

Constitution of Tak Sun Secondary School Alumni Association

Article 1 Definitions

(1) In these Articles, unless the context otherwise requires:

“Alumni” include all past students of Tak Sun Secondary School and of the former Tak Sun College, regardless of their duration of study and level attained.

“Association” means Tak Sun Secondary School Alumni Association.

“Executive Committee” means the Executive Committee established under Article 7 for the time being having the general management of the Association.

“Executive Committee Member” means a member of the Executive Committee for the time being elected under Article 7(4).

“General Meeting”, including “Extraordinary General Meeting”, have the meaning assigned to it by Article 8.

“Honorary Auditor” means the Honorary Auditor appointed in the General Meeting who audits the statement of income and expenditure and balance sheet of the Association.

“Member” means the member referred to in Article 5.

“President” means the President of the Association for the time being elected under Article 7(6) who is the leader of the Association.

“Resolution” means the decisions agreed upon under Article 7 and Article 8.

“School” means Tak Sun Secondary School.

“Secretary” means the Secretary of the Association for the time being elected under Article 7(4) who provides secretarial and clerical support to the Association and the Executive Committee.

“Treasurer” means the Treasurer of the Association for the time being elected under Article 7(4) whose duties are defined in, but not limited to, Article 9.

“Vice Presidents” refer to the Vice Presidents of the Association for the time being elected under Article 7(6) who assist the President in the management of the Association.

(2) Unless the content otherwise requires words herein importing the masculine, feminine or neuter gender shall include the other or others of them.

(3) Unless the content otherwise requires words herein importing the singular only shall include the plural and vice versa.

Article 2 Name

The name of the Association shall be “Tak Sun Secondary School Alumni Association” in English and “德信中學校友會” in Chinese.

Article 3 Address

The address of the Association shall be: Tak Sun Secondary School, 27 Ning Tai Road, Ma On Shan, Shatin, New Territories, Hong Kong.

Article 4 Aims and objectives

The aims of the Association are:

- (i) To promote the bonding amongst members;
- (ii) To promote bonding between the school and members; and
- (iii) To promote public image of alumni from the School in the sense of community service.

The objectives of the Association are:

- (i) To strengthen the relationship amongst members through activities;
- (ii) To distribute any news of the School amongst members.;
- (iii) To raise welfare for members;
- (iv) To assist any students or past students in furthering their studies and developing their careers;
- (v) To enhance the spirit of the School, i.e. “Joy in Duty”; and
- (vi) To promote the image of the School.

Article 5 Membership

- (1) Any Alumnus is eligible to become a Member of the Association.
- (2) Any person who is eligible to become a Member shall fill in an application form, which the Executive Committee may from time to time prescribe, in order to apply for membership. Every application shall be considered by the Executive Committee which may approve or reject the application at its sole discretion. Once an application is approved, the applicant shall upon payment of an entrance fee under Article 6(2) to the Treasurer become a Member and be entitled to all the rights and privileges of membership and be bound by these Articles and the resolutions of the General Meetings until he cease to be a Member.
- (3) The rights and privileges of a Member shall be personal to himself and shall not be transferable by his own act or by operation of law.

- (4) All Members shall have the rights to vote, to nominate and to be nominated for an election, and be eligible of office in the Executive Committee.
- (5) Any person shall cease to be a Member when:
 - (a) he withdraws from the Association by giving a fourteen days' notice in writing to the Secretary; or
 - (b) he is expelled from the Association by a resolution of the Executive Committee for the reason that he leaves his periodical subscription in arrear for at least six months from the due date as specified in Article 6(3); or
 - (c) he is expelled from the Association by a resolution of a General Meeting.
- (6) Any person shall, upon ceasing to be a Member, forfeit all the rights and claims to the Association and its properties and funds.
- (7) The Executive Committee may, subject to any condition as it may prescribe (which may include but not limited to the payment of entrance fee to the Treasurer), re-admit any person who has ceased to be a Member under Article 5(5)(a) or 5(5)(b).

Article 6 Fees and Subscriptions

- (1) The Executive Committee shall from time to time determine and publish the entrance fee, the periodical subscription and any other fees, if any, to be charged along with the methods of the payment.
- (2) A person shall pay an entrance fee prior to be admitted as a Member.
- (3) A Member shall pay a periodical subscription for every period of time specified by the Executive Committee, if any.
- (4) The Executive Committee may charge any other fees as may be required, or waive the fees and/or periodical subscription as it may think fit.

Article 7 Executive Committee

- (1) The Executive Committee shall be the executive body of the Association.
- (2) The Executive Committee shall be composed of at least 8 and at most 16 members.
- (3) The Executive Committee shall be composed of :
 - i. one President;
 - ii. two Vice Presidents;
 - iii. one Secretary;
 - iv. one Treasurer;

- v. and 3 to 11 other posts.
- (4) (a) The Executive Committee shall be constituted by election at a General Meeting.
- (b) In the event that there are 16 or fewer than 16 candidates for the posts, a candidate who receives a simple majority of the total number of valid votes cast in his favour shall become a member of the Executive Committee.
- (c) In the event that there are more than 16 candidates, the 16 candidates who receive the highest number of votes shall become the members of the Executive Committee, provided that where there is equality of votes among such candidates, their election shall be determined by lot.
- (5) The term of office of the Executive Committee shall be the period of time between the General Meeting where it is elected and the next General Meeting (excluding Extraordinary General Meetings, if any).
- (6) The President, Vice Presidents, Secretary, Treasurer (and other posts, if any) shall be elected by and from among the members of the Executive Committee.
- (7) (a) If the President is not able to discharge his duties for a short period, such duties shall temporarily be assumed by one of the Vice Presidents, Secretary or Treasurer in this order of precedence.
- (b) In the event that the office of the President becomes vacant permanently, a new President shall be elected by and from among the members of the Executive Committee within thirty days. During the period of vacancy, his duties shall be assumed according to the provisions of the Article 7(7)(a).
- (8) (a) Subject to Article 7(8)(b), the resignation of a member of the Executive Committee shall only be effective thirty days after he serves a notice in writing to all other members of the Executive Committee.
- (b) In the event that the number of members of the Executive Committee is fewer than 8 after the resignation of a member(s) of the Executive Committee, the resignation of such member(s) of the Executive Committee shall not be effective until a new Executive Committee is elected by a General Meeting.
- (9) (a) The Executive Committee may from time to time make, repeal, and amend any regulations (unless inconsistent with these Articles) as they shall think necessary for the management and well-being of the Association. All regulations made by the Executive Committee under this Article shall be binding upon the Members until being replaced by the Executive Committee, or set aside by a resolution of a General Meeting.
- (b) The Executive Committee shall have such other powers and duties as shall be conferred by these Articles and by the resolutions of the General Meetings.
- (10) (a) The Executive Committee shall meet at least 4 times in a year for the dispatch of business. Meetings of the Executive Committee may be convened on request of

the President or by a requisition in writing made by two or more members of the Executive Committee stating the objects for which such meetings are to be convened and forwarded to the Secretary.

- (b) At least three days' notice shall be given for the convening of a meeting of the Executive Committee.
- (c) The quorum for a meeting of the Executive Committee shall be not fewer than one half of the number of members of the Executive Committee, for which shall not be less than 5 in any event.
- (d) The President, or the member of the Executive Committee who assumes the duties of the President in accordance with Article 7(7), shall be the chairperson at the meetings of the Executive Committee.
- (e) Any business of the Executive Committee or any questions arising at any meeting of the Executive Committee (except that herein otherwise mentioned) shall be transacted or decided by a simple majority. Each member of the Executive Committee except the chairperson shall be given one vote. Whenever an equal number of votes are cast, the chairperson shall have the casting vote.
- (f) The Executive Committee may, if it thinks fit, transact any of its business by the circulation of papers, and a resolution in writing endorsed by all the members thereof shall be valid and effectual as if it had been passed at a meeting of the Executive Committee.
- (g) All acts done by any meeting of the Executive Committee or by any person acting as a member of the Executive Committee, shall notwithstanding that it is afterwards discovered that there were some defects in the appointment of any such member of the Executive Committee, or person acting as aforesaid or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or was qualified to be a member of the Executive Committee.

Article 8 General Meetings

- (1) The General Meeting shall be the highest authority of the Association.
- (2) The Association shall hold a General Meeting approximately every two years which shall be held at a time fixed by the Executive Committee. In any case a General Meeting must be held at least 18 months and at most 30 months after the previous one.
- (3) All General Meetings not held according to the schedule provided in Article 7(2) shall be called Extraordinary General Meetings.
- (4) An Extraordinary General Meeting may be convened at any time by the Executive Committee or shall be convened by on the requisition of not fewer than thirty Members or not fewer than one-fifth of the total number of Members, whichever is the lower. Any such requisition must state the objects of the meeting and must be signed by the requisitionists and be deposited with the Secretary.

- (5) At least fourteen days' notice in writing of every General Meeting, specifying the venue, the date and the time of the General Meeting, and the general nature of any special business to be transacted thereat, shall be given to the Members of the Association.
- (6) The accidental omission to give notice of a General Meeting to, or the non-receipt of notice of a General Meeting by any Member of the Association entitled thereto shall not invalidate the proceedings at any General Meeting.
- (7) The General Meetings only consider matters which are set out in the agenda. This agenda is set and sent by the Executive Committee to the Members of the Association at the same time as the notice convening the General Meeting is dispatched. The agenda shall be approved at the beginning of the General Meeting.
- (8) Members who are desirous of having particular matters inserted in the agenda to be considered in any General Meeting must communicate in writing the text of such matters to the Secretary at least seven days before such meeting.
- (9) The quorum for a General Meeting shall be not fewer than thirty Members or one-tenth of the total number of Members, whichever is the lower, personally present and entitled to vote.
- (10) For any Extraordinary General Meeting convened on the requisition of Members, if a quorum be not present within thirty minutes from the time appointed for the Extraordinary General Meeting, the meeting shall be dissolved. For any other General Meeting, if a quorum be not present within thirty minutes from the time appointed for the General Meeting, the General Meeting shall stand adjourned and the Members shall be notified in writing of the revised date, time and venue for the General Meeting, which shall be within fourteen days of the adjournment. If at the adjourned General Meeting a quorum is not present within thirty minutes from the time appointed for the General Meeting, the Members personally present and entitled to vote shall be a quorum.
- (11) General Meetings shall be held for any of the following purposes:
 - (a) To receive the periodical report from the President;
 - (b) To receive the periodical statement of accounts from the Treasurer;
 - (c) To appoint the Honorary Auditor for the forthcoming period;
 - (d) To elect members of the new Executive Committee;
 - (e) To elect supplementary members of the Executive Committee in case of vacancies;
 - (f) To add to, repeal, or amend by resolution these Articles;
 - (g) To decide on any resolution which may be duly submitted to the General Meeting under these Articles;
 - (h) To dismiss any member of the Executive Committee;
 - (i) To expel any Member from the Association; and
 - (j) To discuss any other issue which is of paramount importance to the Association and/or the School.
- (12) The President, or the member of the Executive Committee who assumes the duties of the President in accordance with Article 7(7), shall be the chairperson at the General Meetings.

- (13) Every Member (whether present in person or by proxy) shall be entitled to one vote upon every motion, provided that his periodical subscription and fees presently payable by him has been paid.
- (14) A Member who is absent from the General Meeting and wishes to vote by proxy may appoint only one Member to act as such proxy. An instrument appointing a proxy must be in writing, executed by or on behalf of the appointer and shall be in a form, which the Executive Committee may from time to time prescribe. Such instrument must reach the Secretary before the commencement of the General Meeting.
- (15) Any resolution of the General Meeting (except as provided by Article 10(1) and Article 11(1)) shall be carried if it has been passed by a simple majority of votes.
- (16) In the case of an equality of votes, the chairperson of the General Meeting shall be entitled to a second or casting vote.
- (17) The chairperson of any General Meeting may with the consent of the meeting at which a quorum is present and shall if so directed by the meeting adjourn the meeting from time to time.

Article 9 The Accounts

- (1) The Treasurer shall cause proper books of account to be kept with respect to all sum of money received and expended by the Association and the matters in respect of which the receipt and expenditure takes place and the assets and liabilities of the Association.
- (2) The books of account shall be kept by the Treasurer at the address of the Association or such other place or places as the Executive Committee shall think fit, and shall always be open to the inspection of the members of the Executive Committee or the Honorary Auditor.
- (3) The Treasurer shall cause to be prepared and to be laid before the Association at the General Meeting the statement of income and expenditure and balance sheet audited by the Honorary Auditor.

Article 10 Winding Up

- (1) A General Meeting shall be convened for the purpose of passing a resolution to wind up and dissolve the Association. Resolution for the dissolution of the Association must be carried by a majority of two-thirds of the Members who are present and entitled to vote at such meeting.
- (2) The Executive Committee shall thereupon, or at such future date as shall be specified in such resolution, proceed to realize the assets of the Association and to discharge all liabilities of the Association.
- (3) After the discharge of the liabilities of the Association, the Executive Committee shall

have the power at its sole discretion to donate all or any such part of the funds left to the School or a charitable organisation (as defined under section 88 of Inland Revenue Ordinance (Cap. 112)) and in default of such exercise the same shall be divided among all the members for the time being.

- (4) If the assets of the Association are not sufficient to cover any debts and liabilities, the outstanding debts and liabilities shall be shared equally among all Members.
- (5) Upon the completion of the matters aforesaid, the Association shall be dissolved.

Article 11 Miscellaneous

- (1) A resolution to amend, revoke or add to these Articles shall not be valid unless:
 - (a) The intention to propose it shall have been specified in a notice convening a General Meeting at which it is proposed;
 - (b) It has been set forth in the notice convening such a General Meeting; and
 - (c) It is carried by not fewer than two-thirds of the Members present and voting.
- (2) The power of interpretation of these Articles shall be vested in the General Meetings.
- (3) The Executive Committee may invite any person(s) to be the advisor(s) of the Association.
- (4) A notice may be served by the Association with any Member personally; by sending it by post addressed to the Member at his last known address; or by any electronic means such as e-mail. It is the obligation of each Member to update the Secretary of any changes to his personal particulars (such as correspondence address, telephone number and e-mail address, etc.) from time to time.
- (5) The method of election for the Alumni Manager of the School shall be specified separately.

End