

**ARTICLES OF ASSOCIATION**  
**OF**  
**MARIS STELLA COLLEGE OLD BOYS ASSOCIATION**

---

**PRELIMINARY**

1. The model articles contained in the First Schedule to the Companies Act No. 7 of 2007 shall not apply to the Maris Stella College Old Boys Association. The Maris Stella College Old Boys Association shall be governed by the Companies Act No. 7 of 2007 and the regulations contained in these articles but subject to repeal, alteration or addition by a Resolution.
- 2.1 The Objects of the OBA are –
  - (a) To provide opportunities for the old boys of the College to meet in a spirit of unity and brotherhood.
  - (b) To foster development of acquaintance among old boys of the College in order to encourage mutual service to one another.

- (c) To promote the spiritual and intellectual well being of the Members so that the noble values imbibed during school life may be maintained and developed.
- (d) To promote the welfare of the Members.
- (e) To promote the preservation of the image and the good name of the College.
- (f) To actively assist and support the management of the College to maintain and enhance its educational, sports and other activities and facilities.
- (g) To co-operate with other groups which have similar aims and objectives.
- (h) To coordinate the admission of the Children of the members of OBA, to the school.

2.2 In the pursuit of these aims and objectives the OBA shall always function in close consultation and co-operation with the Management of the College.

3 In these presents, if not inconsistent with the subject or context the words standing in the first column of the table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof :-

“College”	Maris Stella College, Negombo
“OBA”	Maris Stella College Old Boys Association, Negombo
“President”	The person elected by the Members as President for the ensuing year.
“General Meetings”	Annual General Meeting & Extra Ordinary General Meeting .
“Member”	Any person as defined in Article 11
“Secretary”	The person elected by the Members as the General Secretary for the ensuing year.
“Treasurer”	The person elected by the Members as Treasurer for the ensuing year.
“Immediate Past President”	The Person immediately preceding the current President. In the event of death, resignation, termination of membership due to disciplinary action or permanent migration out of Sri Lanka of the Immediate Past President, the person elected to the office of President immediately preceding the Immediate Past President as set out in the paragraph above.

“Vice President”	The person elected by the Members as Vice President for the ensuing year.
“Observer”	Any person as defined in Article 12
“Committee of Management”	As defined in Article 18.
“Committee Meetings”	Meetings of the Committee of Management.
“Auditor”	A firm of Chartered Accountants appointed at the Annual General Meeting by the Members
“Resolution”	A resolution passed at either an Annual General Meeting, a Special General Meeting or Emergency General Meeting by majority of the Members present and voting.
“Financial Year”	The financial year running from 1 <sup>st</sup> of November to 31 <sup>st</sup> of October.

- 4 The OBA shall apply the income and property when so ever derived solely towards the promotion of the aims and objects of the OBA as set forth in these Articles of Association, and no portion thereof shall be paid to or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the OBA.

Provided that nothing herein shall prevent the payment in good faith, of reasonable and proper remuneration to any officer or servant of the OBA, or to any member of the OBA, in return for any services actually rendered to the OBA, but so that no member of the Committee of Management or Governing Body of the OBA shall be appointed to any salaried office of the OBA or any office of the OBA paid by fees; and that no remuneration or other benefit in money or moneys worth shall be given by the OBA to any member of the Committee of Management or Governing Body for such office except repayment of out of pocket expenses or reasonable and proper rent for premises demised or let to the OBA provided that the provision last aforesaid shall not apply to any payment to any Company of which a member of the Committee of Management or Governing Body may be a member and in which such member shall not hold more than one hundredth part of the capital and such member shall not be bound to account for any share of the profits he may receive in respect of such payment.

- 5 No addition, alteration or amendment shall be made to or in the provisions of the Articles of Association for the time being in force, unless the same shall have been previously submitted to and approved by the Registrar of Companies and passed at a Special General Meeting.

6. The fourth and fifth paragraphs of these Articles of Association contain conditions subject to which a license is granted by the Registrar of Companies in pursuance of Section 34 (1) (a) of the Companies Act No. 7 of 2007.
7. The liability of member is limited.
8. Every member of the OBA undertakes to contribute to the assets of the OBA in the event of the same being put into liquidation while he is a member, or within one year after he ceases to be a member for payment of the debts and liabilities of the OBA contracted before he ceased to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves such amount as may be required not exceeding Rs. 10/- (Rupees Ten).
9. If upon the dissolution of the OBA there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the OBA, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the OBA .Such institution or institutions to be determined by the members of the OBA at or before the time of dissolution and if and so far as effect cannot be given to such provision , then to some charitable object.
10. To invest the moneys or funds of the OBA not immediately required for its purposes in or on such investments, securities and/or property as may be thought fit subject nevertheless to such conditions as may for the time being be imposed by law.

**Provided that:**

- (1). the OBA shall not support with its funds or otherwise any object of a partisan political nature;
- (2). the OBA shall deal with or invest in any property devolving upon it from a trust solely in a manner allowed by the terms of the trust and the relevant provisions of the law, having regard to such trusts;
- (3). the OBA shall not support with its funds any object or endeavor to impose on its members any regulation, restriction or condition which would make the OBA a trade union.
- (4). the OBA shall not sell, mortgage, charge or lease any immovable property which it may hold without the written consent of the Registrar of Companies and without such authority, consent or approval as may otherwise be required by law and as regard such property the Committee of Management of the OBA shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults and for the due

administration of such property in the same manner and to the same extent as such the Committee of Management would have been if no incorporation had been effected.

## 11. **MEMBERSHIP**

1. Membership of the OBA shall be open to the following persons:
  - a) Rev. Bro. Provincial of the Marist Order in Sri Lanka, Principal, Deputy Principals and Vice Principals of the College shall be considered as ex-officio Honorary Members of the OBA without voting rights.
  - b) Any person who had studied at College for a period of at least TWO academic years.
2.
  - a) An applicant shall pay the prevailing membership fee as decided by the Committee of Management at the time of enrolment.
  - b) Any Member of the clergy who had studied at College shall be exempted from the membership fee.
3. Any person who had studied at College may apply for Membership on a prescribed form together with the required payment, with documents and all such applications shall be considered for approval by the Committee of Management of the OBA before enrolment of such applicant.
4. Members shall be issued a membership card on enrolment and such card shall be valid proof of membership. If any Member is requested to prove his identity he shall do so by providing his National Identity Card, Driving License or Passport.
5. Any Member of the OBA who acts contrary to the aims and objects of the OBA or tarnishes the image of the OBA may be reported to the President or the Secretary who shall then bring such report to the notice of the Committee of Management which shall appoint a sub committee of FIVE members with a quorum of THREE, one of the five members shall be the Principal or his nominee, to inquire into such complaint and report. On receipt of such report the Committee of Management shall take appropriate action.

Subject to the above action, a Member can be removed by ordinary resolution passed at an Annual General Meeting or Extra Ordinary General meeting.

Where notice is given of an intended resolution to remove a member, the member concerned is entitled to make representations within a period of fourteen days of such notice with a request to send copies to all members, and the OBA shall send copies of the said representations to all members.

**12 OBSERVERS**

Admission to any of the General Meetings shall be limited only to the Members of the OBA, Ex- officio honorary Members of the OBA and any invitees of the Committee of Management.

**13. REGISTER OF NAMES**

The Secretary shall keep a register of members which shall record the full name and address of all members.

**14 CESSATION OF MEMBERSHIP**

Membership will cease in any of the following ways : By written notice of resignation to the Secretary, death, or termination of membership as a result of disciplinary action.

Membership of the OBA will also cease if a majority of members vote for cessation of a member at an Extra Ordinary General Meeting.

**15. MEETINGS**

**1. ANNUAL GENERAL MEETING**

Notice of an Annual General Meeting (AGM) shall be given in writing to all members at least fifteen (15) working days prior to the meeting.

- (a) The Annual General Meeting of the OBA shall be held once a year during or within the month of December and shall among other matters consider the Annual Report of the Committee of Management, the audited Annual Statements of accounts and auditors report, elect Office-Bearers for the following year and transact any other business provided for by these Articles of Association.
- (b) The annual report to be sent to every member of the OBA not less than fifteen working days before the date fixed for holding the annual general meeting of shareholders
- (c) An un-audited statement of accounts for the month of November shall be tendered at the AGM.
- (b) All notices of resolutions to be considered at the AGM shall reach the Secretary at least fourteen (14) days before an AGM.

**2. EXTRA ORDINARY GENERAL MEETING**

Notice of Extra Ordinary General Meeting shall be given in writing to all members at least five (5) working days prior to the meeting, unless a Special Resolution is required to be passed in which event fifteen (15) working days notice is given.

Extra Ordinary General Meetings of the OBA may be held for a specific purpose or to consider a specific issue;

- (a) On a decision of the Committee of Management to convene such a meeting;  
or
- (b) On a requisition submitted to the Committee of Management through the Secretary or President signed by at least 30 members of the OBA stating the purpose of the meeting

- 3 At all General Meetings, the President shall preside, but in the event of the President being unable to attend, the Immediate Past President shall preside and exercise the powers of the President,
- 4 In the event the Immediate Past President is not available the Members shall elect a Vice President to chair the meeting.
- 5 Seven (7) days notice shall be given for any resolution other than a Special Resolution to be tabled at a General Meeting, a Extra Ordinary General Meeting or an Annual General Meeting.

## 16. VOTING

At any Annual General Meeting,

- 1. If there are more than the required number of candidates for a post/posts then an election shall be held for such post/posts by secret ballot.
- 2. The election for the post of President shall be the first election.
- 3. Each Member of the OBA shall be entitled to one vote for each post.
- 4. No proxies shall be allowed for elections.
- 5. Conduct of the election of President shall be by the pro-tem Chairman who is elected at such meeting with the assistance of persons who are not Members of the OBA but associated with the College.
- 6. The issue of the ballot papers shall be on confirmation of membership.
- 7. The pro-tem Chairman shall announce the number of votes received by the respective candidates and declare the candidate receiving the highest number of votes as the President.
- 8. The President shall conduct election/s for other post/posts as set out in the preceding provisions.

## **17. QUORUM**

A quorum for a General Meeting shall be not less than 50 Members.

## **18. THE COMMITTEE OF MANAGEMENT**

1. The Committee of Management of the OBA shall consist of the following office bearers:-
  - (a) President
  - (b) 6 Vice-Presidents
  - (c) Immediate Past President
  - (d) General Secretary
  - (e) Assistant General Secretary
  - (f) Treasurer
  - (g) Assistant Treasurer
  - (h) Sports Secretary
  - (i) Social Secretary
  - (j) Membership Secretary
  - (k) Editor
  - (l) 20 Committee of Management. (Out of which at least the following number of members shall represent the respective age groups as below.)
    1. Below 25 year of age- 01 Member
    2. Between 25 and 30 02 Members
    3. Between 30 and 35 02 Members
2. (a) His Lordship the Archbishop of Colombo shall be the ex-officio Patron of the OBA.  
  
(b) Rev. Bro. Provincial of the Marist Order in Sri Lanka, the Principal of the College and all Past Presidents of the OBA, shall be ex-officio Vice Patrons of the OBA.  
  
(c) All Past Presidents who are Vice Patrons of the OBA shall have the right to attend the Committee Meetings.
3. The President, Secretary and Treasurer of the OBA shall not hold such office for a period of more than three consecutive years and will not be eligible for re-election until the lapse of two (02) years.
4. In order to be nominated as President, Secretary or a Vice President of the OBA the nominee should have been a member of the Committee of Management for a period of not less than two (02) years one of which should be immediately prior to the date of election.
5. Office Bearers of the Committee of Management shall assume duties on the 1<sup>st</sup> January of the year following the AGM.

- 6 In the event of a vacancy in the post of President, Secretary, Treasurer, Vice Presidents, Membership Secretary, Social Secretary or Sports Secretary, such vacancy shall be filled from amongst the members of the Committee of Management.
- 7 In the event of any other vacancy in the Committee of Management, the Committee of Management shall have the power to fill such vacancy by electing another member of the OBA.
- 8 Such election by the Committee of Management shall be valid until the next Annual General Meeting of the OBA.
9. The Committee of Management shall be responsible for the organization and conduct of various activities of the OBA, the control of its finances and any other matter pertaining to the aims and objects of the OBA.
10. Principal of the College shall be informed of all meetings of the Committee of Management, and either he or his representative shall be entitled to attend meetings.
11. The Committee of Management shall meet as often as is necessary which shall not be less than six (06) times a year.
12. The quorum for a meeting of the Committee of Management shall not be less than twelve (12) members.
13. The members shall be given at least seven (7) days notice of a meeting of the Committee of Management, but emergency meetings of the Committee of Management to decide on urgent matters may be called at shorter notice.
14. In the event of any member of Committee of Management absents himself without notification for three (03) consecutive Committee Meetings he shall be treated as having vacated post.

## **19. FUNCTIONS OF COMMITTEE OF MANAGEMENT**

1. The functions of office-bearers of the OBA shall be those as are conventionally followed and are necessary from time to time.
2. The Committee of Management of the OBA shall assign any other special functions to any one of the office-bearers, or member of the OBA as it may seem necessary in the interest of the OBA.

## **20. NOMINATIONS**

1. Election of all office bearers shall be through nominations submitted in a prescribed form (appendix 01) from members of the OBA but subject to provisions in Article 18.3 and 18.4.

2. Notice calling for nominations shall be sent by the Secretary to the membership not less than thirty (30) days prior to the AGM.
3. All nominations should reach the Secretary not less than fourteen (14) days prior to the date of the AGM.
4. The Secretary shall call up a meeting of the Committee of Management on the closing day of nominations to evaluate the nominations as to whether they are in order as per the Articles of Association. The Secretary shall announce all nominations received by him on the closing day at the time and place notified in the notice calling for nominations.
5. In the event of no nominations been received in respect of any office under Article 20.1 such office bearer/s shall be elected at the Annual General Meeting subject to the provisions in the Article 18.3 and 18.4.

## **21. AFFILIATED ASSOCIATIONS**

1. Affiliated Associations of the OBA shall be
  - (a) Branch Associations
  - (b) Voluntarily affiliated Associations.
2. Associations seeking affiliation to the OBA may be recognized provided that the Old Boys Association shall be accepted as the parent body.
3. The Management Committee of the parent body may grant affiliation on a written application (appendix 02) made by such association provided that;
  - (a) The aims and objectives of such Association as set out in its constitution are not in any way contrary to or in violation of the aims and objects the parent body, and
  - (b) Principal of the College do not have any objection to the grant affiliation to a such Association, and
  - (c) The name of any branch association shall be “Maris Stella College Old Boys Association, ..... Branch, the blank to contain the name of the principal city, country.
  - (d) The members of any Affiliated Association shall not in any way be debarred or discouraged from seeking membership of the OBA.
4. Any Association comprising solely of old boys of the College and recognized by the Management of the College may voluntarily seek affiliation to the OBA and such Association may be affiliated to the OBA in accordance with Article 21 sections 1, 2 & 3.
5. The Committee of Management of the OBA is empowered to suspend or withdraw affiliation in the event of such Affiliated Association violating or infringing upon any of the conditions set out in article 21 sections 1,2 & 3 or on any other matter detrimental to the interests of the OBA.

**22. REMOVAL OF MEMBERS OF COMMITTEE OF MANAGEMENT**

Any member of Committee of Management can be removed by a majority vote at an Extra Ordinary General Meeting.

**23. MEMBERSHIP FEES**

A Life membership fee of Rs 1,500.00 will be charged from each member at the time of enrolment. The Committee of Management shall have the authority to decide on the Life Membership fee and any other levies that may be charged from time to time, unless determined otherwise.

**24. FINANCE**

- 1 Finance of the OBA shall be under the overall control of the Committee of the Management.
- 2 Bank Accounts may be opened under the name of the OBA and all cheques and other documents pertaining to such accounts shall carry the signature of the Treasurer together with the signature of the President or Secretary.

**25. AUDIT**

Financial accounts of the OBA shall be audited by the Auditor appointed by the members at the Annual General Meeting.

**26. INTERPRETATION OF THE RULES**

A substantial compliance with these rules whether as to form time, number or any other matter shall in all cases be good and sufficient and no regulation, resolution, decision, election, appointment, notice or other matter or thing shall be invalidated by reason only of failure to comply exactly with these rules.

**Appendix 1:**

**Nomination Form**

Nomination for the Post of .....  
During year ..... of the OBA, MSC.

- 1. Full Name of the Candidate:.....
- 2. Date of Birth.....
- 3. Address:.....
- 4. Membership Number:.....
- 5. Have you served the OBA committee of Management Before:.....

If yes give details:

Year:	Designation:
.....	.....
.....	.....

I do hereby declare that the information given is true & accurate to the best of my knowledge. If found to be incorrect I will be subject to disqualification.

I have no objection to the publication of my name and contact details in any membership Directory to be published.

Date:..... Signature of the Candidate:

Proposed by: Name in Full:.....

Address:.....

Membership No:.....

Signature of Proposer:.....

Seconded by: Name in Full:.....

Address:.....

Membership No:.....

Signature of Secunder:.....

**Appendix 02**

**Application for Affiliated Association**

The Secretary  
Old Boys Association  
Maris Stella College  
NEGOMBO.

We, .....(*proposed name of the association*) consisting of .....  
Members do hereby apply for affiliation by the Maris Stella College Old Boys Association.

Our members who are old boys of Maris Stella College have considered carefully the Articles of Association of the Old Boys Association of Maris Stella College and agree to abide by the aims and objects of the Old Boys Association.

*We enclose herewith:*

1. The constitution of the organization.
2. Letter of Consent/recommendation from the Principal of the College.

Yours faithfully,

.....

Date:.....

Convener (*Signature*)

Name of the convener:.....

Address:.....

Contact No:.....

Witness whereof the subscriber to the Articles of Association has hereunto set and subscribed the name at the place and on the date hereinafter mentioned.

-----  
Name, Address and Description of Subscriber

Signature  
-----

1. LOKUGE DON AJITH WEERASINGHE  
KANDAWALA  
THIMBIRIGASKATUWA.
  
2. WARNAKULASURIYA ANTHONY MAXWELL TISSERA  
NO.06,  
S.W.R. ROAD,  
NEGOMBO
  
3. DON ABILINU SIYAMBALAPITIYA  
NO. 110  
KATTUWA,  
NEGOMBO.
  
4. SURANJAN IGNATIUS RANASINGHE  
NO. 96/17,  
COLOMBO ROAD,  
NEGOMBO.
  
5. WARNAKULASURIYA RANJITH FERNANDO  
NO.16/6  
COLOMBO ROAD  
NEGOMBO.
  
6. JOSEPH HIRANTH RAJENDRA FERNANDO  
NO. 25,  
ADNIVES ROAD,  
NEGOMBO.
  
7. MANAMPELI MAHAPATABENDIRARALAGE  
ALEXANDER EDWARD OLIVER JOSEPH COORAY,  
NO. 165,  
MINUWANGODA ROAD  
BOLAWALANA,  
NEGOMBO
  
8. GALLAGE NERANJAN PRADEEP ANURUDDA PEIRIS,  
NO. 12,  
TEMPLE ROAD  
NEGOMBO

9. COSMAPATABENDIGE RYLE LESTER STEPHEN DALPADADO  
NO: 05 ,,  
PETER PEIRIS MAWATHA  
04<sup>TH</sup> KURANA  
BOLAWALANA
  
10. KURUKULASOORIYA SUDATH FERNANDO,  
NO 20 G,  
DUTUGAMUNU MAWATHA,  
PREMACHANDRAWATTE,  
THIMBIRIGASKATUWA.
  
11. WEERAHENNADI WEERABALA JAYASURIYA  
PATTABENDIGE ANTON FERNANDO,  
NO. 25  
PETERS PLACE,  
NEGOMBO.
  
12. WARNAKULASURIYA PETER ROHAN DHAMMIKA  
FERNANDO  
NO. 139(185) ,  
“SEPALIKA”,  
WEBODA ROAD,  
BOLAWALANA,  
NEGOMBO.
  
13. ERIPPUGE ANTON DILAN FERNANDO  
CHILAW ROAD,  
NAINAMADAMA
  
14. WARNAKULASOORIYA ROBERT JOWIN FERNANDO  
NO. 06,  
COLOMBO ROAD,  
NEGOMBO.
  
15. RANKIRI HETTIARACHCHIGE DENZIL PERERA,  
NO.595 /4  
3<sup>RD</sup> KURANA  
COLOMBO ROAD,  
NEGOMBO
  
16. COSMAPATABENDIGE RUKSHAN DALPADADO,  
JAYAMUTHU,  
DUMMALAKOTUWA  
DANKOTUWA

17. WARNAKULASOORIYA TENNYSON JUDE FERNANDO  
NO. 174,  
CHILAW ROAD  
NEGOMBO
  
18. DON CALISTUS LALITH BULATHSINHALA  
NO. 414/16,  
KULARATNE MAWATHA  
NEGOMBO
  
19. WALPITALEKAMGE MODESTUS PERERA,  
NO. 314 A,  
THUNHAULA ROAD,  
THIMBIRIGASKATUWA  
NEGOMBO.
  
20. ATTIDIYA PANAGODA LEANAGE DON ANTON NIRANJAN  
SUDANTHA  
NO. 60,  
CHILAW ROAD,  
KOCHCHIKADE.
  
21. WEWALA PENGHAKA MUDALIGE DON TERRANCE MILROY,  
NO. 16/23,  
THAMMITA ROAD,  
NEGOMBO
  
22. KURUKULASURIYA CLAUDE PRIMAL LEITAN  
NO. 40/8,  
COLOMBO ROAD  
NEGOMBO
  
23. PATHAGE DINNUKA JOSEPH JAYAWARDENA  
NO. 75,  
MINUWANGODA ROAD,  
NEGOMBO.
  
24. EXPEDIT CROOS  
NO: 32/1 ,  
RANI MAWATHA,  
ETHUKALA,  
NEGOMBO
  
25. BHAGYA SRI ERANDA WETHTHASINGHE  
NO.608,  
COLOMBO ROAD,  
KURANA,  
NEGOMBO

26. TUAN MOHAMED HAZRATH MUTALIPH  
NO. 130,  
KIMBULAPITIYA ROAD,  
NEGOMBO
  
27. WAWELAGE MICHAEL MAHESH FERNANDO  
NO:01  
WELIHENA ,  
KOCHCHIKADE
  
28. LIYANADURAGE KASUN INDUMA FERNANDO  
NO.2/36,  
COLOMBO ROAD,  
NEGOMBO
  
29. TEPHAN EMERSON SOSA  
NO.51/6,  
KATTUWA ROAD,  
ETHTHUKALA, NEGOMBO
  
30. WARNAKULASURIYA NEVILE ANTON DOYLE FERNANDO  
NO.19,  
BOLUNGHE MAWATHA,  
NEGOMBO.
  
31. WARNAKULASURIYA JUDE SHANILA FERNANDO  
NO.19,  
BOLUNGHE MAWATHA,  
NEGOMBO.
  
32. MIRISAGE DISNEY LALINE MERRIL FERNANDO  
NO: 56,  
NAINAMADAMA EAST,  
NAINAMADAMA
  
33. VIRANGA PRIMAL SAMARASINGHE KANANKE VITHANA  
01<sup>ST</sup> LANE,  
BASE LINE ROAD,  
DALUWAKOTUWA,  
KOCHCHIKADE.
  
34. NACHIRA SURESH HERATH  
SRI NIVASA,  
MUHUDUKATUWA,  
MARAWILLA

35. MIHINDUKULASURIYA SUMUDU LAKSHAN FERNANDO  
NO: 248 A,  
ST. NICHOLAS ROAD,  
MUNNUKARAIH,  
NEGOMBO.

36. HETTITHANTHIRIGE RAJITHA ROSHAN SAMPATH PERERA  
NO.236,  
LEWIS PLACE,  
KUDAPADUWA,  
NEGOMBO

Dated this 26<sup>th</sup> day of March 2010