

# **Constitution and Bye Laws of WOBS**

**(2016 – 17)**

## **1. Introduction**

The Welham Old Boys' Society ("WOBS" or the "Society") is a society registered under the Societies Registration Act, 1860, as amended, with the registration number 15017D issued by the Deputy Registrar's Office, Dehradun, Uttaranchal.

## **2. Mission Statement**

To connect the Alumni (Old Boys') to the School and to each other, to provide valued service to the members of the Society and to support the vision of Ms. H.S. Oliphant the Founder; for the School, Students, Staff and the Alumni.

The Society does not contemplate pecuniary gain or profit, incidental or otherwise, and no part of the net earnings shall inure to the benefit of or be distributable to those persons who serve on its Alumni Council, Officers or other Private persons except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purpose set forth in the By Laws.

## **3. Objectives of the Society**

- a. To provide a vibrant forum that promotes interaction and networking among alumni of the Society;
- b. To help alumni in their hour of need;
- c. To facilitate the association of alumni with their Alma Mater and vice versa of the Alma Mater with the Alumni;
- d. To contribute to the Schools' vision of being recognized among the world's leading institutions in Academics, Extra-Curricular Activities, Social Work, and Sports;
- e. To function on charitable basis, and to run the Association on a 'no profit no loss' basis;

- f. To promote best practices in different areas of humanities and social sciences for the benefit of the society, especially weaker sections and victims of natural calamities;
- g. To create awareness about the School and its alumni in the public;
- h. To assist deserving students from the weaker sections of the society financially and otherwise.
- i. To help alumni achieve their professional and societal goals;

#### **4. Class of Members**

Any person who has studied or has been associated with Welham Boys' School in the capacity as a Teacher, Principal or Administrative Staff and interested in the objects of the Society and prepared to be bound by the constitution thereof shall be eligible and be entitled to apply for Membership of the Society.

##### **a. Life Member**

Life Members shall comprise of those persons who have applied for Membership thru the School and have had their Membership Fees Transferred to the Society thru the School.

Life Members shall also comprise of those persons who have applied for Membership directly to the Society and have paid the Life Membership in full as has been levied from time to time.

The Elected Council hereinafter referred to as EC shall decide the Membership Fees from time to time. At present the Membership Fees for the Members has been fixed at Rs. 15,000/-.

The EC may levy and fix the fees for the Members who have graduated prior to the year 1982 which at present is Rs.10,000/-.

The Life Member shall be entitled to a single Vote in the matters of the Society i.e. at the Annual General Meeting / Extra Ordinary General Meeting.

The Life Members are eligible to contest for the election of Vice President of the Elected Council (EC) or be appointed as a Batch Representative by the respective Batches.

The Life Members can partake in all the Events/ Get togethers/Memorabilia/ Publications etc. of the Society on payment basis as decided by the EC.

**b. Ordinary Member:**

The Ordinary Members shall comprise of those persons who although have studied at Welham Boys' School, but have not paid the Membership/Subscription amount to the Society.

**c. Affiliated Members:**

Any Principal/Teacher/staff member past or present who has been associated with the Students during their employment; and that such students are now members of this Society; and is interested in the objects of the Society; and is prepared to be bound by the constitution thereof shall be entitled to membership of the society.

**d. Honorary Members:**

Any person, whose connection with the society is deemed to be useful, may with the consent of the Governing body be elected or appointed as honorary member of the Society.

**5. Governing Body**

- a. The Governing Body of the Society shall be the Council of Elected Members (EC) or also called Executive Committee.
- b. There shall be a Governing Body (also called the Executive Committee) consisting of not less than eight members and not more than 18 members (including office-bearers) in which the management of the Society shall be entrusted and vested.
- c. There shall be an Election every Two Years for the position of Vice President. After which the Elected Vice President shall be appointed as President for a further period of Two Years.

- d. In order to be eligible to contest elections for the Vice President, the member should have served on the Governing Body (EC) for a minimum time period of two years.
- e. On assuming the office of the President, the President shall Nominate Four Life members onto the Governing Body of the Society.
- f. The President shall further select Batch representatives of 12 Batches who in his opinion have been most actively engaged with the Society. Each such selected Batch Representative from the active Batches of the Society shall form the rest of the Governing Body. The President in selection of the active Batches in the immediately preceding two years shall evaluate the following parameters :
  - i. Participation in Social Functions / SUPW / Events of the Society.
  - ii. Organising Events / Social Functions / SUPW activities.
  - iii. Contribution to the Various Social Initiatives undertaken by the Society.
  - iv. Contribution to the Corpus Fund of the Society.
  - v. Attendance at the Annual General Meeting of the Society.
  - vi. Increasing the Membership base by getting the Senior Alumni registered with the Society.
  - vii. Contribution of Articles for Riverside Magazine.
  - viii. Engagement with the Society with Ideas and Feedback.
  - ix. Helping the Society with Vendors for Memorabilia.
  - x. Other criterion as deemed fit and applicable from time to time.
- g. The President shall appoint the following Office Bearers of the Governing Body :
  - i. General Secretary
  - ii. Treasurer
  - iii. Chairman Alumni

- iv. Chairman Media & Publication
- v. Chairman Memorabilia
- vi. Chairman Events

- h. The Nominated Members of the President shall not carry any Voting Rights on the Governing Body i.e. the Elected Council.
- i. In case the President desires any of his Nominated Members on the EC to be either the General Secretary or the Treasurer in that case the same shall be put to vote and in case of a tie such a resolution shall stand abrogated.
- j. In case the President desires that any of the Nominated Members be appointed as the General Secretary or the Treasurer of the Society and the same is ratified as above, only in that case the Nominated Member shall have a Voting Right on the Elected Council.
- k. The entire Governing Body shall stand dissolved at the conclusion of two years and the incoming President shall form his Governing Body as highlighted in Para 5(e-f) above.
- l. The Outgoing President shall not be eligible to be a part of the Governing Body for a period of two years after he demits office.
- m. There is no tenure bar or restrictions for the other members to be on the Governing Body as the selection criterion is based on the performance of the respective Batches.
- n. The Past Presidents shall also be known as Ex-Officio Presidents'. The Ex-Officio Presidents will receive communications emanating from the Secretariat namely Daily Report, Agenda of all Meetings along with the Final Minute Sheet of all meetings by e-mail. The role of Ex- Officio Presidents' is to advise the President from time to time and share their experience.

## **6. Role, Responsibility and Duties of the Governing Body**

- a. The Governing Body shall form a part of Agenda; the current status of the following in all the meetings (EC/AGM/EGM) of the Society :

- i. Audited Accounts.
  - ii. Income Tax Filing Status.
  - iii. Documents to be filed with the Dy. Registrar of Societies office annually and five yearly.
  - iv. Corpus FDRs'.
  - v. Assign responsibility for each of the above.
- b. Appointment of Statutory Auditors, Internal Auditor and Income Tax Lawyer shall be made with a view to adhere to all statutory compliances. No Member or his relative shall be appointed for this purpose. The Services mentioned are compulsorily required to be paid for and carried out by a Professional agency. Pro Bono work related to Audit and Income Tax is further not permitted to maintain the highest standards of transparency and work ethics.
- c. The Riverside Magazine shall be published Bi-Annually and an effort to involve all Batches is to be consistently probed.
- d. The Social Media such as Facebook, WhatsApp shall be methodically structured to involve the representation of all the Batches.
- e. The Website Updation / promotion / monetization shall be consistently worked upon.
- f. Memorabilia for the Society has to be finalized with minimal redundancy within a period of three months of the formation of the Governing Body and regularly replenished.
- g. Financial Budgets and Forecast for the Governing Body is to be prepared every Six Months for the purpose of proper Financial Planning and Management.
- h. Events which are regularly happening are to be declared an annual activity and calendared with the Society. The following Events are currently a part of the series of Annual Events conducted by the Society :
  - i. Re-Unions
    - 1. Kolkatta
    - 2. Chandigarh
    - 3. Mumbai

4. New Delhi
  5. Dehradun
  6. WOBS Annual Dinner
- ii. Sports Activities
    1. Golf
    2. Hockey
  - iii. Social Useful Productive Work (S.U.P.W.)
    1. Raphael Home
    2. Prem Dham
- i. The Members must be kept abreast with all the forthcoming activities of the Society regularly by email.
  - j. Managing the Corpus Funds of the Society.
  - k. Managing the designated funds of the Society.
  - l. The Governing Body must endeavor to obtain Income Tax Exemption under Sec 12 A and 80 G of the Income Tax Act.
  - m. The Powers and Functions of the Executive Committee are further enumerated below :
    - i. All properties, movable, immovable or of any other kind shall stand vested in the Executive Committee.
    - ii. The business and affairs of the Society shall be carried on and managed by the Executive Committee which shall exercise all such powers and authority of the Society as are not specifically and expressly vested by these Bye Laws in the Members of the Society.
    - iii. The Executive Committee shall have all such powers and shall perform all such functions as are necessary or proper for the achievement or the furtherance of the objects of the Society.
    - iv. Without prejudice to the generality of the foregoing provisions. The Executive Committee shall have the following rights and powers:

1. To acquire by gift, purchase, exchange, lease or otherwise, lands buildings or other immovable property together with all rights appertaining thereto;
2. To construct and maintain buildings including rights to alter or improve them and to equip them suitably;
3. To manage the properties of the Society;
4. To accept the management of any trust fund or endowment in which the Society is interested;
5. To raise funds for the Society by gifts, donations, or otherwise;
6. To raise loans;
7. To receive monies, securities, instruments and/or any other movable property for and on behalf of the Society;
8. To enter into agreements for and on behalf of the Society;
9. To sue and defend all legal proceedings on behalf of the Society;
10. To grant receipts, to sign and execute instruments, and to endorse or discount cheques or other negotiable instruments through its accredited agents;
11. To make, sign and execute all such documents and instruments as may be necessary or proper for carrying on the management of the property or affairs of the Society;



12. To invest the moneys and funds of the Society and to vary the instruments as and when it may seem necessary or proper;
  13. To make suitable grants of monies or other assistance to the School, or any other person for the conduct of any research or investigation or study in a subject in which the Society is interested;
  14. To grant fellowship, scholarship or other monetary assistance, on such terms and conditions as it may prescribe, to such persons as it may select for the pursuit of education at the School;
  15. To manage, sell, transfer or otherwise dispose of any property, movable or immovable, of the Society;
  16. To assign, from time to time, such functions and duties and delegate such powers, as it may deem fit, to any member or members of the Executive Committee;
  17. To delegate any of its powers to a sub-committee or sub-committees consisting of such members as the Executive Committee may decide;
  18. Generally to perform all such acts and do all such things as may be necessary, for the proper management of the properties and the affairs of the Society; and
  19. To appoint an auditor or auditors for auditing the accounts of the Society and to report thereon.
- v. The Executive Committee shall have power to make Bye Laws with respect of the following matters:

1. the management of the properties, funds, affairs and working of the Society;
  2. the procedure under and according to which the Vice President is to be elected;
  3. the conditions and procedures under and according to which the Members may be enrolled;
  4. the admission fee and annual or life subscription fee to be paid by the Members;
  5. the rights, duties and privileges of the Members;
  6. the procedure for the convening and the conduct of meetings of the Executive Committee and such other bodies as may be set up, from time to time, including provision for the transaction of business by circulation of papers, as may be deemed fit; and
  7. such other purposes as may be found necessary.
- vi. The President shall exercise general control over the affairs of the Society and shall give effect to the decisions of the Executive Committee.
- vii. If, in the opinion of the President, any emergency has arisen which requires that immediate action be taken, the President shall take such action as he deems necessary, and shall immediately inform the Executive Committee members of the action taken by him and shall report the same at the next meeting of the Executive Committee which, in the ordinary course, would have dealt with the matter.

**n. Fund Management of the Society**

- i. The bank accounts of the Society shall be in the name of "WELHAM OLD BOYS' SOCIETY". All receipts of the Society

shall be paid into the account of the Society and shall not be withdrawn except by a cheque signed jointly by any two of the Treasurer/President/Vice President, or such other member of the Executive Committee as may be duly authorised for this purpose by the Executive Committee, subject to such conditions that the Executive Committee may impose for this purpose.

- ii. The Principal Fund of the Society shall also be called the Corpus Fund. It is mandatorily required that such monies of the Society defining the Corpus be compulsorily be maintained in Fixed Deposits with the Society's Banker.

### **1. Withdrawal from the Corpus Fund**

Withdrawal of any money from the Corpus Fund is expressly prohibited and in no circumstances the same can be withdrawn with the following exceptions

- Notwithstanding any other clause mentioned in this document, Permission for withdrawal from the Corpus Fund is obtained from not less than 50% of the Registered Life Members present and voting at the Annual General Meeting.
- Withdrawal from the Corpus to Invest in Land, Building, Flats or Commercial Shops with the consent of a Simple Majority of Members at the Annual General Meeting wherein the President must submit a monetization plan wherein it is established that the returns by way of Rentals or Subscriptions or Operations will exceed the Interest presently being received from Fixed Deposit within a period of Three Years from the Year such an Investment has been made. The President shall further submit documents at the Annual General meeting which reflect that the working expenses of the Secretariat will be secured post such an Investment.

## **2. Interest from the Corpus Fixed Deposit**

- The Monthly Interest from the Corpus Fixed Deposit is usable solely to meet the expenses of the Secretariat. In case the Interest received exceeds the monthly expenses of the Secretariat, the excess amount may be used at the discretion of the President in furtherance to the Society Objectives.

## **3. New Membership Subscriptions received by the Society.**

- 50% of the New Membership Subscription money received by the Society in a Financial Year is to be compulsorily deposited into the Corpus Fixed Deposit.
- The remainder 50% of the New Membership Subscription money received by the Society in a Financial Year is available to the President to use for the furtherance of the objectives of the Society as he deems fit.

## **4. Contributions for a Cause**

- The Society is free to take up causes and raise funds as a Corpus to achieve the tasks specifically undertaken.
- The Corpus for a Cause will be utilized as per the Guidelines/SOP or as per the directions of the Committee formed for that specific purpose.
- Presently the Money for the following causes is being pursued by the Society
  - i. Nepal Relief Fund
  - ii. Teachers Wellness Fund
  - iii. S.U.P.W ( without a Corpus)
- In case the purpose/cause for which the money collected has abated in that case the entire

money contributed shall be reverted back to the Corpus Fund of the Society. The same is permitted to be authorized by a simple majority at the Annual General Meeting.

## **7. Meetings of the Society**

### **i. Annual General Meeting**

1. The Annual General Meeting of the Society shall be held once every year coinciding with the Founders Day Celebrations of the School.
2. A notice of 30 clear days stipulating the time, date, venue and agenda shall be communicated to all Members.
3. If any Member wishes to add an item to the agenda for the Annual General Meeting, he or she shall send that item together with an explanatory statement to the Secretary in writing at least 45 days prior to the date of commencement of the Founders Day Celebrations of the School for that year.
4. No matters other than those set out in the relevant agenda shall be considered at an Annual General Meeting, other than with the permission of the President.
5. The business to be conducted at an Annual General Meeting shall include the following:
  - To confirm the minutes of the last Annual General Meeting and Extraordinary General Meeting, if any;

- To adopt with or without modification the Report of the Executive Committee for the previous year;
  - To pass the audited accounts of the Society;
  - To appoint the Auditors for the Society;
  - To elect the Vice President of the Society Committee, if the election is due in that year;
  - To adopt the minutes of the Meetings of the Governing Body (EC) held during the Year.
  - Any other item set out in the agenda or with the permission of the President.
6. The Quorum for an Annual General Meeting shall be 20 Life Members who are eligible to vote at that Annual General Meeting. However if the minimum quorum is not present when the meeting begins, the meeting shall be adjourned by 30 minutes and there after the life members present who are eligible to vote shall be the quorum for the meeting.
7. Voting at an Annual General Meeting shall be by ballot for the Members present and voting, or electronically if the Society has determined at a General Meeting that electronic voting is permitted.

## **ii. Extraordinary General Meeting**

1. An Extraordinary General Meeting of the Society shall be convened by the Secretary if (i) the Executive Committee resolves to convene such a meeting; or (ii) 100 Members require such a meeting specifying the nature of the business to be transacted at the meeting.

2. A notice of 30 clear days stipulating the time, date, venue and agenda shall be communicated to all Members.
3. The Quorum for an Extraordinary General Meeting shall be 20 Life Members who are eligible to vote at that Annual General Meeting. SAME AS FOR AGM!!
4. Voting at an Extraordinary General Meeting shall be by ballot for the Members present and voting, or electronically if the Society has determined at a General Meeting that electronic voting is permitted.

### **iii. Executive Committee Meetings**

1. The President may convene as many meetings of the Executive Committee as he deems necessary.
2. The Secretary shall prepare the agenda for each such meeting and circulate the same to the Executive Committee three clear days before such a meeting is scheduled.
3. Minutes of each meeting of the Executive Committee shall be prepared and circulated to all members of the Executive Committee.
4. Quorum for a meeting of the Executive Committee shall be five, provided that at least the President, the Vice-President or the Secretary is part of the quorum.
5. Meetings of the Executive Committee shall take place in person unless meetings by video conference have been permitted at a General Meeting of the Society.
6. A minimum of four meetings should be conducted every calendar year.

7. The chairman of the meeting shall be the President and in his absence, the Vice-President and in the absence of the President and the Vice-President, the Secretary.

## **8. TERMINATION OF MEMBERSHIP**

Any member shall cease to be a member:

- i. On his resignation from membership by a letter addressed to the Secretary.
- ii. On his becoming insane or insolvent.
- iii. On his conviction of any offense in connection with the formation, promotion, management or conduct of a society or a body corporate or any offense involving moral turpitude.
- iv. On death.
- v. For frequently refusing or not following the decision taken by the Executive Committee.
- vi. When activities of any member are considered prejudicial to the interests of the Society.

## **9. Grievance Redressal Mechanism**

A Disciplinary Committee shall be constituted as a sub-committee of the Executive Committee and shall consist of three members and shall include the President. Any disciplinary matter involving a Member shall first be considered by the Disciplinary Committee who shall be authorised to terminate the membership of a Member if they believe that: (i) such Member is acting in a manner that is materially adverse to the interests of the Society and the School; (ii) such Member has been provided with a reasonable opportunity to make amends but has failed to do so; and (iii) it would be fair and equitable to terminate such Member's membership in the circumstances.

The Disciplinary Committee shall also be authorised to impose a fee or penalty in lieu of termination of the Member's membership.



Decisions of the Disciplinary Committee shall be taken by majority and shall be provided in writing. The aggrieved former Member shall be entitled to appeal against the decision of the Disciplinary Committee to the Executive Committee who shall have the power to affirm, modify, quash or amend the decision of the disciplinary committee in the manner deemed fit. The Executive Committee may afford a personal hearing to the aggrieved member upon a specific request made in this regard.

#### **10. Notices**

Notices can be provided to Members in writing by post / by e-mail or Social Media. In addition, all notices shall be published on the official website of the Society. Members are expected to access such website on a regular basis since the publication of notices on such website shall constitute a valid communication of such notice.

#### **11. Amendments to the Bye Laws**

Subject to the provisions of the Uttar Pradesh/Uttaranchal Pradesh Societies Registration Act, the rules and the provisions of these Bye Laws of the Society, may be altered by the votes of three-fourths of the Members of the Society present (whether physically, or if permitted by at General Meeting of the Society, by video conference) at a validly convened General Meeting of the Society. Votes cast by proxy shall not be counted for this purpose.

#### **12. Accounts and Audit**

- i. The Society shall cause to be maintained such books of account and other books in relation to its accounts in such form and in such manner as may be prescribed and in accordance with applicable law.
- ii. The financial year of the Society shall be from April 1 to March 31 of the following year.

- iii. The Society shall, as soon as possible following the closure of its annual accounts, prepare a statement of accounts in such form as the Executive Committee may determine.
- iv. The accounts of the Society shall be audited by such auditors as the Executive may appoint.
- v. The annual accounts of the Society together with the audit report thereon shall be laid before the Members, as far as practicable, at its Annual General Meetings.
- vi. If the statement of the audited accounts is not ready by the date of the Annual General Meeting, it shall be placed before the Members at a subsequent General Meeting. An EOGM can be convened for such adoption of accounts within 3 months thereafter

### **13. General**

- i. The headquarters of the Society shall be in the State of Uttarakhand.
- ii. The name of a Member removed from the roll of Members of the Society may be restored thereto by the Executive Committee at its discretion with the approval of the Members at a General Meeting.
- iii. Every year a list of the Executive Committee along with other statutory documents like Balance Sheet etc. shall be filed with the office of the Registrar of Societies as provided in Section 4 of the Societies Registration Act, 1860.
- iv. The Society shall sue or be sued in the name of the President or Secretary of the Society pursuant to Section 6 of the Societies Registration Act, 1860.
- v. The Society may be dissolved in accordance with Section 13 and 14 of the Societies Registration Act, 1860.

**14. DOCUMENTS AND RECORDS OF THE SOCIETY**

- i. (Accounts Books & Registers)
- ii. Books of the Minutes of the Meeting.
- iii. Membership Registers
- iv. Membership Fee Account Books.
- v. Cash Book, Ledger and Stock Books.
- vi. Receipt Books.
- vii. Full or Part Time employees' attendance register.
- viii. Seal or stamp of the society.

The President is authorised to revamp the management structure of the Society, immediately upon approval of the Annual General Meeting to fulfill the aspirations of the Society at large. The same shall however conclude with the conclusion of the tenure of the now Presiding President.

We the undersigned members of the Governing Body and subscribers to the Constitution and By-Laws do hereby certify that the above is a correct copy of the Regulations of the Society.

Signed and dated on \_\_\_\_\_ at Dehradun.

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President

\_\_\_\_\_  
General Secretary

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Member

\_\_\_\_\_  
Member