking facilities, including Johnian's online and social network group, through continuous awareness creation.
- v. Ensure regular liaison with the Johnian's website designer towards the Association's website enhancement, development and regular information upload.
- vi. Extend moral and financial support of the Association and individual Johnian's to deserving, active members and their families at the times of need.
- vii. Manage the Johnian's Welfare Fund to be established by the National Executive Council, in line with its recommendation and subsequent approval by the Council.
- viii. Ensure effective dissemination and coordination of Johnian's activities (Burial, Wedding, Birthday etc) via electronic and other means.
- ix. Promote the participation of Johnian's in such activities and take the lead in actively participating in such programs.
- x. Assist Johnian's for employment and business networking leads and avail them of such similar opportunities.

- xi. Carry out other assignment towards promoting networking among Johnian's, as may be directed by the President or the Executive Council.
- x. The Social Secretary shall be the chairman
- xi. The Publicity Secretary shall be the Vice Chairman
- xii. The Financial Secretary shall be the secretary.

## **5. PUBLICITY COMMITTEE**

1. There shall be a Publicity Committee.
2. The committee shall have 5 members.
3. The Publicity Secretary of the association shall be the chairman.
4. The committee shall
  - (i) assist the Publicity Secretary in the discharge of his duties
  - (ii) promote the image of the association
  - (iii) generate ideas on the content and platforms of mass communication for the vigorous execution of the association's media programmes
5. The committee shall meet regularly to deliberate on plans and projects.

## **6. INDEPENDENT ELECTORAL COMMITTEE**

- a. The Johnian National Working Committee shall constitute a 5member Independent Electoral Commission to conduct Election into all offices.
- b. The 5-member Independent Electoral Commission shall be headed by a Chief Electoral Officer nominated by the Johnians National Working Committee.
- c. Two COMPETENT ICT practitioners shall be members of the Electoral Commission.
- d. The Electoral Commission shall appoint its Secretary.
- e. The Independent Electoral Commission shall formulate its own rules and regulations concerning Eligibility of Candidates, Voting Procedures, General Conduct, and other matters relating to Free and Fair Peaceful Elections.
- f. The Electoral Commission shall write a Report of Election conducted and hand over same to the incumbent General Secretary.

- g. The committee shall be a standing committee of the Association

## **ARTICLE 14**

### **AD-HOC AND SUBCOMMITTEES**

#### **A. AD-HOC COMMITTEES**

The Association shall encourage Professional Collaborations among all Members towards her improved welfare and well-being. Affiliations among Members shall be ethical and in legal conformity with the right of Association entrenched in the Laws of Federal Republic of Nigeria and the letters of this Constitution.

All terms spelt out in Article 6 of this Constitution shall apply to such Ad-hoc Committees.

They include but not limited to

1. Health and Healthcare Committee
2. Legal Services
3. Banking and Finance Advisory Committee
4. Entrepreneurship Development- Johnian Entrepreneurship Development Institute - JEDI
5. Foreign Affiliations Committee
6. Government Relations committee

#### **B. SUB-COMMITTEES**

(a) The Executive Committee may appoint sub-committees as shall be deemed necessary for the purpose of carrying out specific duties.

(b) The Chairman of sub-committees shall be appointed by the executive Committee.

## **ARTICLE 15**

### **TRUSTEES AND THE BOARD OF TRUSTEES**

The Trustees of the Association for the purpose of the Companies and Allied Matter Act No. 1 of 1990, Part C and any other relevant statutes in force shall be Trustees appointed and registered with the Corporate Affairs Commission, or as may be appointed by the Association.

(a) There shall not be less than six (6) and not more than thirteen (13) trustees of the association, and shall be known as the Registered Trustees of the National St. John's Grammar School, Ile-Ife Old Boys Association.

(b) The trustees, who shall be members of the Association shall be nominated by the National Executive Committee. Such nominated members shall be appointed by the Association at an Annual or Special General Meeting. To be eligible for appointment as a Trustee, the nominees must be a respected, visibly active and committed Johnian.

(c) The Registered Trustee shall remain in office for a term of five (5) years. However, any or all of the members of the Board may be re-appointed and may remain in office subject to renewal of his appointment at the expiration of every term of five (5) years with full compliance of the required legal processes.

(d) The property of the Association shall be vested on the trustees and such property shall be dealt with by the trustees as the National Executive Committee shall from time to time direct by resolution.

(e) Where by reason of death, resignation, or removal, it shall appear necessary to the National Executive Committee that a new trustee or trustees shall be appointed, or if the National Executive Committee shall deem it necessary or expedient to appoint an additional trustee or trustees, the National Executive Committee shall by resolution nominate the person or persons to be appointed the new trustee or trustees. Trustees may sit anytime or as may be requested by the National Executive Committee.

(f) The Chairman of the Board of Trustees shall be appointed by the National Executive Committee (NEC); and the Secretary General of the Association shall act as the Secretary to the Board of Trustees.

(g) Any member of the Registered Trustees shall cease to hold office if he:

a) Resigns his office.

b) Becomes insane.

c) He is officially declared bankrupt.

d) Convicted by a court of competent jurisdiction of a criminal offence involving dishonesty.

- e) He is recommended for removal from office by the National Executive Council and the recommendation is approved by two third (2/3) majority of the members present and voting at a Convention or Annual General Meeting (AGM) in which it is a pre-fixed item on the agenda.
- i. Upon vacancy occurring in the number of Registered Trustees, such a vacancy shall be filled at the next National Convention/ AGM of the Association.
- ii. The Trustees shall have a common seal which shall be kept in the custody of the General Secretary of the Association who shall produce same when required for use by the Trustees.
- iii. The documents to be executed by the Registered Trustees shall be signed by at least three (3) of them and sealed with the common seal.
- iv. The Registered Trustee shall:
  - a) Act in an advisory role to the National Executive Council, which is the executive decision-making organ of the Association.
  - b) Have power to acquire and hold in trust for the Association all land or other properties belonging to the Association.
  - c) Act as the conscience of the Association advising on issues of standard of morality and respect for constituted authority of the Association, among others.
  - d) Advise the Association and safeguard its interests.
- v. The General Secretary shall also serve as Secretary to the Board of Trustees. He may however delegate this responsibility to the Assistant General Secretary or the Administrative Officer.
- vi. COMMON SEAL
  - (a) The Trustees shall have a common seal. Such a seal shall be kept in the custody of the General Secretary who shall produce it when required for use by the Trustees.
  - (b) All documents to be executed by the Trustee shall be signed by each of them and sealed with the common seal.

## **ARTICLE 16**

### **BOARD OF PATRONS**

- (a) There shall be a Board of Patrons that will comprise of members who have made substantial contributions, in public and private sectors of national life and to the development of the School and or the Association.

- (b) There shall be a Chairman to be decided by the National Executive Committee. Membership is for life and nomination is by the National Executive Committee subject to the confirmation of the appointment by the Members of the Association at the Annual General Meeting.
- (c) The number of patrons is to be determined by the National Executive Committee.
- (d) The Board of Patrons is to provide leadership and guidance to the Association and to protect the image of the School and the Association.
- (e) The Board of Patrons is expected to meet from time to time.
- (f) A Patron shall hold office until death or resignation or removed from office by a resolution of the National Executive Committee who may for any reason which may seem sufficient to a majority of them present and voting at a meeting remove any Patron from the office of Patron, subject to the approval of the Association at an Annual General Meeting.
- (g) The Secretary General of the association shall act as Secretary to the Board of Patrons.

## **ARTICLE 17**

### **GRAND PATRONS**

1. The Association shall appoint prominent persons that are capable of helping in achieving the objectives of the Association as Grand Patrons.
2. A commemorative plaque shall be given to such persons.
3. The Secretary General shall maintain a register of the Grand Patrons of the Association

## **ARTICLE 18**

### **EMPLOYEES**

The Executive Committee may appoint, pay, and dismiss any employee of the Association.

#### **A. ADMINISTRATIVE OFFICER**

The Administrative Officer(s) shall be an Officer (either on part-time or full-time employment) of the Association. He shall be responsible to the office of the General Secretary to ensure the smooth running of the Secretariat.

The office of the General Secretary shall recommend to the President for appointment / hiring of this officer.

## **ARTICLE 19**

### **BORROWING POWERS**

(a) If at any time the Association in a general meeting shall pass a resolution authorizing the Executive Committee to borrow money, the Executive Committee shall thereupon be empowered to borrow for the purposes of the Association such amount of money either at one time or from time to time and at such rate of interest and in such form or manner and upon such security as shall be specified in such resolution. All members of the Association whether voting on such resolution or not and all person becoming members of the Association after the passing of such resolution, shall be deemed to have assented to the same as if they had voted in favour of such resolution.

(b) No borrowing shall be made without the consent and approval of the Board of Trustees.

## **ARTICLE 20**

### **ANNUAL AND SPECIAL GENERAL MEETINGS**

(a) The Annual General Meeting of the Association shall be held at the School Premises upon a date and at a time to be fixed by the National Executive Committee after consulting with the Principal of the School.

(b) The NEC, JNWC, Standing Committees or AGM of SJOBA may allow members not physically present at such a meeting to participate in the meeting by means of remote communication and to be considered to be present in person and to vote at the meeting. In order to avail itself to using this virtual meeting option, the Association shall:

(i) have implemented reasonable measures to verify that each person considered to be present and permitted to vote at the meeting by means of remote communication is a member;

(ii) have implemented reasonable measures to provide members a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, including an opportunity to read or hear the proceedings of the meeting concurrently with the proceedings; and (iii) maintain a record of voting or action by members by means of remote communication.

Additionally.

(c) The Annual General Meeting is to be held for the following purposes:-

i) To receive from the Executive Committee a report, consisting of

(a) the President's report,

(b) the General Secretary's report,

(c) The financial report including audited balance sheet and statement of accounts for the proceeding financial year, and an estimate of the receipts and expenditure for the following financial year; as well as External Auditor's report.

ii) Election and inauguration of officers of the association and other members of the Executive Committee and offices and committees enunciated in the constitution.

iii) To elect an auditor for the ensuing year.

iv) To decide on any resolution which may be duly submitted to the meeting as hereinafter provided.

(d) Any member desirous of moving any resolution at the Annual General Meeting shall give notice thereof in writing to the Secretary General not less than two weeks before the date of such meeting.

(e) The Executive Committee may at any time for any special purpose call a special general meeting, and shall do so forthwith upon the requisition in writing of any fifty members who shall come from a least five branches stating the purpose for which the meeting is required.

(e) One month before Annual General Meeting or two weeks at least for any special general meeting, a notice of such meeting and of the business to be transacted thereat shall be published in a newspaper where feasible and or on the radio; sent by post to all the branches that there may be; electronically, by email circulation or social media- WhatsApp, Telegram, e.t.c.

(f) At all general meetings of the Association, the President, or in his absence, one of the Vice Presidents shall take the chair in every motion, and in the case of equality of votes the Chairman shall have a second or casting vote.

## **ARTICLE 21**

### **DISCIPLINE**

a. There shall be a Disciplinary Committee of the Association to be headed by the 1st Vice President and four (4) other members to be appointed by the National Executive Council.

b. The Disciplinary Committee shall have power to look into any reported case of misdemeanor against any Member of the Association and recommend appropriate disciplinary action to the National Executive Council.

c. In case of proven of alleged impropriety, non-performance or acts detrimental to the interest of the Association against any Members of the Executive, an Extra-Ordinary General Meeting of the Association shall be summoned to look into the allegation and to recommend appropriate disciplinary measure which may include the removal of such an Officer from office.

d. Matters relating to the discipline of the National Executive Council shall be referred to the Board of Trustees for Adjudication and their decisions shall be final.

## **ARTICLE 22**

### **A- FINANCE ACCOUNTING AND AUDITING PROCEDURES**

(a) The Financial Year of the Association shall end on the 31st day of December in each year;

(b) Every branch of the Association shall have power to call for, collect and receive fees, subscriptions, donations and other funds on behalf of the Association. The money so collected or received shall be paid to the BANK ACCOUNT maintained by the NEC as follows: -

#### **(c) FINANCIAL REGULATIONS AND CONTRIBUTIONS**

The Association shall be funded from:

1. Subscription from Members of the Association and Stanzas, the value and time of payment of which shall be determined by NEC.
2. Special levy/levies fixed by NEC at the Annual General Meeting (AGM) OR Biennial National Convention or at any other place.
3. Donations
4. Proceeds of fund-raising activities.

### **B- ACCOUNTS**

a. The Association shall have bank accounts into which monies received on behalf of the Association must be paid while all Endowment Funds by Johnian's for worthy causes must be held in separate accounts outside the day-to-day running of the Council and shall be professionally managed.

b. The National Executive Council, through the Financial Secretary, Treasurer, and Auditor must ensure that proper books of accounts are kept and must lay same before the Annual General Meeting and Convention, a Financial Report & Accounts.

c. The NEC shall at the end of each year send the Audited Annual Accounts of the Association to all the Association's Stanzas/Branches/Chapters made up to March 31st of each year.

- d. The President, General Secretary, Treasurer shall be Signatories to the Association's accounts and any two (2) shall sign at a time.
- e. Statement of Accounts of the Association of each preceding month shall be published on the social platform group for information purposes.

### **C. EXTERNAL AUDITORS**

- (a) External auditors nominated by the Executive Council shall be appointed at the Annual General Meeting to audit the account of the Association annually and submit its report to the Members at the next Annual General Meeting.

## **ARTICLE 23**

### **CONSTITUTIONAL AMENDMENT PROCEDURE**

- i) This constitution may only be amended at the Annual General Meeting.
- ii) Any proposed amendment to the Constitution must be submitted to the General Secretary not later than Six weeks before the dates scheduled for the next Annual General Meeting.
- iii) The General Secretary in turn must circulate such proposed amendment not later than (3)Three weeks before the date scheduled for the Annual General Meeting.
- iv) Amendment to the Constitution can only be effected by a two-third majority of the members present and voting at the Annual General Meeting.

## **ARTICLE 24**

### **INTERPRETATION**

- a) The interpretation of this Constitution upon any question by the National Executive Committee shall be final and binding.
- b) The National Executive Committee may also deal with any matter affecting the Association and not provided for by the Constitution and their decision in that respect shall be final and binding upon the members on being ratified by two-thirds majority of members of the Association.
- c) This Constitution may be added to repealed, or amended by resolution at an annual general meeting (AGM), provided that no such resolution shall be deemed to have been passed unless it is carried by a majority of at least two-thirds of the members voting thereon.

## **ARTICLE 25**

### **SPECIAL CLAUSE AND WINDING UP**

(a) The income and property of the Association derived shall be applied solely towards and promotion of the objectives and aims of the Association as set forth in the RULES AND REGULATIONS/CONSTITUTIONS and no portion thereof shall, be paid or transferred directly or indirectly, by way of dividends, bonus, or otherwise howsoever by way of profit, to a member of the Association, provided that nothing therein shall prevent the payment in good faith or reasonable and proper remuneration to any officer or servant of the Association or to any member of the Association, so that no member of the National Executive Committee shall be appointed to any salaries office of the Association or any office of the Executive paid by fees nor committees and that no remuneration or other benefit in money shall be given by the Association, to any member of the Executive except repayment of out of pocket expenses or reasonable and proper rent of premises demised or let to the Association provided that the provision last aforesaid shall not apply to any payment of any company of which a member of the Association may be a member in which such member shall not hold more than one hundredth part of the capital and such member shall not be bound to account for any share of profit he may have received in respect of any such payment.

(d) In the event of a winding up or dissolution of the Saint John's Grammar School Old Students Association, there remains after the satisfaction or all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of Association, but shall be given or transferred to some other institution or institutions, having objectives similar to that of Saint John's Grammar School Old Students Association and the body or bodies are prohibited from distributing its debts and liabilities to their members to an extent at least as great as is imposed on Saint John's Grammar School Old Students Association under or by virtue of the SPECIAL CLAUSE hereof, and in so far as effects cannot be given to the aforesaid provision then to some charitable organization.

(b) Thereafter steps shall be taken by the Trustees to ensure that the name of the Association is removed from the register of organizations incorporated under the Companies and Allied Matters Act, 1990.

### **ADOPTION ATTESTATION**

This constitution was adopted on the 8th day of August 2020 at the annual general meeting of the association held by zoom and attended by 98 members; in attestation of which we append our signature:

Chief Sunday Abimbola Bolaji  
President

Dr. Festus Odunayo Oshoba  
National Secretary