THE OLD ALLEYNIAN ASSOCIATION
RULES

Approved at a Special General Meeting held at
Dulwich College on Tuesday 3 May 2022 and amended
at the Annual General Meeting held at Dulwich College
on 7 November 2025

I. CONSTITUTION AND OBJECTS

1. The name of the entity is THE OLD ALLEYNIAN ASSOCIATION herein referred to as "the Association".

2. Any person who was educated at Dulwich College for a minimum of two academic years after attaining the age of seven years is eligible for membership of the Association after attaining the age of eighteen years.

3. The objects of the Association shall be:

   (a) to support and foster the provision of professional development and recreational, social and sporting activities for the Members and to keep the Members informed of matters of interest to Old Alleynians; and

   (b) to make pecuniary grants for the benefit of Old Alleynians or their dependants; and

   (c) to undertake any acts or activities which will strengthen the links between the Association and Dulwich College, including support for the College's educational purposes by grants and bursaries and similar provisions of a financial nature.

II. OFFICERS AND COMMITTEE

4. The Officers of the Association shall be the President, Chair, Vice President and Hon. Treasurer.

   The Officers shall be elected annually at the Annual General Meeting but the Chair may not stand for re-election after a sixth year.

5. (a) The management shall be by a Committee consisting of the Officers, eight Ordinary Committee Members and the Master of Dulwich College ex officio.

   (b) The eight Ordinary Committee Members shall be elected annually at the Annual General Meeting. Each Ordinary Committee Member is expected to serve initially for three years and, thereafter, may serve for a maximum of three more years.

   Any Ordinary Committee Member who fails to attend three meetings out of four successive meetings without reasonable cause shall be automatically removed from membership of the Committee.

   (c) The Committee may appoint a replacement to fill any vacancy on the Committee, howsoever arising.

6. Names of candidates for election to the Committee, proposed by one member and seconded by another, shall be assessed by a Nominations Sub-Committee appointed by the Committee, who shall recommend candidates to the Committee for approval and, once approved, put forward for election.

   All candidates for election shall be included with the notice convening the Annual General Meeting.

7. Elections shall take place in the following order: President; Chair, Vice President; Hon. Treasurer. If in any case the number of candidates exceed the number of places to be filled, election shall be by Members present and voting.

8. Meetings of the Committee shall be called from time to time as the business of the Association may require; the quorum for a Committee meeting shall be eight Committee members.

9. A Secretary shall be appointed by the Committee for such term, at such remuneration and upon such conditions as the Committee may think fit and such Secretary shall normally attend all meetings of the Committee. The appointment of the Secretary may be terminated by the Committee with just cause or by mutual agreement

III. TRUSTEES

10. Trustees, who shall not be less than two nor more than four in number, shall be appointed from time to time as necessary by the Committee. A Trustee, once appointed, shall hold office for a term of three years and shall thereupon be eligible for re-election for an unlimited number of periods of three years until such time as that Trustee shall retire, cease to be eligible or be removed from office by a resolution passed by a two thirds majority of those present and voting at a properly constituted Committee Meeting of the Association.

11. The Committee shall have the power to take out such insurance as it deems appropriate to protect the assets of the Association against claims made in respect of action taken or action not taken by any Officer of the Association, Trustee or Committee Member acting in good faith on behalf of the Association.

    The Committee will direct the Trustees from time to time as necessary and will appoint all professional advisers from time to time as appropriate.

12. All land owned by the Association shall be vested in the names of the Trustees for the time being in trust for the use and benefit of the Association as a whole. The Trustees shall at all times and in all respects act in regard thereto and shall have the power to sell, pledge, lease, mortgage or otherwise alienate the same, in accordance with the directions of the Committee but no purchaser, lessee, mortgagee or other successor in title shall be concerned to enquire whether any such direction has been given. All other assets of the Association shall be held in the names of the Trustees for the time being or in the name of a nominee for the Trustees in the case of securities dealt with through the London Stock Exchange in respect of which the Trustees have the power to buy and sell securities for and on behalf of the Association as they in their joint discretion think fit.

    The Association shall operate a bank account with Barclays Bank PLC or such other clearing bank as the Committee shall decide. Those authorised to sign cheques shall be the Officers of the Association and the Secretary for the time being and the bank mandate shall provide for any two of those to sign cheques for £2,000 and above and for any one of those to sign cheques for less than £2,000; the similar mandate shall apply to authorise any electronic withdrawals from the accounts of the Association.

13. The Trustees shall, on the direction of the Committee, represent the Association in any dispute whether settled by litigation or any form of alternative dispute resolution and shall be entitled to an indemnity out of the assets of the Association in respect of any action taken by them on the direction of the said Committee.

IV. MEMBERSHIP AND SUBSCRIPTIONS

14. Categories of Membership and their subscriptions shall be as follows:

(a) Life Members: persons who left Dulwich College after 1985 whose life subscription has been collected through the composite termly school fee or Ordinary Members who have paid such single amount as the Committee shall from time to time determine.

(b) Ordinary Members: persons other than Life Members who shall pay annually such amount by way of subscription as the Committee shall from time to time determine.

(c) Honorary Staff Members: teaching and non-teaching members of the staff of Dulwich College, provided they have completed twenty years' service as such or are taking their retirement after fifteen years' service .

(d) Honorary Members: any person who is not a former pupil of Dulwich College who shall have done such work or acts of so distinguished a nature as to advance the name of the School.

Honorary Staff Members and Honorary Members shall pay no subscription.

The term "Member" or "Members" shall refer to members of the Association and shall include all categories of membership.

15. (a) Life Members shall automatically become members of the Association upon leaving Dulwich College after having attained the age of eighteen years. Life Members who leave Dulwich College before attaining the age of eighteen years shall automatically become members of the Association upon attaining their eighteenth birthday.

(b) Candidates for election as Ordinary Members shall each be proposed by one Member and seconded by another and notified to the Secretary in writing, and a list of such candidates with their addresses and the names of their proposers shall be published on the Association website.

(c) election to membership shall be by a majority of the Committee present and voting.

(d) on election, each new Member, shall be requested to pay to the Hon. Treasurer the amount (if any) due on election, and until such amount has been paid the Member concerned shall not be entitled to participate in any of the advantages or privileges of the Association.

16. (a) Annual subscriptions shall be payable to the Hon. Treasurer on or before January 1st each year.

(b) Subject to the provisions of Rule 19, no Member shall be removed from the list of Members except by a resolution passed by a two-thirds majority of those present and voting at a General Meeting. For the avoidance of doubt, any person who is the subject of such a resolution shall have the right to attend and speak at the General Meeting at which the resolution is considered and shall have the right to vote thereon.

V. DINNERS AND MEETINGS

17. There shall be an Annual Dinner of the Association, to take place on a day decided upon by the Committee, which may authorise such other dinners and social events as it thinks fit.

18. (a) The Annual General Meeting shall normally be held on the Date of the Annual Dinner, or some other date not later than December 21st as may specially be decided upon by the Committee.
(b) A Special General Meeting shall be summoned on a requisition signed by not fewer than twenty Members, and be held as soon as practicable after the expiry of seven days from the date of receipt of such requisition by the Secretary on such a date and at such a time and venue as the Committee shall decide. Only propositions contained in such requisition shall be discussed and voted upon at such a meeting.
(c) All voting at General Meetings (except where expressed otherwise elsewhere in these Rules) and at meetings of the Committee shall be by simple majority, and in the case of equality of voting the Chair of the Meeting (who shall be the President, or in the absence of the President, the Vice President, or in the absence of both of them, the most recent holder of the office of President present) shall have a second or casting vote.
(d) The quorum for a General Meeting of the Association shall be twenty members entitled to vote.
(e) No proxy votes shall be allowed at any General Meeting.
(f) All General Meetings may be held physically or by electronic communication or by a mixture of the two. All Members attending physically or by electronic communications shall be considered present for the purposes of the meeting.

19. (a) Members shall have at least twenty one days' notice of a General Meeting and of the purposes for which such meeting is called, and in this respect publication of such notice on the Association website shall be deemed good and sufficient notice.

(b) No proposition shall be voted on at the Annual General Meeting unless proposed in writing by one Member and seconded by another Member and received by the Secretary at least twenty eight days before the scheduled date of the meeting at which the resolution is to be considered. The Secretary will include the resolution in the notice convening such Meeting.

VI. MEMBERS IN DEFAULT

20. Any Member who shall have omitted to pay an annual subscription within six months after it has become due shall:

(a) be sent a notice requesting payment. No Member shall be allowed to vote at any General Meeting until that subscription has been paid; and

(b) shall be liable (unless the Committee decides otherwise) to be struck off the list of Members and shall only be eligible for re-election after payment of all arrears or such part thereof as the Committee shall decide.

VII. EXPENDITURE AND FUNDS

21.

(a) The Committee shall pay all proper administrative, overhead and other expenses of the operation and running of the Association and the management of its affairs together with expenses that would include, but not be limited to, donations, grants or other payments towards, or for the purposes of, the objects referred to in Rules 3(a), (b) and (c) as they shall deem appropriate from time to time, out of the income of the Association. The total amount available from which the Committee may make such donations, grants or other payments should not exceed the Grant Limit. The Grant Limit is a figure to be calculated at the commencement of each financial year as being equivalent to 10% of the market value of the Association's investments on the final day of the preceding financial year. In the event that the Committee wish to exceed the Grant Limit then the Committee must obtain the approval of at least two thirds of Members present and voting at a General Meeting called for the purpose before agreeing such payments.

(b) Any member of the Committee may present to it a proposal for the making of any such donation, grant or other payment but no such member with a vested or special interest in the intended recipient of any such payment shall take part in any discussion by the Committee of such proposal or vote on the proposal. All such expenditure shall be detailed in the Annual Accounts presented for approval at the Annual General Meeting following the year of expenditure.

22. The general funds of the Association shall from time to time be invested as the Committee shall think fit

VII. ALTERATION OF THE RULES

23. No alteration to these Rules shall be made unless approved by resolution of a two-thirds majority of those present and voting at a General Meeting called for the purpose.

IX. DISSOLUTION

24. If the Association Committee decides that it is necessary or advisable to dissolve the Association, it shall call a meeting of all Members of the Association, of which not less than twenty one days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two thirds majority of those present and voting, the Association Committee shall have power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Association as the Members of the Association may determine, or failing that, shall be applied for some other charitable purpose.