

**CONSTITUTION
OF
THE DINTHILL PAST STUDENTS
ASSOCIATION**

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ARTICLE 1

1.0

NAME

The name of this association shall be the Dinthill Past Students Association (trading as Dinthill Technical High School Alumni Association Jamaica) and referred herein as the Association.

1.2

The name DTHS or Dinthill or the school when used shall mean the Dinthill Technical High School and any other name or names might have been used in the past and or may be used in the future.

1.3

The personal pronouns in these By-Laws shall have neuter gender and shall refer to both male and female

ARTICLE 2

2.0.

OBJECTS & POWERS

2.1.1 The Dinthill Past Students Association (the Association) is established primarily for educational purposes. The objects of the Association include:

2.1.2. Identify areas of greatest need within the Dinthill Technical High School (“the School”) and its environs and provide supplementary resources to aid the development of the students’ academic/extracurricular activities and students’ welfare, the school’s infrastructure, teachers and other staff welfare programmes;

2.1.3. Promote activities that contribute to the improvement of sound academic programmes and assist with the provision of cutting edge technology for the development of the School’s programmes and operations;

2.1.4. Foster cordial relations amongst current and past students that promote the spirit of comradeship, continued fellowship and mutual understanding among members in Jamaica and abroad;

2.2. The Association shall have the following Powers inter alia which shall be exercised solely in the furtherance of such of the objects of the Association as are charitable:

2.2.1. To act as a referral service for the school, members and community to various government agencies, business entities, universities, colleges, other educational institutions and prominent individuals, that would be available to help the school and its constituents in meeting their needs;

2.2.2. To establish and maintain the school environment to be able to facilitate meetings, workshops, seminars, sporting activities and other facilities to promote the unique Jamaican history and culture;

2.2.3. To solicit funds, material and professional service from various business entities, government agencies and individuals to assist with the objects of the Association;

2.2.4. To acquire, hold, purchase, receive, lease, exchange, possess, hire or otherwise whatsoever in fee simple, for leasehold or for any other estate or interest therein, and all property real, personal or mixed;

2.2.5. To grant, sell, lease, let, charge, improve, manage, develop, assign, dispose of, turn to account, or otherwise deal with all or any of the Association’s properties, both present and future so held or vested or any part thereof;

2.2.6 To enter into any arrangements with any government or authorities supreme, municipal, local or otherwise that may seem conducive to the Association’s objects or any of them, and to obtain from any government or authority and rights, privileges, and concessions which the

Association may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;

2.2.7. To borrow or raise or secure the payment of money in such manner as the Association think fit and in particular to mortgage or charge all or any part of the properties and rights of the Association and to borrow or secure the payment of money by the issue of securities, (both present and future) held by or vested in the Association and to redeem and payoff such securities;

2.2.8. To invest any moneys of the Association not immediately required for any of its objects;

2.2.9. To appoint committees for carrying out the policies of the Association and make rules governing their functions and duties;

2.3.0 To procure and obtain contributions, subscriptions and donations of money to the funds of the Association or gifts, devices or bequests or property of any kind for the use or purpose of the Association and to receive and deal with any such money or property (subject to any trust, terms and conditions imposed by the donors thereof) for any objects of the Association as may be expedient;

2.3.1 To take such steps by personal or written appeals, public meetings, or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association in the form of donations, annual subscriptions or otherwise;

2.3.2. To print or publish any newspaper, periodicals, books or leaflets that is desirable for the promotion of its objects;

2.3.3. To undertake and execute any trust or other duties which are conducive to any of the objects of the Association;

2.3.4. To subscribe to any local charities, and to grant donations for public purposes, and to assist indigent persons in special circumstances whenever the Association considers such assistance necessary;

2.3.5. To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Association, or which are in the nature of preliminary expenses

including therein, the cost of printing and stationery and expenses attendant upon the formation of agencies, sub-committees and branches;

2.3.6. To draw, accept and make, and to endorse, discount, and negotiate cheques, bills of exchange, and promissory notes and other negotiable instruments;

2.3.7. To effect keep up insurance against any risk, loss or liability to which the Association may be subject;

2.3.8. To establish and support, and to aid in the establishment and support of any bodies or association formed for all or any of the objects of the Association and shall communicate with this Association within sixty (60) days of founding to establish authenticity and, to develop cooperative relationships. The Association shall be available as a mediator resource for rules and constitutional disputes within the affiliates; and

2.3.9. To do all such other lawful thing as are incidental or conducive to the attainment of the objects of the Association or any of them.

PROVIDED THAT the Association shall be operated exclusively for the attainment of the objects of the Association on a non-profit making basis and so that no part of the net income shall inure to the benefit of any member or any other individual and the Association shall not support with its funds and object or endeavour to impose on or procure to be observed by its members or others any regulation, restriction or condition which if an object of the Association would make it a trade union.

ARTICLE 3

3.0 MEMBERS

3.1 Any person who attended Dinthill for the purpose of pursuing a formal academic education, was registered under his name for a minimum of Two School Years, for Day Instructions during any period of Dinthill existence shall be eligible as a regular member.

3.2 Membership shall not be determined on geographic boundaries, year of graduation, class, sex, race, religion or ethnic origin.

3.3 Annual dues shall be the Jamaican dollar equivalent of such amounts as determined by the majority of members elected to the Board of the Association.

3.4 The treasurer shall notify members before the annual General Meeting of any arrears in dues. Any member who has not fully paid the dues (in good financial standing) on the day of the Annual General Meeting shall be automatically excluded from voting.

3.5 Membership dues in arrears shall be for the current year only, and shall not accumulate yearly.

3.6 Only members who are in good financial standing shall be allowed to hold office. A member in good financial standing shall mean one who has paid all outstanding annual membership dues.

3.7 At the end of the year, the Membership Chairperson and the Treasurer shall prepare an alphabetical list of members who are in good financial standings. This list shall be posted and shall be the official voting list for the Annual General Meeting.

3.8 The list of members in good standing shall be presented to the Secretary each month for presentation at the monthly Executive Meeting or at such interval agreed by the Board.

3.9 No member, director or officer shall benefit from the net earnings of the Association; except the reasonable compensation may be paid for services rendered to or for the Association.

3.10 Honorary membership may be conferred upon an adult who shall have rendered notable service to the Association. The nomination of the honouree shall be made by any member of the Board and shall require the majority approval of the Board. A honorary member shall have none of the obligations of membership, but shall be entitled to all the privileges except those of making motions, of voting and of holding office.

3.11 The dues for a new member shall be prorated if paid three months or more after the last AGM.

3.12 A new member is one whose name is not in the directory of the Association.

3.13 An associate member shall be admitted to the Association with the approval of the Board

3.14 An Associate member shall be one who did not attend Dinthill. Such member shall be one whose social and educational philosophy is compatible with the

policies and purpose of the Association. In addition an Associate shall be interested in participating in the programs and affairs of the Association and must have participated and or contributed to the programmes and affairs of the Association which includes being a fully paid up member and have attended the next Annual General Meeting for final ratification.

- 3.15 Associate members shall have all the obligations and responsibilities as regular member except that they shall not hold office.
- 3.16 A regular member shall submit an Application Form of the Proposed Associate Member(s) to the membership Chairperson who shall seek the approval of the Board.

ARTICLE 4

4.0 OFFICERS

- 4.1 The Elected Officers shall be President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, and Five (5) Directors. The Board of Directors shall comprise of the Elected Officers and the Immediate Past President. Total Eleven (11) Board Members.
- 4.2 A Nominating Committee comprising of no more than 5 members shall be appointed by the Board. This Committee shall nominate candidates to contest election at the Annual General Meeting. At the Annual General Meeting, additional nominations shall be permitted from the floor. No member running for the office shall be a member of the nominating committee.
- 4.3 An eligible candidate for the President is one who has served on the Board for a minimum of one year in an elected or appointed position, except when the AGM is preceded by a period of inactivity or dormancy of the Association.
- 4.4 The officers shall be elected by the secret ballot at the Annual General Meeting. The officers shall serve for a term of two years and shall be eligible for re-election. The term begins at the close of the Annual General Meeting at which newly elected officers were elected. The Tenure of the Board however, expires on the Annual General Meeting normal Anniversary. Members attending the Annual General Meeting may agree for the election of officers by the show of hands or other assent.
- 4.5 No officer shall hold more than one elected office at a time and none shall be eligible to serve more than two consecutive terms in the same office.
- 4.6 An officer or board member desiring to resign from his office shall submit a letter of resignation to the President or Secretary who shall present it to the Board. The date on which the President or Secretary receives the letter, represents the date on which the officer or member has resigned.
- 4.7 At the inauguration of each officer, which shall take place immediately after the election, the officer shall make the following declaration:
- “I do solemnly declare that I will faithfully discharge the duties of my office to the best of my ability and that I will strictly obey the constitution and or By-Laws of the Association”**
- 4.8 After the appointment of the officers to the Board, the new officer shall make the declaration (4.7) before the beginning of any duties.

4.9 Newly elected officers shall attend a joint meeting with the outgoing Board to facilitate the transition from one administration to the next.

4.10 The duties of the officers shall be as set out in the Constitution of the Association.

4.10.1 **President**

The President shall preside at all regular and special meetings of the Association and exercise supervision over the affairs and activities of the office as the Chief Executive Officer. The President shall present an Annual Report of the activities, progress and general state of the Association at the Annual General Meeting.

4.10.2 **1st & 2nd Vice Presidents**

The 1st & 2nd Vice Presidents shall perform in order of rank, the duties of the President in the absence or incapacity of the President. The Vice Presidents shall perform general administration functions under the direction of the President. Any Vice President shall under the appointment by the President perform in the capacity of Chairman of a Committee.

In the event of the Presidents absence, resignation, removal or death, the 1st Vice President shall serve the remainder of the term.

4.10.3 **Secretary**

The Secretary shall keep a record of all the proceedings of the Association that take place at Board meetings, AGMs or any other meetings of the officers or members. The Secretary shall be the custodian of the Association's records.

4.10.4 **Treasurer**

The Treasurer shall be responsible for the collections and disbursement of the Association's funds. The Treasurer shall keep proper books and records of the financial activities of the Association. The Treasurer shall disburse the funds with the approval of the Board.

The Treasurer shall make monthly reports at the Board and regular membership meetings including the AGM. Whenever there are fund raising events, independent reports shall be given by the Treasurer within one month of the event.

4.10.5 **Immediate Past President**

The Immediate Past President shall be assigned duties of a director and duties relating to parliamentary or meeting or rules procedures and to research and recommend to the Board or members interpretation of constitutional matters.

4.10.6 **Directors – Five (5)**

Directors shall carry out the duties assigned to them by the President from time to time. Such duties or functions that may be assigned shall include but are limited to the following: Public Relations Director; Membership Director; School Affairs Director; Fund Raising/Events Planning Director; Welfare Director.

ARTICLE 5

MEETINGS

- 5.1 The fiscal year of the Association shall run from 1 July to 30 June and may change on the approval of the Board.
- 5.2 The Annual General Meeting (AGM) of the Association shall be held within four months of the financial year.
- 5.3 Fifteen (15) members in good standing shall constitute the quorum for any meeting of members including the AGM and shall be necessary to conduct official business of the Association.
- 5.4 A simple majority of the Board shall constitute a quorum for the transaction of business or any item of business, except where expressly stated in this Constitution.
- 5.5 The Annual General Meeting shall be held to elect officers, receive reports from officers and committees, receive a report from the Principal on the affairs of the school, receive report from the Trustees of the Dinthill Trust Fund and, to conduct any other business that shall arise.
- 5.6 A notice period of no less than fourteen (14) calendar days shall be required to convene a meeting of members by communication in writing to the President or Secretary including the AGM, except where expressly stated in this Constitution.
- 5.7 Special meetings of the Board or Association may be called at any time, by the President or by the written request of fifteen (15) members in good financial standing. The purpose of the meeting shall be stated by those calling the meeting and a notice period of at least fourteen (14) calendar days shall be given

ARTICLE 6

6.0 COMMITTEES

6.1 The Board may select the following Committees to carry out the activities of the Association

- Fund Raising/Events Planning
- School Affairs
- Public Relations
- Welfare (Hospitality & Scholarship)
- Membership
- Protocol & Rules/Parliamentary
- Finance

6.2 The President shall appoint committee chairpersons after each Annual General Meeting and at any Board of Director's Meeting where a vacancy exists.

6.3 **The Fund Raising/Events Planning Committee** shall consist of at least five (5) members. This Committee shall have the responsibility for the planning of all Fund Raising events and Social Functions for the Association. It shall be the duty of the Fund Raising Committee to advise the Board and the Association of ways to raise funds and to support those efforts. The committee is also responsible for liaising with the Treasurer of the Finance Committee on matters of Funds.

6.4 **The School Affairs Committee** shall include at least three (3) members. It shall be responsible for assessing the needs of the school and making recommendations to the Board, the projects to be undertaken or funded at the school.

6.5 **The Public Relations Committee** shall consist of at least three (3) members. Its duty shall be to enhance the image of the Association through publicity, utilizing media, and other means. It shall solicit speakers, arrange forums and use other appropriate methods to keep the Association informed. It shall have the responsibility of designing the Association's media package. It shall actively promote planned affairs. The Committee shall work to enhance good relations and communication between all affiliate organisations, the membership and the general community.

6.6 **THE WELFARE COMMITTEE (comprising Hospitality & Scholarship)**

6.6a **The Hospitality Committee** shall consist of at least three (3) members and shall be in charge of the welfare of the members. It shall take steps to see that meeting rooms and refreshments are available. It shall keep the membership informed of sick or hospitalised members, of any family deaths or disappointments, achievements, meritorious milestones and anniversaries so as to make appropriate greetings and congratulations.

6.6b **The Scholarship Committee** shall include at least three (2) members. The purpose of this committee is to document the criteria for granting various types of scholarships to pupils with the academic promise and financial needs. It shall advocate for the granting of scholarships to pupils currently in the school's curriculum and needy graduating pupils with high achievement pursuing tertiary level education.

6.7 **The Membership Committee** shall consist of at least three (3) members. It shall be in touch with the membership with the objectives of keeping them active. The Committee shall seek to enrol new members as the opportunity arises. The chairperson shall keep official list of members and advise them of their status. The chairperson shall consult with the treasurer to keep the list of eligible voting members current. The Committee shall give monthly reports to the Board on the growth and status of the membership.

6.8 **THE REGULATORY COMMITTEE (Protocol & Rules/Parliamentary)**

6.8a **The Protocol Committee** shall include at least three (2) members. It shall be responsible for developing protocols for communication with the school and the other Alumni Associations and Chapters.

6.8b **The Rules/Parliamentary Committee** shall consist of at least three (3) members. The Immediate Past President or an appointee by the President shall be the Chairperson of the Rules/Parliamentary Committee. The Parliamentarian shall settle questions and oversee proper parliamentary procedures during each meeting. The Committee shall also oversee changes in Board composition arising from resignations, Removal From Office etc., the transfer of property arising from changes in the Administration at the Annual General Meeting or at an Extra-ordinary General Meeting and shall see that the Association operates within the Rules of the Constitution.

- 6.9 **The Finance Committee** shall consist of the Treasurer and at least two other members. This committee shall prepare the budget at the beginning of the year for submission to the Board for approval. The Committee is also responsible for reporting on all Financial Activities which includes Fund Raising Events, Programmes for Grant Funding etc, to the Board throughout the Administrative Year.
- 6.10 The committees shall be subordination to the Board and the Chairmen must report to the Board on its action. The President is an ex-officio member of all committees.
- 6.11 When necessary, the President shall appoint other Committees or combine the functions of more than one committee into a single committee to carry out specific functions.

ARTICE 7

7.0 VOTING

- 7.1 A member in good standing shall have only one vote.
- 7.2 A member in good standing shall be allowed to vote by proxy
- 7.3 A written proxy shall authorize a member to vote for another at any meeting to express consent or dissent on any issue that may arise at the meeting prescribed.
- 7.4 Every proxy must be signed by the member who is represented by the proxy. A proxy may be authorised by way of a written communication to the Association advising of the authority given.
- 7.5 A proxy shall not be valid for use after the adjournment of the meeting where it was first used.
- 7.6 A proxy shall not be recorded by the Secretary at the beginning of the meeting where the proxies shall be used, for purposes of determining a quorum.
- 7.7 A proxy shall have the date of the meeting where it shall be used.

ARTICLE 8

8.0 THE EXECUTIVE/BOARD

- 8.1 The Board shall consist of all the elected and appointed officers. The Chairpersons of Committees who are not members of the Board may attend Board meetings on the invitation of the President. These Chairpersons may participate in the discussions of the Board but will not have any voting power. The appointed officers shall serve for one year, and shall be eligible for re-appointment, provided that they are members in good standing.
- 8.2 The President as Chief Executive Officer shall preside at all the meetings and shall have such and other duties as customarily associated with the office of a Chief Executive Officer. In the absence of the President, meetings shall preside by the 1st Vice President.
- 8.3 The Board shall have general supervision of the affairs of the Association. It shall exercise all its powers to achieve the objectives of the Association.
- 8.4 A vacancy on the Board shall be filled by an appointment by the President on the approval of the Board or at the next regular meeting of members.
- 8.5 Any member in good financial standing may attend a Board Meeting upon the approval of the President unless such approval has been overruled by a majority of the Board members present and voting.
- 8.6 Unless otherwise required by law, the vote of the majority of officers present at the time of the vote, if a quorum is present at such time, shall be binding on the Association as an act of the Board.
- 8.7 Cash and other available Funds shall be invested only with the authorisation of the Board
- 8.8 The signatories for the Association's bank or investment accounts shall consist of the Treasurer, Secretary, 1st Vice President and President and any two shall be required to authorise all cheques, financial instruments and, the disbursement of funds approved by the Board.
- 8.9 Each member of the Board shall have only one (1) vote.

ARTICLE 9

9.0 REMOVAL FORM OFFICE

- 9.1 The President and any other elected officer or Board member shall be impeached for proven dishonesty, fraud, malfeasance and/or any activity inimical to the Association.
- 9.2 Voting on a matter of impeachment shall take precedence over all business of the Association after it is brought before the Board.
- 9.3 All accusation(s) shall be reviewed by the Board. The allegations shall be turned over to the Parliamentary/Rules Committee for initiation of impeachment proceedings when a majority of the Board members present vote in favour of further investigation for impeachment.
- 9.4 Matters of impeachment shall be brought to any meeting of the Board by a member of the Association.
- 9.5 Any member who brings unsubstantial or frivolous charges against any elected officer or other Board member shall be deprived of official communication or interaction with the Association or activities of the Association.
- 9.6 The period of member isolation for bringing false charges shall not exceed two years
- 9.7 The chairman of the Parliamentary/Rules Committee shall serve notice to all interested parties including the accused.
- 9.8 The person(s) making accusation for impeachment shall be present at the Parliamentary/Rules Committee hearing and be prepared to support the matters of impeachment with sufficient evidence and witness(es) satisfactory to the committee.
- 9.9 The Parliamentary/Rules Committee shall convene a special session as soon as practicable to hear all evidence but no more than fourteen(14) calendar days after the Board votes for a hearing
- 9.10 The accused shall respond within seven (7) days, otherwise impeachment is automatic. If the charges involve misuse of funds, the Board is obligated to use legal channels to recover the funds

- 9.11 Recommendation(s) of the Parliamentary/Rules Committee shall be submitted in writing to the Board by the Chairperson within Ten (10) calendar days after the hearing.
- 9.12 Recommendation of the Rules Committee shall be final and binding when two-thirds of the Board members present at a meeting vote in favour of the findings.

ARTICLE 10

10.0 PARLIAMENTARY AUTHORITY

- 10.1 Where matters included in the Constitution of the Association are unclear or are ambiguous, the rules contained in the current edition of Roberts Rule of Order shall govern the Association.

ARTICLE 11

11.0 SUSPENSION

- 11.1 Any member who acts in any way detrimental to the Association may be suspended or expelled. These acts may include but not limited to:
1. Unlawfully holding the property of the Association including funds from sale of tickets for an unreasonable time.
 2. An officer not performing the duties of the office for which he was elected or appointed or not attending meetings. If an officer or BoardMember has not attended or reported to three (3) consecutive Board meetings and has not performed any of the duties of his office, that officer or Board member shall be relieved of the duties unless he shows cause why it shall not be so. The Parliamentary/Rules Committee shall do the investigation and make a recommendation to the Board.
 3. Any action which damage the credibility or reputation of the Association such as being convicted for a criminal offence.
- 11.2 A suspended member shall not serve the Association in any capacity until the period of suspension has expired.
- 11.3 An expelled member shall be prohibited from holding office or serving the Association in any capacity, or attend any meetings of the Association.
- 11.4 The suspension of any member shall not exceed one year
- 11.5 An expelled member shall not be reinstated until after a minimum of two (2) years have expired.
- 11.6 Reinstatement requires a majority vote of the membership at the Annual General Meeting or a vote by two thirds of the members of the Board in favour of reinstatement.

ARTICLE 12

12.0 GRIEVANCES

12.1 Complaints which arise against any member or officer during the performance of work for the Association shall be communicated to the Secretary or President

12.2 The Secretary shall submit the complaint to the Board in writing.

12.2 The Board shall decide whether or not the Parliamentary/Rules Committee shall conduct further investigation and hearing to resolve the matter.

ARTICLE 13

STATUTE OF LIMITATION

- 13.0 Infraction(s) committed more than thirteen (13) months previously by any member shall not be eligible for a start of hearing by the Board
- 13.1 Nothing in this article shall relieve the current Board of its obligation to pursue legal remedy/civil penalty for felony conducted against any member while conducting business on behalf of the Association or, to recover any property of the Association that is fraudulently held by a member or any other person.

ARTICLE 14

14.0

AMENDMENT TO BY-LAWS

- 14.1 The Constitution may be amended at any regular meeting by two-thirds (2/3) majority vote of members present providing the notice of such amendment has been mailed to all members in good standing at least 10 days before the date of amendment.

ARTICLE 15

15.0

LIQUIDATION

- 15.1 In case of liquidation, all assets of the Association shall go to the school or to another Dinthill Alumni Association as determined by the members at the time of liquidation, after the settlement of all the Associations liability.