

CONSTITUTION IGBOBI COLLEGE OLD BOYS ASSOCIATION (ICOB A) EUROPE BRANCH 2024



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CONSTITUTION IGBOBI COLLEGE OLD BOYS ASSOCIATION (ICOPA) EUROPE BRANCH 2024

"A constitution is a set of fundamental principles or established precedents according to which a state or other organization is governed." [New Oxford American Dictionary]

The rules, as set out in this Constitution, make up, in the main, what ICOPA Europe stands for as an entity. While not being the first written Constitution, it is the first published amended Constitution for ICOPA Europe.

This typifies the professionalism and devoted collective sense of duty of the Executive Committee in general, and the Constitution Review Committee (CRC) chaired by Mr. Seye Oyediran and which included Dr. Bunmi Fagbemi, Otunba Bolaji Falase, and Prince Kayode Osinowo with Bamofin Dele Osinuga as secretary.

This constitution should not be seen as simply a set of rules or terms of engagement, but as a statement of our values and culture as an association.

Dr. Deji Okubadejo Chairman, ICOPA EUROPE (2021)

It is worthy to commend the professionalism and devoted collective sense of duty of the EXCO in general, and the Constitution Review Committee Chaired by Seye Oyediran which included Dr. 'Bunmi Fagbemi, Otunba Bolaji Falase, Bamofin Dele Osinuga and Prince Kayode Osinowo.

The Constitution Review Committee invited proposals from members and also deliberated extensively on the draft constitution as amended at the virtual ICOPA Europe Set Chairmen and Secretaries Meeting held on 28th June 2020. The time for members to send proposals to the drafting Committee was extended at this meeting from to

There was further deliberation on the draft constitution as amended at the last virtual Annual General Meeting held on 11th July 2020.

The EXCO now proposes the adoption of this amended constitution to the Annual General Meeting.

Thank you.

Oluseye Oyediran, Proctor General & Chairman CRC ICOPA EUROPE (2021)

Preamble

These are the rules governing the boys that attended Igbobi College, Yaba, Lagos.

Contained herein is the IGBObi COLLEGE OLD BOYS' ASSOCIATION EUROPE – ICOBA EUROPE, Constitution.

IGBOBI COLLEGE OLD BOYS' ASSOCIATION EUROPE (ICOBA EUROPE) CONSTITUTION 2024

ARTICLE 1: NAME

- 1) The Association shall be known as IGBObi COLLEGE OLD BOYS' ASSOCIATION EUROPE (ICOBA EUROPE) hereinafter referred to as "ICOBA EUROPE".
- 2) The Association is affiliated to IGBObi COLLEGE OLD BOYS' ASSOCIATION NATIONAL (ICOBA NATIONAL) hereinafter referred to as "ICOBA NATIONAL"

ARTICLE 2: REGISTERED OFFICE

The Registered Office which shall serve as the official address of the ICOBA EUROPE shall be at the residence of the Proctor - General hereinafter referred to as "The Office".

ARTICLE 3: AIMS AND OBJECTIVES

- 1) The objectives of ICOBA EUROPE shall be to formulate, adopt and promote such measures and principles that will;
 - (a) Facilitate such social interaction among Old Igbobians as will ensure the continued reflection in their lives of the religious, moral and other noble ideals for which the College stands;
 - (b) Keep alive the affection which every old Igbobian has in the affairs of the College by keeping him well informed of the general progress of the College and encouraging him to contribute morally and financially towards such progress.
 - (c) Support the National Body in encouraging the management, staff, and students of the College to maintain the ideals of the College and to offer their best services in the overall interest of the College;
 - (d) Promote and advance the aims and objectives of ICOBA NATIONAL, provided that such aims and objectives remain relevant in the context of ICOBA EUROPE and subject to English Law.
 - (e) Achieve such further objectives as ICOBA EUROPE may from time to time determine.

ARTICLE 4: MEMBERSHIP

- 1) Membership of ICOBA EUROPE shall be open to those ordinarily, habitually, and primarily residence in the UK or Europe who are deemed to have been fully registered as student of Igbobi College and whose registration has not been revoked.
- 2) Any reference to the term old boys in this constitution includes without prejudice girls who spent at least one year attending classes in the College from 1982 to 1990.

ARTICLE 5: TRUSTEES

- 1) The Trustees of ICOBA EUROPE for the purpose of the (relevant incorporation legislations) shall be appointed at a General Meeting of ICOBA EUROPE with two thirds (2/3) majority vote of members present.
- 2) Such Trustees (hereinafter referred to as “The Trustees”) shall be three (3) in number and shall be known as the “THE REGISTERED TRUSTEES OF ICOBA EUROPE”.
- 3) The Trustees shall hold office for life but a trustee ceases to hold office if he:
 - (a) resigns his office,
 - (b) ceases to be a member of ICOBA EUROPE,
 - (c) becomes mentally incapable or insane,
 - (d) is officially declared bankrupt,
 - (e) is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction,
 - (f) is recommended for removal from office by the other Trustees and such recommendation is approved by a simple majority of votes of members present at any General Meeting of ICOBA EUROPE or
 - (g) is deceased.
 - (h) (d) Upon a vacancy occurring in the number of Trustees, a General Meeting will be held to appoint another eligible member of ICOBA EUROPE with two thirds (2/3) majority vote of members present.

4) COMMON SEAL

The trustees shall have a common seal. Such common seal shall be kept in the custody of the Chairman of ICOBA EUROPE who shall produce it when required for use by the Trustees. All documents to be executed by the Trustees shall be signed by the Trustees, the Chairman and Proctor - General of ICOBA EUROPE and sealed with the common seal.

5) ACQUISITION OF PROPERTY

In furtherance of the Aims and Objectives of ICOBA EUROPE as contained in Article-3 above, ICOBA EUROPE shall acquire any such property or properties as it considers necessary for the realisation or promotion of these aims and objectives and such properties shall be vested in the Trustees.

- 6) The Trustees, by virtue of the grant of a valid certificate of incorporation shall become a body corporate by the name described on the certificate and shall have perpetual succession and power to sue and be sued in such corporate name and subject to any conditions and directions contained in the said certificate and directions contained in the said certificate hold

and acquire and by instrument under their common seal to convey, assign, demise any land or any interest therein now or hereafter, belonging to or held for the benefit of ICOBA EUROPE.

7) The Trustees shall have the following powers in addition to any powers given them by law, that is to say;

- (a) (i) To hold and administer the property of ICOBA EUROPE
- (b) (ii) To borrow, raise money, secure or discharge any debt or obligation binding on ICOBA EUROPE in such manner as may be thought fit and in particular by mortgages and charges upon the undertakings and all or any of the properties and assets (present and future) of ICOBA EUROPE or by the creation and issue on such terms as may be thought expedient or debenture, debenture stock or other obligations or securities of any description.

ARTICLE 6: EXECUTIVE COMMITTEE MEETING

- 1) Executive Committee (EC) shall meet as often as the business of ICOBA EUROPE shall require but not less than four times in a year.
- 2) The quorum at EC meeting shall be six (6) members consisting of the Chairman or the Vice Chairman, the Proctor-General/Assistant Proctor-General or the Director of Organisation, the Treasurer or the Social Secretary and three (3) other members of the Executive.

ARTICLE 7: EXTRA ORDINARY GENERAL MEETING

- 1) The Proctor-General in consultation with the Chairman, may summon an Extra Ordinary General Meeting of ICOBA EUROPE whenever necessary and shall do so within 21 days of the receipt by him of a written request signed by not less than 10 financial members.
- 2) For such a meeting the Proctor-General shall give not less than fourteen (14) days' notice. The subject to be discussed shall be stated in such notice.
- 3) The quorum at such a meeting shall be the same as for the AGM.

ARTICLE 8: ORGANISATION OF ICOBA EUROPE

- 1) The Branch
- (a) The Branch shall be bound by the provisions of the Constitution of ICOBA NATIONAL, provided that such provisions remain relevant in the context of English Law. ICOBA Europe shall be guided by the provisions of the Constitution of ICOBA NATIONAL in so far as such provisions do not conflict with the laws of England and Wales.

(b) The head of the Association shall be known as the Chairman and communication with the National Executive Committee shall be through the Chairman, the Director of Organisation or Proctor-General of the Branch.

2) CLASS SET/GROUP

- (a) A Class Set shall consist of not less than five (5) members, however, where the number is less than five (5) they can constitute themselves into a 'group' and continue to meet as such until they can qualify for recognition as a 'Class Set'.
- (b) Every such Class Set/Group shall be bound by the provisions of this constitution. (iii) The head of a Set shall be known as the Set Chairman.
- (c) Every Class Set/Group shall remit to the Branch Treasurer annual subscriptions and special levies collected from its members under this Constitution and all funds (donations, contributions, gifts, endowments and revenues) collected on behalf of ICOBA EUROPE.
- (d) Every Class Set/Group shall have power to run its activities in accordance with its own Constitution provided always that wherever any provisions of such constitution run counter to the provisions of this or the National Constitution then the constitution of the Class Set/Group shall (to the extent of the inconsistency) be void.
- (e) The formation of a Class Set/Group shall be notified to the EC within three months of its existence.

3) CLASS SETS:

Provided that each such Class Set:

- (a) Comprises members' who shall have either entered and or left the College in specific years.
- (b) Shall forward annually to the Proctor - General a list of its current officers.
- (c) Shall also notify the Proctor - General of its activities.

ARTICLE 9: ANNUAL SUBSCRIPTION

To qualify as a financial member, a member shall pay the annual subscription as may be decided at the Annual General Meeting. This amount shall become due on 1st January and payment must be made through the Treasurer or directly into ICOBA EUROPE's bank account.

ARTICLE 10: OFFICERS OF ICOBA EUROPE

1. The Officers of ICOBA EUROPE shall be;

- (a) The Chairman;
- (b) The Vice-Chairman;
- (c) The Director of Organisation;
- (d) The Proctor-General;
- (e) Assistant Proctor-General;
- (f) The Treasurer;
- (g) The Social Secretary;
- (h) The Welfare Secretary;
- (i) and The Chaplain(s).



ARTICLE 11: FUNCTIONS OF OFFICERS

1) **The Chairman** shall;

- (a) Preside over all meetings of ICOBA EUROPE;
- (b) Convene through the Proctor - General all meetings of ICOBA EUROPE;
- (c) Co-ordinate the activities of all other Officers of ICOBA EUROPE in the performance of their duties.
- (d) Liaise with the National Executive Committee and represent the branch.

2) **The Vice-Chairman** shall;

- (a) Assist the Chairman generally in the discharge of his functions; (b) Deputise for the Chairman in the order of precedence.

3) **The Director of Organisation** shall:

- (a) Mobilise membership of ICOBA EUROPE,
- (b) Publicise the activities of ICOBA EUROPE and be responsible for its corporate image;
- c) Manage ICOBA EUROPE's website;
- (d) Liaise with the National Executive Committee.
- (e) Execute such activities as contained in (a) and (b) above under the general or specific direction of the Executive Council or Chairman;

4) **The Proctor-General** shall perform all the secretarial duties of ICOBA EUROPE including:

- (a) Summoning, after consultation with the Chairman, all meetings of ICOBA EUROPE;
- (b) Direct after consultation with the Chairman that a meeting shall be called of the Executive Council to receive the Audited Accounts before this is presented to the AGM as specified for the purposes of the AGM.
- (c) Recording and keeping the minutes of all such meeting;
- (d) Keeping an up-to date roll of members and their current addresses;
- (e) Liaise with the National Executive Committee.
- (f) Furnishing annual and special reports of the activities of ICOBA EUROPE and its organs;
- (g) Keeping an imprest in an amount to be determined by the Executive Council (EC);
- (h) Performing such other duties as may be delegated to him by the Chairman;
- (i) On leaving the office, hand over ICOBA EUROPE's property to his successor or the Chairman as the circumstances may dictate.

5) **The Assistant Proctor-General** shall:

- (a) Assist the **Proctor-General** in the performance of his functions and act for him in his absence;

(b) On leaving office, hand over ICOBA EUROPE's property in his possession to the **Proctor-General** or the Chairman as the circumstance may dictate.

6) **The Treasurer** shall:

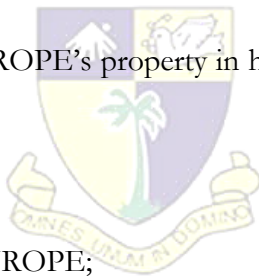
(a) Receive all monies on behalf of ICOBA EUROPE and deposit same in the bank within seven (7) days of receiving such monies.

(b) Keep an up-to-date account of all monies received or paid out by him and present financial reports to every meeting of the Executive Council;

(c) Submit annually to the Auditor not later than 15th January of the following year all books account and other documents required by them;

(d) Present to the Executive Committee his report together with an audited account 60 days before the annual General Meeting;

(e) On leaving office, hand over ICOBA EUROPE's property in his possession to his successor or to the Chairman as the circumstance may dictate.



7) **The Social Secretary** shall:

(a) Organise all social activities of ICOBA EUROPE;

(b) Execute such activities as contained in Article 11 3) (a) and (b) above under the general or specific direction of the Executive Council or Chairman;

8) **The Assistant Social Secretary** shall:

(a) Assist the Social Secretary in the performance of his functions and act for him in his absence;

(b) On leaving office, hand over ICOBA EUROPE's property in his possession to the Proctor-General or the Chairman as the circumstance may dictate.

9) **The Welfare Secretary** shall:

(a) Coordinate with the Chaplain(s) the activities for the well-being, health, safety and welfare of members and shall also:

(b) Publicise with the Social Secretary the activities described in Article 11 3) (a) & (b) above and be responsible for promoting the welfare of members.

10) **The Assistant Welfare Secretary** shall:

a) Assist the Welfare Secretary in the performance of his functions and act for him in his absence;

(b) On leaving office, hand over ICOBA EUROPE's property in his possession to the Proctor-General or the Chairman as the circumstance may dictate.

11) **The Chaplain** shall be the religious minister of ICOBA EUROPE.

ARTICLE 12: EXECUTIVE COMMITTEE (EC)

1) The management of the affairs of ICOBA EUROPE shall be vested in the Executive Committee herein after referred to as (EC) and shall consist of:

(a) All Officers;

(b) Past Chairmen;

(c) Immediate Past Proctor - General;



2) EC shall have power to establish Ad hoc Committees and to co-opt members to serve on such Committees.

3) EC may for any purpose that may be considered necessary recommend to a General Meeting that a special levy be imposed on members.

4) EC shall have power to make rules and regulations for the day-to-day management of ICOBA EUROPE's affairs, provided that such rules and regulations are not inconsistent with this Constitution.

5) The EC's powers of administration shall be subject to subsection,

6) above extend to all matters including the hearing and administration of any grievance or disciplinary matters relating to the conduct of all officers and members of ICOBA EUROPE and the general enforcement of rules and regulations of ICOBA EUROPE in accordance with Schedule One of this Constitution.

7) The EC shall determine appropriate processes to administer grievance and disciplinary matters in accordance with Schedule One of this Constitution.

8) The EC shall have the power to suspend or expel members whose conduct it finds is likely to bring the name of ICOBA EUROPE into disrepute.

ARTICLE 13: FINANCES

1) The financial year of ICOBA EUROPE shall commence on 1st January and end on 31st December.

- 2) ICOBA EUROPE's finances shall include subscription, donations, contributions, special levies, gifts, endowments and revenues from ventures.
- 3) The funds of ICOBA EUROPE shall be lodged with reputable banks to be approved by the Executive Council (EC).
- 4) The Signatories to ICOBA EUROPE's bank accounts shall be:
 - (a) The Chairman
 - (b) The Proctor - General
 - (c) The Treasurer Provided that any two (2) signatories one of whom shall be the Treasurer shall be sufficient to operate ICOBA EUROPE's accounts.
 - (d) The signatories in Article 13 a, b and c shall subject to the direction of the EC have the authority and mandate to conduct transactions and operate ICOBA Europe Bank Accounts and related financial business through the designated Banking Online and Electronic facility provided that: any one single transaction and/or series of transactions do not exceed the monetary limits approved by the EC.
- 5) The authorised signatory shall upon completion of the transaction provide a written report immediately to the EC detailing the reasons, justification and amount of the transaction.
- 6) The EC shall ensure that the use of the Banking Online and Electronic Facility is regularly monitored, restricted to the authorised signatories and that monetary authorisation levels are established, clearly documented and are adhered to.
- 7) The EC shall have power to:
 - (a) raise loans and/or institute a levy in furtherance of the activities of ICOBA EUROPE subject only to the approval by majority vote of members present and voting at the General Meeting of ICOBA EUROPE.
 - (b) receive gifts and donations on behalf of ICOBA EUROPE.

ARTICLE 14: AUDITORS

- 1) The Annual General Meeting shall appoint Internal Auditors to audit its accounts annually.
- 2) The Auditors shall audit the accounts of ICOBA EUROPE and present a written report thereof to the Annual General Meeting through the Treasurer, and such audit report shall be completed 60 days before the AGM.

ARTICLE 15: PROCEDURE AT ELECTIONS

- 1) The General Election is to be conducted at intervals of two (2) years and will be held no later than the 30th day of November of the year of the election.
- 2) Elective office shall be open to all fully paid-up members of ICOBA EUROPE as of 2 February of the year.
- 3) The "Notice of General Election" will be published on the 1st day of October of the election year.
- 4) Candidates shall send "Notice of Intention to Run" (NIR) for any of the elective offices is to be sent to the Director of Organisation, Twenty-One (21) days before the date of the General Election.
- 5) An NIR may include the following candidate details:

- (a) Full name,
 - (b) School set,
 - (c) School house,
 - (d) Postal address and e. Contact telephone number.
 - (e) It may also include a “Candidate Manifesto” not exceeding 500 words with regards to the office aspired to.
 - (f) Each NIR must be endorsed by at least three other fully paid-up members of ICOBA EUROPE.
 - h. The Director of Organisation shall electronically publish the details outlined in 5) (f) above.
 - (g) The “candidate list” shall be published in the Agenda paper.
 - (h) Election shall be by electronic voting as determined by the Electoral Committee.
 - (i) Election shall be supervised by ICOBA EUROPE Chaplains and two co-opted members selected by the Electoral Committee.
 - (j) The requirements for the office of Chairman shall include a member who whilst not been a member of EC should have served on a committee duly set up by the EC for the advancement or purpose of the business of ICOBA Europe.
- 6) Any disputes in respect of determining residency and other qualifications of a member contesting for office shall be decided by a committee set up by the Electoral Committee.
- 7) The line of succession to the post of Chairman of ICOBA Europe is achieved by promotion of the current Vice-Chairman or any member of EXCO on the recommendation of the EXCO to the Electoral Committee. Provided that the Electoral Committee shall be at liberty to decline a recommendation from the EXCO where it determines that the interest of the Association is best served by recourse to the democratic process by staging an Election. The Electoral Committee shall have the discretion to accept or decline the recommendation.

ARTICLE 16: TENURE OF OFFICE

- 1) The tenure of office of an elected member of EC shall be for two (2) years provided that an officer may be re-elected but it may be for more than four (4) consecutive terms for the same office except for the post of the Chairman who shall serve for a maximum of 2 terms.
- 2) The EC shall be at liberty to co-opt a member for a term of office of the current EC. A current elected member of EXCO may remain in office and serve the term of office of the current EC where that position is not filled at the election.’

ARTICLE 17: DECISIONS OF ICOBA EUROPE

Except as otherwise provided in this Constitution, all decisions of ICOBA EUROPE, Executive Committee, Committee or Sub-committee shall be by a simple majority vote of quorate members present and voting at such a meeting or may also be by electronic voting’ and the quorum of Committee of 5 or more shall be two third (2/3) of members of Committee and if the members are less than 5 a quorum shall be formed if the Chairman of the Committee is present.

ARTICLE 18: ANNUAL GENERAL MEETING

- 1) The Annual General Meeting (hereinafter referred to as AGM) of ICOBA EUROPE which shall be held during the month of May except in unforeseen circumstances, on a date to be fixed by the Executive Committee.
- 2) For every Annual General Meeting, the Proctor - General shall give members not less than forty-five (45) days' notice.
- 3) The quorum for the A.G.M shall be twelve (12) members consisting of the Chairman or the Vice Chairman, Proctor - General or Assistant Proctor - General and ten (10) other members, including at least eight (8) who are not members of EC.
- 4) The Annual General Meeting shall:
 - (a) Receive and discuss reports from the Chairman, Proctor - General and Treasurer.
 - (b) Debate and pass resolutions on any policy matters affecting ICOBA EUROPE and/or the College;
 - (c) Receive and consider reports from the Class Sets/Groups.
 - (d) Do any such other business as the constitution enjoins or permits;
 - (e) Elect members of EC;
 - (f) Appoint Auditors.

ARTICLE 19: CODE OF CONDUCT

- 1) All members must comply with all decisions reached at duly constituted meetings of ICOBA Europe.
- 2) All members of ICOBA EUROPE are expected to uphold the moral and noble ideals of the College and ICOBA EUROPE, and refrain from bringing the name of the College and ICOBA Europe into disrepute. ICOBA Europe is committed to the Seven Principles of Public Life (Nolan Principles outlined in Schedule Three) in making the lives of its members and their families better. Igbobians in Europe are the backbone of ICOBA Europe and our values in giving back, extolling the virtues of self-denial and caring for others drive our mission, supporting the Communities Igbobians in Europe live and work through mentorship, service and partnership. This is what makes ICOBA Europe a special Association.

ARTICLE 20: SPECIAL CLAUSE

- 1) The Income And Property Of ICOBA EUROPE from wheresoever derived shall be applied solely towards the promotion of the objects of ICOBA EUROPE as set forth in this Rules and Regulations/Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise however by way of profit, to the members of ICOBA EUROPE.
- 2) PROVIDED that nothing therein shall prevent the payment, in good faith, or reasonable and proper remuneration to an officer or servant of ICOBA EUROPE but so that no member of the Executive Council or Governing Body

shall be appointed to any salaried office of ICOBA EUROPE by fees, and that no remuneration or other benefits in money or monies shall be given by ICOBA EUROPE to any member of such Council or Governing Body except in repayment of out-of-pocket expenses or reasonable and proper rent premises demised, or let to ICOBA EUROPE provided that the provision last aforesaid shall not apply to any payment by any Company to a member of ICOBA EUROPE in which such member shall not hold more than one-hundred (1/100) part of the capital, and such members shall not be bound to account for any share of profits he may receive in respect of any such payment.

- 3) NO Addition, Alteration or Amendment shall be made to or in the RULES AND REGULATIONS/CONSTITUTION for the time being in force, unless the same has been previously submitted to and approved by the Executive Committee or by a resolution of a meeting of ICOBA Europe and if so required by the competent authority in England and Wales for the registration of charitable organisations if the Association is a registered charity.

ARTICLE 21: DISSOLUTION

- 1) If the members resolve to dissolve the Association, the EC will remain in office as Caretaker EC and be responsible for winding up the affairs of the Association in accordance with this clause.
- 2) The Caretaker EC must collect in all the assets of the Caretaker EC and must pay or make provision for all the liabilities of the Association.
- 3) The Caretaker EC must apply any remaining property or money:
 - (a) directly for the objectives of the Association;
 - (b) by transfer to Igbobi College
- 3) The members may pass a resolution before or at the same time as the resolution to dissolve the Association specifying the manner in which the Caretaker EC are to apply the remaining property or assets of the Association and the Caretaker EC must comply with the resolution if it is consistent with paragraphs (a) and (b) inclusive in sub-clause (3) above.
- 4) The following additional provisions shall apply if the Association is a registered Charity:
 - (a) In no circumstances shall the net assets of the charity be paid to or distributed among the members of the charity (except to a member that is itself a charity).
 - (b) The trustees must notify the Commission promptly that the charity has been dissolved. If the trustees are obliged to send the charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the charity's final accounts.
 - (c) The members may pass a resolution before or at the same time as the resolution to dissolve the Association specifying the manner in which the Caretaker EC are to apply the remaining property or assets of the Association and the Caretaker EC must comply with the resolution if it is consistent with paragraphs (a) and (b) inclusive in sub-clause (3) above.

ARTICLE 22: AMENDMENT

The constitution may be amended in whole or in part but any such alteration, addition or amendment must be by a resolution passed by at least a two-third (2/3) majority of the members of ICOBA EUROPE present and voting at any General Meeting of ICOBA EUROPE PROVIDED that no amendment requiring statutory approval shall have effect without the consent of the appropriate authority.

ARTICLE 23: INTERPRETATION

In this constitution, unless the context otherwise requires, the expression: (i) “ICOBA EUROPE” means IGBOBI COLLEGE OLD BOYS’ ASSOCIATION EUROPE,

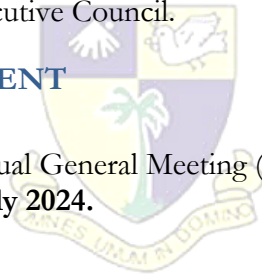
(ii) “Chairman” means Chairman, ICOBA EUROPE,

(iii) “Proctor-General” means Proctor-General, ICOBA EUROPE,

(iv) “Executive Committee” (EC) means Executive Council.

ARTICLE 24: COMMENCEMENT

THIS CONSTITUTION was adopted at Annual General Meeting (AGM) held on **Saturday, 27th July 2024** and deemed to have come into effect on **27th July 2024**.



Gbenga Segun

Oladele Osinuga

CHAIRMAN

PROCTOR-GENERAL

IGBOBI COLLEGE SCHOOL SONG

1. Teach me thy best, that all the world may know,
What it is, to have come from thee.
Teach me that I, into the world may go,
Struggling ever for thy fame Igbobi.
Give me a torch which shall shine
And pour on all afar and near its radiance divine,
Let hill and vale these tidings bear
Wherever there's an Igbobian
There also is a noble Nigerian
2. Teach me that I the word of God mighty to save,
Everyone from lure of sin and sty.
Teach me that I may grow up kind and brave,
Self-denying for the poor and needy.
Refrain: Give me a torch ...
3. Give me such knowledge necessary for bliss,
As will make my life's career jewel.
Not only subjects called humanities,
But those called the sciences must join in.
Refrain: Give me a torch ...
4. Teach me those habits of a gentleman,
As will make me clean and quick and clear.
Teach me to play my part well in a plan,
And in sports to win or loose with fair cheer.
Refrain: Give me a torch ...
5. So shall it be that, having learnt thy best,
I shall proudly claim to have come from thee,
And when from thee into the word I've pressed,
I will struggle for thy fame, Igbobi.
Refrain: Give me a torch ...

Schedule One (Article 12) ICOBA Europe Guidance on Complaints and Disciplinary Procedure

Introduction

ICOBA Europe is the representative body of Old Igbobians resident in Europe.

This Guidance explains the ICOBA Europe complaints and disciplinary procedure. It outlines ICOBA Europe internal complaints and disciplinary procedure and for Old Igbobians to understand the complaints and disciplinary process.

ICOBA Code of Conduct

Members of ICOBA Europe are bound by the Association's Code of Conduct contained in the Constitution and other provisions of the Constitution. The Constitution is regularly reviewed to ensure it meets the ethos, values of the Association and the latest changes in legislation which impact on the Association.

Members who breach the Code of Conduct will be subject to disciplinary action.

Constitution of ICOBA Europe

ICOBA Europe is obliged under the provisions of its Constitution to investigate complaints made against members for any violations of the provisions of the Constitution. The Constitution provides the authority for a Disciplinary Committee to investigate complaints against members and, if it is found that they have breached the Code and Constitution, to take appropriate action.

ICOBA Europe disciplinary process are underpinned by the principles of natural justice and fundamental rights namely:

1. the right to a fair hearing
2. the right of reply
3. no bias or conflicts of interest (or appearance of such)

Governance

ICOBA Europe Executive Committee (EXCO) is the Association's governing body that ensures the integrity of the disciplinary process. ICOBA Europe EXCO delegates the investigation of complaints

and the recommendation of appropriate sanctions to its Disciplinary Committee but is responsible for endorsing sanctions and authorising their implementation.

ICOBA Europe EXCO mandate to the Disciplinary Committee is to investigate and report on its behalf and the Association and the Disciplinary Committee eventual recommendation to the ICOBA Europe EXCO shall be given due consideration for a formal ratification. ICOBA Europe EXCO may not rescind the Disciplinary Committee unless it decides that the process the Disciplinary Committee is not in the interests of justice.

There is provision for either the complainant to appeal against the decision, but once the appeal has been heard and a decision has been made, that decision is final.

Disciplinary Committee

The Disciplinary Committee is Committee appointed by EXCO and is so constituted on an ad-hoc basis by a decision of ICOBA Europe EXCO. Membership of the Committee is determined by the ICOBA Europe EXCO for the duration of its assignment or its terms of reference as determined by ICOBA Europe EXCO.

The Disciplinary Committee consists of 3 members: a Chairman, 1 Chaplain and 1 other member nominated by the Association, of whom at least one will have legal and similar professional expertise, and a lay member. The ICOBA Europe EXCO Secretariat save for where there is a conflict provides support to the Committee but does not participate.

Making a Complaint

Any complaint about the conduct of a member should be made in writing and submitted in the first instance to the ICOBA Europe EXCO Secretariat. The complaint should set out the details of the alleged breach of the Code and include any supporting documentary evidence.

The Disciplinary Committee cannot investigate a complaint if:

1. The person concerned is not, or is no longer, a member of ICOBA Europe
2. The complaint is not in writing (notification by telephone can be accepted but must be followed up by email or postal communication)
 - a. The complaint is anonymous unless there are factors which allow for there to be a compelling reason to have an investigation

If the matter is the subject of court proceedings, we would normally await the outcome of the proceedings before referring the case to the Disciplinary Committee.

The Stages of the Disciplinary Process

Stage 1 – Initial Assessment

When a complaint is received, it is assessed by an initial review panel which consists of the Chairman of the Disciplinary Committee, the Chairman and the Proctor-General. The Panel shall ascertain whether the complaint is admissible and whether:

- a) the person named in the complaint is a current member of the Association
- b) the complaint is in writing
- c) the complainant is identified
- d) the complaint relates to a breach of one or more principles of the Code of Conduct and the Constitution.

Once the grounds above are satisfied, a copy of the complaint and any supporting documentation is sent to the Disciplinary Committee appointed by the ICOBA Europe EXCO, and an acknowledgement is sent to the complainant. The initial review panel does not give an opinion on whether or not there is a case to answer. A copy of the complaint and any supporting documentation is sent to the member asking for their comments in writing, and the process is explained to them.

Whilst the Association cannot compel the member to co-operate, members have a duty to comply with requests for information within the time limits set. Should a member fail to respond, the Disciplinary Committee will proceed with the case and reach a judgement based on the evidence to hand.

Stage 2 - Investigation

The case file will be sent to the members of the Disciplinary Committee to consider independently and a meeting will be arranged to discuss the evidence and agree one of the following options:

1. that based on the information presented there is no case to be answered and the file can be closed;
2. that there appears to be a case to answer but additional information or evidence is required before a decision can be made;
3. that based on the information presented there is a case to answer and a formal hearing should be held.

If the Disciplinary Committee decides that there is a case to answer, it will set a date and venue for the hearing and instruct the ICOBA Europe EXCO Secretariat to inform the complainant. The complainant must be given at least 21 days' notice in writing. ICOBA Europe EXCO Secretariat will

also notify the complainant who may attend the hearing to present their case in person, but they will be interviewed by the Disciplinary Committee separately.

The Disciplinary Committee may ask the complainant, the member, or any other interested party for further information or clarification of any of the points of evidence prior to the hearing. Copies of all the documents which the committee is going to consider will be sent to the member prior to the hearing.

Stage 3 – Hearing

The member may attend the hearing in person, submit evidence in writing or be represented by another member. If the member chooses neither to attend nor to send a representative, then the Disciplinary Committee will consider the written evidence and reach a decision on that basis.

If the member or his/her representative attends, he or she will be invited to present the member's response to the allegations. The Disciplinary Committee may ask questions and will then consider its decision in private.

ICOPA Europe EXCO Secretariat attends the hearing to take a record of the proceedings and advise on procedural matters but does not take part in the decision-making.

The Chairman may adjourn the meeting if the committee decides that additional information or clarification of a particular point is required and reconvene it at a later date. Once the decision has been made, the

Chairman prepares and signs a formal minute of the meeting, recording the decision and the rationale. A copy of the formal minute is sent to the member and to the complainant as soon as possible after the hearing, but within 21 days at the latest.

Stage 4 - Sanction

The Disciplinary Committee will select what it considers to be the most appropriate sanction, which should be proportionate to the seriousness of the breach of the Code of Conduct. The options are:

The Committee will normally put its recommended sanction (its 'direction') to the next scheduled meeting of the ICOPA Europe EXCO. However, if the complaint is very serious and the Committee's decision is to expel the member, then ICOPA Europe EXCO may ratify the decision at an extra ordinary AGM convened for this purpose.

The member has the right to attend and address the extra ordinary AGM or send another member to speak on his or her behalf, or send a written submission, and the ICOPA Europe EXCO must consider any such representation before formally approving (or rejecting) the committee's direction.

The member must therefore be provided with the date, time and venue for the ICOBA Europe EXCO meeting as soon as possible after the hearing. The member may put his or her case to the ICOBA Europe EXCO but may not take any further part in the proceedings. The complainant may also address the ICOBA Europe EXCO, but separately from the member.

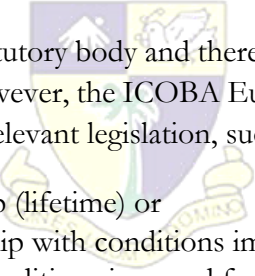
The ICOBA Europe EXCO then votes on the recommended sanction; the decision must be approved by a two thirds majority vote of the Association.

The ICOBA Europe EXCO's decision must be communicated to both the member and the complainant in writing within 7 days of the meeting.

The Legal Position

A disciplinary hearing is not a court of law and there is no requirement for the allegations to be proven 'beyond all reasonable doubt'. The Disciplinary Committee's role is to take due account of all the evidence available and to make a judgement on the facts of the case on a 'balance of probabilities', based on that evidence.

ICOBA Europe EXCO is not a statutory body and there is requirement for legal representatives who are not members to be present. However, the ICOBA Europe EXCO must ensure that all procedures are followed correctly and that all relevant legislation, such as the Data Protection Act, is adhered to.

- 
1. expulsion from membership (lifetime) or
 2. suspension from membership with conditions imposed for reinstatement or
 3. a written reprimand with conditions imposed for continuation of membership or
 4. no sanction imposed

ICOBA Europe disciplinary process is governed by simple rules of adjudication and there is no requirement to provide evidence for any formal legal proceedings associated with the case. However, both the member and complainant should be aware that any documents produced as part of the disciplinary process are likely to be "discoverable" if subsequent court proceedings occur. The Disciplinary Committee will not normally consider a complaint until any ongoing legal proceedings have been concluded.

Stage 5 - Appeal

If both parties accept the Committee's decision, the sanction will be applied, and a note made on the member's record. If either party wishes to appeal the decision, they must do so within 21 days of the communication of the decision.

Appeals are heard by a separate, independent committee, the Ethics Review Panel appointed by the ICOBA Europe EXCO.

An appeal should be in writing, setting out the basis for the challenge. While the appeal is pending, the Committee's decision will remain in effect unless and until an appeal is successful.

There are only two grounds on which an appeal against a Disciplinary Committee decision might be successful:

1. due process was not followed
2. new information has come to light that was not available to the Disciplinary Committee at the time it took its decision (such as mitigating circumstances)

The Ethics Review Panel will review the case file and determine whether or not there were any process errors or omissions. It will not comment on the appropriateness of the sanction unless it can be shown that the Committee did not take all the available evidence into account.

The Ethics Review Panel's decision on whether to uphold or amend the sanction will be communicated to both parties and to the ICOBA Europe EXCO. The Panel's decision is final and there can be no further appeal.

Stage 6 – Final decision

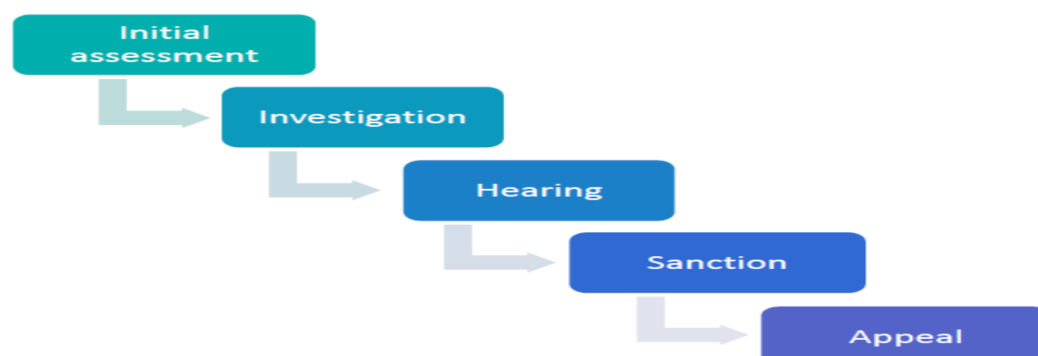
Whether or not there has been an appeal, if it is decided that it is in the public interest, the outcome of the hearing may be published. Expulsions from membership will always be reported.

The member details will also be removed from the Association's records.

Enquiries

If you would like more information about ICOBA Europe Complaints procedure, or you wish to lodge a complaint, please contact the ICOBA Europe Secretariat.

The Stages of the Disciplinary Process



Schedule Two ICOBA Europe Branch GDPR Policy

As the data controller of your personal data, Igbobi College Old Boys Association Europe Branch (ICOBA Europe Branch) is subject to the *General Data Protection Regulation* (GDPR)¹, effective from the date it is adopted.

This GDPR policy outlines how ICOBA Europe Branch (also referred to as "we", "us" or "our") collects, uses and shares your personal data. It also explains your rights regarding the personal data we hold. The privacy notice relates to our processing of personal data of members and prospective members of ICOBA Europe Branch (also referred to as "you" or "your") primarily for the administration of membership records.

Having an awareness of ICOBA Europe Branch means we are able to keep in touch with you and keep you updated about developments. It also allows us to provide services (e.g. support and fund raising programmes) and identify ways that you can support the Igbobi College ("the College"), ICOBA Europe Branch and other ICOBA Entities (includes ICOBA International, other ICOBA global Branches, Sets, Chapters & ICOBA International).

What personal data ICOBA Europe Branch collects, we may collect details such as:

- your name, email address, telephone number, mobile number, (and other contact details if known) as well as other details such as date of birth, postal address, residency status, nationality, your house when you attended the College, your profession or occupation, years you attended the College and details of subjects you have undertaken in the College, details of your interactions and contacts with us, membership of clubs and societies at the College, your attendance at College and ICOBA Entities events as well as ICOBA Entities partners events, information about benefits and services we provide to you including those set out in ICOBA Europe Branch Constitution, information and related governance documents as approved by the Executive Committee.
- Any personal information about disabilities and dietary requirements to help us accommodate you at events.

¹ The *General Data Protection Regulation* 2016/679 is a regulation in EU law on data protection and privacy in the European Union and the European Economic Area commonly known as the GDPR is incorporated in UK law as *The Data Protection Act 2018* and *pari materia* in Nigeria with the *Nigerian Data Protection Regulation 2019* pursuant to section 32 of the *National Information Technology Development Agency Act 2007*

- details relating to your education at the College us (e.g. courses you have undertaken and those completed, dates of study, leaving dates, grade achieved)
- details about your interactions with us including: membership of alumni groups, clubs and societies, your attendance at University events as well as partner events, other contact with us or our partners, information about any benefits and services we provide to you, including those set out on our social media outlets, your relationships with other ICOBA Entities or supporters of ICOBA Europe Branch or the College.

How we collect your personal data

There are numerous ways in which we may collect your personal data.

These include:

- when you register as a member or indeed stated expressly of your intention in writing (or confirmed in writing) to become a member via our Proctor - General any member of the executive committee or existing member.
- when you communicate with us through social media, via email or telephone, or in person, e.g. when making an enquiry or requesting details to be registered as a member.
- We store any data you may have provided throughout the duration of your membership or any point after you cease to be a member.
- financial information relating to you, including: your donation history to the ICOBA Europe, ICOBA Entities and the College, your ability and willingness to make donations, information on your career and life achievements, details on your areas of interest and extracurricular activities.
- We also use targeted internet searches and may search public websites and records available in the public domain (either directly or using search engines) to obtain and maintain the accuracy of the data listed above (e.g. LinkedIn or other open source career websites to check business or employment details).

How we use your information

We may use your personal data for a number of reasons such as:

- Fundraising in support of the objectives of ICOBA Europe
- Administration of membership records
- establishing or maintaining membership of or support for ICOBA Europe Branch and
- providing or administering activities for individuals who are either members of ICOBA Europe

- we may use your personal data to send you information about ICOBA Europe, ICOBA Entities and Igbobi College details about upcoming events, reminders about important deadlines, e.g. membership dues periods and other relevant services
- events – for example, to ensure we accommodate your requirements (e.g. those relating to a disability or dietary needs)
- to assess your application and create your record (once you have applied to us)
- internal record keeping – for example, the management of any enquiry, feedback, or complaint you may have made

If your personal information has been provided by another person (e.g. via by the Proctor – General, member of the Executive Committee or another member) we will send you a one off notification by email or social media directly to you to make you aware of our privacy policy.

How we share your information with others (our partners)

- We may share some of your personal data with ICOBA Entities and the College. This will only be for the purposes referred to in this privacy notice and will be subject to your express consent. This may include disclosing limited personal data to employees, agents and contractors of the named ICOBA Entities and College where there is a legitimate reason to do so, including:
- external marketing agencies print suppliers or fulfilment houses engaged solely to work with ICOBA Entities or the College to send you the relevant marketing communications.
- third parties who provide us with essential software that is used to store and process your personal data. ICOBA Europe will only transfer personal data to the receiving organisation who have provided they have adequate safeguards as required by the data protection and privacy laws applicable where the said parties are based.
- internal and external auditors appointed by ICOBA Europe.
- government departments or agencies where we have a statutory obligation to provide information (Charity Commission and other competent government authorities).
- third parties solely for conducting surveys for the purposes of gaining feedback about our marketing or events.

Changes to your personal data

It is important that you tell us promptly about any changes to the information we hold about you, including your contact details. You will be able to do this by contacting the Proctor – General or any member of the executive committee.

How long your information is kept for

We do not retain your personal data for longer than is required in order to provide you with relevant information or services unless you request us to do otherwise. We may retain some information indefinitely for archive purposes and to support your lifelong relationship with ICOBA Entities and the College.

Should you choose to stop receiving any communications directly, ICOBA Europe is obliged to opt you out within 28 days.

Your rights

The *General Data Protection Regulation* gives you the rights outlined below:

- to obtain access to, and copies of, the personal data that we hold about you.
- to require that we stop processing your personal data on your request.
- to require that we do not send you marketing communications.
- to require ICOBA Europe to make corrections to the personal data that we hold about you, if this is incorrect.
- to require that we erase your personal data.
- to require that we restrict our data processing activities (and, where our processing is based on your consent, you may withdraw that consent, without affecting the lawfulness of our processing based on consent before its withdrawal).
- to receive from ICOBA Europe, other ICOBA Entities and the College the personal data we hold about you, which you have provided to us, in a reasonable and intelligible format, including for the purpose of you transmitting that personal data to another data controller.
- to object, on grounds relating to your particular situation, to any of our particular processing activities where you feel this has a disproportionate impact on your rights.

Please note that the above rights are not absolute, and we may be entitled to refuse requests where exceptions apply.

If you have given your consent and you wish to withdraw it, please contact in writing the ICOBA Europe Provost-General or any Executive Committee member. Please note that where our processing of your personal data relies on your consent and where you then withdraw that consent, we may not be able to provide all or some aspects of our services to you and/or it may affect the provision of those services.

This GDPR Policy is set to be clear and concise as possible – it does not provide exhaustive detail of all aspects of ICOBA Europe collection and use of personal data.

We may update this GDPR policy to reflect changes to our information practices. If we make any material changes, we will notify you through the channels that you have opted into or via a general notice to all members.

Contact us

The legal basis for holding and utilising your personal data for the purposes set out in this privacy policy is that it is necessary for the pursuit of our legitimate interests.

If you would like to opt out of our communications, please contact the Provost-General of ICOBA Europe or a member of the Executive Committee stating which channels (email, phone, text) you would like to opt out of.

If you would like to know more about how we process your personal information or have any questions, please contact the Data Protection Officer (the Provost-General ICOBA Europe) using the following details:

ICOBA EUROPE

23 Abbots Green Croydon CR0 5BL

Email: icobauropebranch@gmail.com



You can also use the above details to request access to the personal information we hold about you.

To find out more about your data protection rights, visit the Information Commissioner's Office website. You can also contact the Information Commissioner's Office if you are dissatisfied with the way we are processing your personal data.

Schedule Three (Article 19) The Seven Principles of Public Life

The Seven Principles of Public Life based on the report of the UK government established in 1994, the Committee on Standards in Public Life chaired by the late Lord James Nolan Q.C, Baron Nolan of Brasted, Kent and formerly a Judge of the Court of Appeal.²

The principles are outlined below:

1. Selflessness

Holders of public office should act solely in terms of the public interest.

2. Integrity

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

3. Objectivity

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

4. Accountability

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

5. Openness

²See <https://www.gov.uk/government/publications/the-7-principles-of-public-life/the-7-principles-of-public-life--2>

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

6. Honesty

Holders of public office should be truthful.

7. Leadership

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

AGM Resolution³

Recognising the provisions of the Article 16 2) of ICOBA Europe Constitution (Constitution) that the Executive Committee (EC) of ICOBA Europe shall be at liberty to co-opt a member for a term of office of the current EC;

Acknowledging that at the commencement of the tenure office of the current EC on 10 February 2024, Mr Rasheed Dauda – (Oluwole House - 83/85 Set) and Mr Olumide Adebayo – (Freeman House - 83/85 Set) were co-opted to the EC respectively as Assistant Social Secretary and Assistant Welfare Secretary;

Affirming that the provisions of the constitution Article 11.6 (vii) be amended to Article 11.7 (a) and (b) in respect of the office of Social Secretary and in respect of the office of Assistant Social Secretary the provisions of the constitution be enlarged by the addition of Article 11.8 (a) and (b) to read, *'The Assistant Social Secretary shall: a) Assist the Social Secretary in the performance of his functions and act for him in his absence; (b) On leaving office, hand over ICOBA EUROPE's property in his possession to the Proctor-General or the Chairman as the circumstance may dictate'*; Article 11.7 of the constitution in respect of the office of the Welfare Secretary be amended to Article 11.9 (a) and (b) and in respect of the office of Assistant Welfare Secretary the provisions of the constitution be enlarged by the addition of Article 11.10 (a) and (b) to read, *'The Assistant Welfare Secretary shall: a) Assist the Welfare Secretary in the performance of his functions and act for him in his absence; (b) On leaving office, hand over ICOBA EUROPE's property in his possession to the Proctor-General or the Chairman as the circumstance may dictate'*; and in respect of Article 11.8 in respect of the office of Chaplain be amended to Article 11.11;

³ Approved and ratified by all members present at the AGM held on 27 July 2024 at Croydon.

Noting that having been duly sworn on 10 February 2024 and by virtue of the provisions of Article 16 of the constitution the tenure of the current holders of the offices of Assistant Social Secretary and Assistant Welfare Secretary shall end at the term of the current EC;

Accordingly it is proposed to this General Meeting pursuant to the provisions of Article 22 that the constitution be amended in part, that the said alterations, additions and amendments be by a resolution passed by at least two-third (2/3) majority of the members of ICOBA EUROPE present and voting at this General Meeting, as the said amendments proposed do not require statutory approval, they shall have effect immediately without the consent of the appropriate authority.

Olugbenga Segun

Chairman

Bamofin Oladele Osinuga

Proctor – General

Dated this 27th day of July 2024

