



Battle of the Gold

GLOBAL OB ASSOCIATION

CONSTITUTION

CONSTITUTION
OF THE BATTLE
OF THE GOLD
GLOBAL OB
ASSOCIATION

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PREAMBLE

St Mary's College and Kegalu Vidyalaya are two of the leading boys' schools in the Kegalle District of Sri Lanka. For many years the two schools have met each year in the Battle of the Gold, a unique fixture that brings together a three day test match and a one day cricket game, and which has become one of the most cherished traditions shared by both schools.

Over time, many former students of both schools have settled abroad, yet they have continued to hold a deep affection for their schools and for one another. This Constitution establishes an association through which those former students, wherever they now live, may stay connected to their schools, support one another, and contribute towards the continued growth of education and sport at both institutions.

The members of the Association therefore adopt this Constitution as the governing document of the Battle of the Gold Global OB Association.

1. NAME

- 1.1 The name of the Association shall be the Battle of the Gold Global OB Association, referred to throughout this Constitution as "the Association".
- 1.2 The Association will present itself publicly, including on its website, under the name "The Battle of the Gold Global OB".

2. LEGAL STATUS AND OFFICE

- 2.1 The Association is a voluntary body formed by former students of St Mary's College and Kegalu Vidyalaya. It is not for profit and holds no political affiliation of any kind.
- 2.2 The Association shall maintain a registered address in Sri Lanka, to be recorded and kept up to date by the Executive Committee in the Association's official records, as set out in Schedule B.

- 2.3 The Executive Committee may, at its discretion, take the steps necessary to register the Association as a voluntary social service organisation or society under the laws of Sri Lanka. This may include registration under the Voluntary Social Service Organisations (Registration and Supervision) Act, No. 31 of 1980, or under any other law that applies to associations of this kind, to funds sent from abroad, or to the collection of donations. Before this Constitution is formally adopted, and certainly before any registration is completed, the founding members are strongly encouraged to have this document reviewed by a qualified Sri Lankan lawyer, to make sure it meets every applicable legal requirement. Nothing written here should be treated as legal, tax or financial advice.

3. INTERPRETATION

In this Constitution, unless the context requires otherwise:

- 3.1 “the Association” means the Battle of the Gold Global OB Association.
- 3.2 “the Schools” means St Mary’s College, Kegalle, and Kegalu Vidyalaya, Kegalle, and “a School” means either of them.
- 3.3 “the Executive Committee” or “the Committee” means the governing body of the Association described in Article 7.
- 3.4 “Financial Member” means a member whose annual membership fee for the current Membership Year has been paid and confirmed in accordance with Article 5.
- 3.5 “Membership Year” means the twelve month period during which an annual membership fee remains current, as determined by the Executive Committee.
- 3.6 “Region” means one of the geographical areas set out in Schedule A.
- 3.7 “Regional Vice Committee Member” means a member of the Executive Committee elected to represent a particular Region.
- 3.8 “the Website” means the official website of the Association, through which membership, elections and communications with members are administered.
- 3.9 Any reference to one gender includes every other gender, and words in the singular include the plural and words in the plural include the singular, unless the context clearly requires otherwise.

4. AIMS AND OBJECTIVES

The objectives of the Association are:

- 4.1 To unite and maintain fellowship among former students of St Mary’s College and Kegalu Vidyalaya who now live outside Sri Lanka.
 - 4.2 To support, promote and help sustain the Battle of the Gold, the annual cricket encounter between the two schools comprising a three day test match and a one day match.
 - 4.3 To raise funds, principally through annual membership fees and voluntary contributions, and to apply those funds mainly towards educational and sporting competitions and development between the two schools, extending beyond cricket to other sports and academic pursuits.
 - 4.4 To provide members with a fair and transparent means of electing a global Executive Committee to represent and serve them.
 - 4.5 To keep members properly informed, through the Website, of the Association’s governance, finances, activities and decisions.
 - 4.6 To do all other lawful things that support or advance these objectives.
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5. MEMBERSHIP

5.1 Eligibility. Any former student of St Mary's College or Kegal Vidyalaya may apply to join the Association.

5.2 Categories of membership.

- a** A Financial Member is a member who is ordinarily resident outside Sri Lanka and whose annual membership fee for the current Membership Year has been paid and confirmed. Financial Members alone may vote, stand for office and take part in the governance of the Association.
- b** An Associate Member is a former student who does not currently hold Financial Member status, whether because they are resident in Sri Lanka, have not yet paid the current fee, or for any other reason. Associate Members may take part in the Association's activities but do not have voting rights.
- c** An Honorary Member is a person invited by the Executive Committee in recognition of exceptional service to either School or to the Association, such as a former principal or teacher. Honorary Membership does not carry voting rights unless the person also separately qualifies as a Financial Member.

5.3 Application. A person wishing to join shall apply through the Website, providing their name, the School they attended, their year of graduation, their country of residence and their contact details. Applications shall be organised and recorded by School and by year of graduation.

5.4 Annual membership fee. The annual membership fee is USD 100, payable each Membership Year by deposit into the bank account designated by the Executive Committee in Sri Lanka, as set out in Schedule B. Having made the deposit, the member must send the remittance advice, or such other proof of payment as the Executive Committee may require, through the Website. A member attains, or renews, Financial Member status only once the Executive Committee has verified that payment.

5.5 Change to the fee. The Executive Committee may propose a change to the annual membership fee, which shall take effect only once approved by a simple majority of Financial Members present and voting at a general meeting.

5.6 Lapse of membership. If a member does not renew their fee within 60 days of the start of a new Membership Year, their Financial Member status shall lapse and they shall be treated as an Associate Member until payment is made and confirmed.

5.7 Resignation. A member may resign at any time by written notice to the General Secretary. No part of any fee already paid shall be refunded.

5.8 Removal. The Executive Committee may, by a majority of two thirds of its members, suspend or remove a member whose conduct is seriously prejudicial to the Association or to either School, provided that the member concerned is first given a fair opportunity to respond to the allegations made against them. Any member so removed may appeal to the next general meeting, whose decision shall be final.

6. REGIONS

- 6.1** For the purpose of representation on the Executive Committee, the world is divided into the Regions set out in Schedule A.
- 6.2** Each Region shall be represented by one Regional Vice Committee Member, elected only by the Financial Members registered as resident within that Region.
- 6.3** The Executive Committee may, from time to time, review and adjust the Regions to better reflect where members live, provided that any change is announced to members at least 30 days before it takes effect and does not take effect during an ongoing election.

7. THE EXECUTIVE COMMITTEE

7.1 Composition. The Executive Committee shall consist of the following:

- a** President
- b** Vice President
- c** General Secretary
- d** Assistant Secretary
- e** Treasurer
- f** Assistant Treasurer
- g** One Regional Vice Committee Member for each Region listed in Schedule A
- h** The Immediate Past President, who shall sit on the Committee in an advisory capacity without a vote

7.2 Additional members. The Executive Committee may, by resolution, invite up to two additional members who possess particular skills, such as legal, technical or communications experience, to assist the Committee for the remainder of its term. Members invited in this way shall not have the right to vote at Committee meetings.

7.3 Term of office. Members of the Executive Committee are elected for a term of two years, beginning at the close of the Annual General Meeting at which they are elected and ending at the close of the Annual General Meeting two years later. A member may serve no more than two consecutive terms in the same office, after which they must stand aside from that office for at least one term before being eligible for it again.

7.4 Eligibility for office. To stand for any office, including a Regional Vice Committee Member seat, a person must have held Financial Member status continuously for at least two years before nominations open, except in the case of the Association's first election, when this requirement shall not apply.

7.5 General powers and duties. The Executive Committee shall manage the affairs of the Association between general meetings, and in particular shall:

- a** carry out the objectives set out in Article 4;
- b** hold and apply the funds of the Association in accordance with Article 10;
- c** verify remittance advices and confirm Financial Member status;
- d** maintain the membership register and the content of the Website;
- e** appoint subcommittees as it considers useful, and define their terms of reference;
- f** prepare and approve an annual budget;
- g** present an annual report and audited accounts to each Annual General Meeting;
- h** approve the allocation of funds towards educational and sporting competitions between the two Schools.

7.6 Duties of individual office bearers.

- a** The President shall chair meetings of the Committee and of general meetings, represent the Association publicly, and hold a casting vote in the event of a tie.
 - b** The Vice President shall assist the President and act in the President's place when the President is unavailable.
 - c** The General Secretary shall handle correspondence, keep minutes of meetings, and maintain the membership register.
 - d** The Assistant Secretary shall assist the General Secretary and act in that role when needed.
 - e** The Treasurer shall have custody of the Association's funds, keep proper accounts, and coordinate the verification of remittance advices with the General Secretary.
 - f** The Assistant Treasurer shall assist the Treasurer and act in that role when needed.
 - g** Each Regional Vice Committee Member shall represent the interests of members within their Region, encourage membership and participation, and report regularly to the Committee on matters affecting their Region.
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7.7 Casual vacancies. If an office falls vacant between elections, the Executive Committee may fill it by appointing an eligible Financial Member, giving preference where relevant to a member of the same Region, to serve until the next election.

7.8 Removal from office. A member of the Executive Committee may be removed from office before the end of their term by a resolution passed by not less than two thirds of the Financial Members present and voting at an Extraordinary General Meeting called for that purpose.

8. ELECTIONS

8.1 Elections to the Executive Committee shall be held every two years, to coincide with the end of each Committee's term, and conducted through the Website.

8.2 Election committee. Before each election, the outgoing Executive Committee shall appoint an Election Committee of at least three Financial Members who are not themselves standing for office, to oversee the nomination and voting process fairly and independently.

8.3 Nominations. The Election Committee shall publish an open call for nominations on the Website not less than 30 days before voting opens. Each candidate must be proposed and seconded by Financial Members and must confirm in writing that they are willing to stand and that they meet the eligibility requirements of Article 7.4.

8.4 Voting. Voting shall take place through the Website and shall remain open for not less than seven days. Only Financial Members may vote, each Financial Member is entitled to one vote for each office, and a member may vote for a Regional Vice Committee Member only in the Region in which they are registered.

8.5 Uncontested seats. Where only one eligible candidate is nominated for an office, that candidate shall be declared elected without a vote being held for that office.

8.6 Results. The Election Committee shall certify the results and announce them on the Website within seven days of voting closing.

8.7 Disputes. A Financial Member who wishes to challenge the conduct or outcome of an election must write to the Election Committee within seven days of the results being announced. Any dispute that the Election Committee cannot resolve shall be referred to the next general meeting for a final decision.

9. MEETINGS

- 9.1 Annual General Meeting.** The Association shall hold an Annual General Meeting once in each Membership Year. Given the Association's international membership, the meeting may be held wholly or partly online. Not less than 21 days' notice shall be given, together with the agenda, which shall include the annual report, the audited accounts, election results in the relevant years, and any resolutions to be considered.
- 9.2 Quorum.** The quorum for a general meeting shall be 20 Financial Members or 10 per cent of the total number of Financial Members, whichever is the smaller number, present in person or connected online.
- 9.3 Extraordinary General Meeting.** The Executive Committee may convene an Extraordinary General Meeting whenever it considers necessary, and must do so within 45 days of receiving a written request signed by not less than 15 per cent of Financial Members, stating the purpose of the meeting.
- 9.4 Executive Committee meetings.** The Executive Committee shall meet not less than four times each year, and may meet online. A quorum shall be a majority of the Committee's members, including the President or the Vice President.
- 9.5 Voting at meetings.** Each member present is entitled to one vote, and decisions shall be made by a simple majority of those present and voting, except where this Constitution requires a larger majority. The person chairing the meeting shall have a casting vote in the event of a tie.
- 9.6 Minutes.** The General Secretary shall keep minutes of all meetings and make a summary available to members on the Website within 30 days.
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10. FINANCE

10.1 Financial year. The financial year of the Association shall run from 1 January to 31 December each year.

10.2 Funds. The funds of the Association shall consist of membership fees, donations, sponsorships and the proceeds of any lawful fundraising activity. All funds shall be deposited into a bank account or accounts held in Sri Lanka in the name of the Association, and operated under the signatures of at least two of the Treasurer, the President and the General Secretary.

10.3 Application of funds. The funds of the Association shall be applied mainly towards educational and sporting competitions and development activities between St Mary's College and Kegalu Vidyalaya, including but not limited to cricket, as set out in the indicative list at Article 10.4. Reasonable administrative costs may also be met from these funds, and shall not exceed 15 per cent of annual income unless a higher figure is approved at a general meeting.

10.4 Duties of individual office bearers.

- a** cricket, comprising the three day test match, the one day match and a T20 match;
- b** other sports between the two Schools, such as rugby, athletics, swimming, basketball, football, table tennis, badminton, chess and volleyball;
- c** academic and cultural competitions, such as an inter school debate competition and an inter school quiz competition;
- d** an annual color night;
- e** any other academic, sporting or cultural event approved by the Executive Committee and confirmed at the Annual General Meeting.

10.5 Budget. The Executive Committee shall prepare an annual budget and present it to members at the Annual General Meeting.

10.6 Audit. The accounts of the Association shall be examined each year by an independent auditor appointed at the Annual General Meeting, and the audited accounts shall be presented at that meeting and published on the Website.

10.7 Transparency. The Executive Committee shall publish, at least once a year, a summary showing how funds have been raised and applied, so that members can see clearly how their contributions have been used.

11. PROPERTY

- 11.1** All property and funds of the Association shall be held for the objectives set out in Article 4, and no part of them shall be distributed to any member for personal benefit.

12. CONDUCT AND DISCIPLINE

- 12.1** Members and officers of the Association are expected to act honestly, respectfully and in good faith towards one another, regardless of which School they attended, and to act at all times in the best interests of the Association and of both Schools equally.
- 12.2** A complaint about the conduct of a member may be made in writing to the Executive Committee, which shall investigate the matter and give the member concerned a fair opportunity to respond before deciding what action, if any, to take under Article 5.8.

13. AMENDMENT OF THIS CONSTITUTION

- 13.1** This Constitution may be amended by a resolution passed by not less than two thirds of the Financial Members present and voting at a general meeting, provided that the wording of the proposed amendment has been circulated to members at least 21 days beforehand.

14. DISSOLUTION

- 14.1** The Association may be dissolved by a resolution passed by not less than three quarters of the Financial Members present and voting at an Extraordinary General Meeting called for that purpose.
- 14.2** If the Association is dissolved, its debts and liabilities shall first be settled, and any funds or property remaining shall not be distributed among members but shall instead be given to St Mary's College and Kegal Vidyalaya in equal shares, or to another body serving both Schools, as the members decide at that meeting.

15. PROTECTION FOR OFFICE BEARERS

- 15.1** A member of the Executive Committee who acts honestly and in good faith in carrying out their duties shall be protected by the Association, so far as the law allows, against personal liability properly incurred in the course of that work.

16. GENERAL

- 16.1** English shall be the working language of the Association. The Executive Committee may arrange for translations to be published for convenience, though the English text shall prevail in the event of any inconsistency.
- 16.2** A notice shall be treated as properly given if it is published on the Website or sent to a member's registered email address.
- 16.3** If any question arises about the meaning of this Constitution, the Executive Committee's interpretation shall apply until the matter is considered and, if necessary, settled at a general meeting.
- 16.4** This Constitution takes effect once it has been adopted by the founding members and ratified by the Financial Members at the first Annual General Meeting.
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A. REGIONS

For the purpose of Article 6, the following Regions are established, based on the seven commonly recognised world regions, each electing one Regional Vice Committee Member:

1. Africa
2. Antarctica
3. Asia
4. Europe
5. North America
6. Oceania
7. South America

Where a Region has no Financial Members registered as resident within it, the Regional Vice Committee Member seat for that Region shall remain vacant until a Financial Member from that Region is eligible and willing to stand.

B. REGIONS

To be completed by the Executive Committee.

Bank name:

Branch:

Account name:

Account number:

SWIFT or BIC code:

Registered office address in Sri Lanka:

ADOPTION

This Constitution was adopted by the founding members of the Battle of the Gold Global OB Association at Kegalle, Sri Lanka, on this ____ day of _____, 20__.

Signed on behalf of the founding members:

President or Interim Chair

General Secretary

Treasurer