

# **CONSTITUTION Of The Hong Kong University of Science & Technology Alumni Association**

## **CHAPTER ONE DEFINITIONS**

The following definitions of terms shall be adopted for the purpose of interpreting the Constitution:

1. "Constitution" shall mean the Constitution of the Hong Kong University of Science and Technology Alumni Association, unless otherwise stated.
2. "Association" shall mean the Hong Kong University of Science and Technology Alumni Association, unless otherwise stated.
3. "University" shall mean the Hong Kong University of Science and Technology, unless otherwise stated.
4. "Executive Committee" shall mean the Executive Committee of the Hong Kong University of Science and Technology Alumni Association, unless otherwise stated.
5. "Executive Board of Directors" shall mean the Executive Board of Directors of the Hong Kong University of Science and Technology Alumni Association, unless otherwise stated.
6. "Full Member" shall mean the Full Member of the Hong Kong University of Science and Technology Alumni Association, unless otherwise stated.
6. "Day" shall mean calendar day.
7. "He" shall mean "He or she", and the masculine gender shall be deemed to include the feminine and the neuter genders. The plural shall be deemed to include the singular and vice versa, Unless otherwise stated.
8. "Student" and "Students" shall mean both the undergraduates and the postgraduates.

## **CHAPTER TWO GENERAL PRINCIPLES**

### *2.1 Name*

The full name of the Association shall be " The Hong Kong University of Science and Technology Alumni Association ", and abbreviated as HKUSTAA.

The name in Chinese shall be <香港科技大學校友會> .

### *2.2 Official Language*

The official languages of the Association shall be English and Chinese, enjoying equal status. Either of

the two languages may be used in any official meeting, function and document. If both languages are used, the original version shall be referred to whenever there are ambiguities. Chinese, in its oral form, shall mean the Cantonese dialect and/or Putonghua.

### *2.3 Objectives*

The objectives of the Association shall be :

1. to cultivate a sense of belonging within the University;
2. to advance and safeguard the welfare, rights and privileges of members;
3. to promote fraternity among members;
4. to represent the alumni as a whole;
5. to support and subscribe to any charitable or public body;
6. to assist, whenever possible, in furthering the interests of the University.

### *2.4 Session*

The session of the Association's Executive Board of Directors shall commence at the conclusion of the Annual General Meeting and terminate at the conclusion of the next Annual General Meeting.

### *2.5 Terms of office*

The terms of office of the Association's Executive Board of Directors shall be two sessions.

## **CHAPTER THREE MEMBERSHIP**

### *3.1 Full Membership*

#### (1) Qualification

All full-time or part-time students, who have graduated from a degree programme, including undergraduate and postgraduate programmes, in the University shall be eligible for Full Membership of the Association on payment of the prescribed fee. Full membership shall last for life upon payment of a prescribed Life membership fee.

#### (2) Rights

All Full Members shall have the rights:

- a. to use all facilities provided by the Association;
- b. to attend activities and functions arranged by the Association;
- c. to be eligible for membership of sub-organizations of the Association;
- d. to vote and to speak in General Meetings;
- e. to nominate, to second and to be nominated for election;
- f. to inspect the minutes of General Meetings;
- g. to make comments or complaints directly to the Executive Board of Directors; and
- h. to hold office as an office bearer or a member of the Executive Board of Directors of the Association.

### (3) Obligations

All Full Members shall have the obligations:

- a. to abide by the Constitution of the Association;
- b. to abide by the resolutions passed in General Meetings;
- c. to not act in any manner detrimental to the interest and welfare of the Association; and
- d. to pay the prescribed membership fee to the Association.

## *3.2 Associate Membership*

### (1) Qualification

All current full-time staff and students who have registered for degree programmes without completion shall be eligible for Associate Membership of the Association on payment of the prescribed fee.

### (2) Rights

All Associate Members shall have the rights:

- a. to speak but not to vote in General Meetings;
- b. to participate in the functions of the Association and be subjected to rules and regulations governing those particular functions; and
- c. to make comments or complaints directly to the Executive Board of Directors.

### (3) Obligations

All Associate Members shall have the obligations:

- a. to abide by the Constitution of the Association;
- b. to abide by the resolutions passed in General Meetings;
- c. to not act in any manner detrimental to the interest and welfare of the Association; and
- d. to pay the prescribed membership fee to the Association.

#### (4) Associate Board

An Associate Board, comprised of not more than 20 Associate members, shall be appointed by the Executive Board of Directors to assist the Executive Board of Directors to carry out the delegated duties. The members of the Associate Board are being entitled "Officer". The Associate Board meeting shall be presided by the Deputy-President of the Association.

### *3.3 Honorary Membership*

#### (1) Qualification

Honorary membership may be conferred by the General Meeting upon any person who, in the opinion of the General Meeting, has rendered outstanding service to the Association or has distinguished himself by eminence in society.

#### (2) Rights

All Honorary Members shall have the rights:

- a. to speak but not to vote in General Meeting;
- b. to participate in the functions of the Association and be subjected to rules and regulations governing those particular functions; and
- c. to make comments or complaints directly to the Executive Board of Directors.

#### (3) Obligations

All Honorary Members shall have the obligations:

- a. to abide by the Constitution of the Association;
- b. to abide by the resolutions passed in General Meetings; and
- c. to not act in any manner detrimental to the interest and welfare of the Association.

#### (4) Honorary Board

##### a. Composition

The Honorary Board is comprised of:

- i. Honorary Advisor(s);
- ii. Honorary Auditor(s);
- iii. Honorary Legal Advisor(s);
- iv. Honorary President(s); and
- v. all Honorary members.

There shall be an Honorary Chairman of the Honorary Board, who shall be elected amongst the Honorary President(s).

##### b. Meeting

The Honorary Board shall meet at least once a year. Notice of meeting shall be given to all members of the Honorary Board in not less than one month. The meeting shall be presided by the Honorary Chairman.

#### *3.4 Affiliated Membership*

##### (1) Qualification

All members of affiliated association shall be eligible for Affiliated Membership of the Association.

##### (2) Rights

All Affiliated Members shall have the rights:

- a. to participate in the functions of the Association and be subjected to rules and regulations governing those particular functions; and
- b. to make comments or complaints directly to the Executive Board of Directors.

##### (3) Obligations

All Affiliated Members shall have the obligations:

- a. to abide by the Constitution of the Association;
- b. to abide by the resolutions passed in General Meetings; and

- c. to not act in any manner detrimental to the interest and welfare of the Association

## **CHAPTER FOUR GENERAL MEETINGS**

### *4.1 Resolution*

The resolution of a General Meeting shall be regarded as having the highest authority in all matters affecting the Association. The resolution of a General Meeting can only be revoked by subsequent General Meeting. General Meetings include the Annual General Meeting and Extraordinary General Meetings.

### *4.2 Authority*

The General Meetings shall have the power:

- a. to accept, suspend and dismiss member;
- b. to decide the working direction;
- c. to dismiss any member of the Executive Board of Directors;
- d. to elect and by-elect any member of the Executive Board of Directors;
- e. to amend the Constitution;
- f. to interpret the Constitution; and
- g. to dissolve the Association.

### *4.3 Chairman*

The Chairman of the General Meeting shall be the President of the Association or in his absence, any Full Member appointed by the Executive Board of Directors. Full Members attending the General Meeting shall have the right to elect the Chairman of the General Meeting from among those that attend the meeting.

### *4.4 Secretary*

- a. The General Secretary of the Association shall be the secretary of the General meeting, who shall be responsible for taking notes and preparing minutes of all General Meetings.
- b. In the absence of the General Secretary, the Chairman shall appoint a Full Member with his agreement to take up this responsibility.

### *4.5 Notice*

Notice of General Meeting, together with the agenda, shall be delivered to all Full Members at least two weeks before the Meeting.

#### *4.6 Quorum*

- a. 10% of or 15 Full Members, whichever is smaller, shall form a quorum for the General Meeting.
- b. No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business, and continues to be present until the conclusion of the meeting.

#### *4.7 Annual General Meeting*

##### (1) Schedule

The Annual General Meeting shall be held in October or November of each year.

##### (2) Business

The business of the Annual General Meeting shall be:

- a. to receive and adopt the minutes of the previous Annual General Meeting together with the minutes of all Extraordinary General Meetings, which may have been held since the previous Annual General Meeting;
- b. to receive and adopt the Annual Report of the Secretary for the current session of the Association;
- c. to receive and adopt the Financial Report including an Audited Financial Statement and a Balance Sheet of the Treasurer of the current session of the Association;
- d. to elect the Executive Board of Directors of the next term every two sessions; and
- e. to discuss other motion(s) stated in the agenda in the Annual General Meeting. The motion(s), supported by at least 5% of Full Members, wishing to bring before the Annual General Meeting, shall be delivered to the Executive Committee before September of each year.

#### *4.8 Extraordinary General Meeting*

- a. The Executive Board of Directors shall have the right to convene an Extraordinary General Meeting of any purpose whenever necessary.
- b. If there is a requisition signed by 5% of Full Members, an Extraordinary General Meeting shall

be convened by the President of the Association within four weeks after the requisition.

## CHAPTER FIVE EXECUTIVE BOARD OF DIRECTORS

### *5.1 Authorities*

The members of the Executive Board of Directors shall have the power:

- a. to represent the Association in all matters;
- b. to monitor and assist the Executive Committee;
- c. to setup an Affiliation committee to approve applications of affiliated association;
- d. to implement the resolutions of the General Meetings; and
- e. to setup an Election committee to handle biennial election of the association.

### *5.2 Composition*

- a. The Executive Board of Directors shall be comprise of the followings:
  - i. President,
  - ii. Immediate Past President,
  - iii. 30 directors
- b. The President of the Executive Board of Directors shall be the President of the Association and the President of the Executive Committee of the Association.
- c. The directors may be assigned by the Executive Committee into different divisions and assist the corresponding office bearers to carry out their duties.
- d. There shall consist of an Immediate Past President, which was the President of the last term of office as an ex-officio member of the Executive Board of Directors.
- e. A Chairman of Executive Board of Directors shall be elected among 30 directors.

### *5.3 Meeting*

The Executive Board of Directors shall meet quarterly. The Chairman of the Executive Board of Directors meeting shall be the Chairman of Executive Board of Directors or in his absence, the Immediate Past President or in his absence, any Full Member appointed by the Executive Board of Directors. The Executive Board of Directors meeting shall receive and adopt the quarterly report of the association, the quarterly financial report of the association and the quarterly report of the Affiliation committee. The Executive Board of Directors shall be responsible to attend all the Executive Board of Directors meetings.



#### *5.4 Quorum of the Executive Board of Directors meeting*

No Executive Board of Directors meeting should be conducted without a quorum of five or more of the members of the Executive Board of Directors.

#### *5.5 Dismissal of Member of the Executive Board of Directors*

- a. With the request of no less than 5% of Full members, an Extraordinary General Meeting can be called solely for the purpose of dismissing member(s) of the Executive Board of Directors.
- b. The responsibilities and authorities of a member of the Executive Board of Directors will be suspended by the time his dismissal is proposed.
- c. Only Full members shall have the right to vote on motions of dismissal of any member of the Executive Board of Directors. A two-third-majority vote is required for a motion of dismissal.

#### *5.6 Resignation of Member of the Executive Board of Directors*

Any member of the Executive Board of Directors wishing to resign shall give written notice to the Executive Board of Directors.

#### *5.7 Vacancies*

- a. In case of vacancy in membership of the Executive Board of Directors, Full Members could fill the position(s) through by-election.
- b. In case of vacancy of the whole Executive Board of Directors in any session, the office bearers of the previous session shall form a Provisional Executive Board of Directors to handle the daily affairs of the Association.

#### *5.8 Affiliation committee*

The Affiliation committee consisting of 3 directors including the Chairman of Executive Board of Directors shall be appointed by the Chairman of Executive Board of Directors.

#### *5.9 Election committee*

The Election committee consisting of 3 directors including the Chairman of Executive Board of Directors shall be appointed by the Chairman of Executive Board of Directors. If any Election committee members declares to be nominated for election, he/she shall withdraw from the Election committee. Subject to the decision of the Chairman of Executive Board of Directors, a Full Member

shall be appointed as replacement.

## CHAPTER SIX EXECUTIVE COMMITTEE

### *6.1 Authorities*

The members of the Executive Committee shall have the power:

- a. to organize functions to achieve the objectives of the Association;
- b. to handle the daily affairs of the Association; and
- c. to take appropriate actions in response to cases of emergency.

### *6.2 Compositions*

- a. The President shall appoint the following members of the Executive Committee from the members of the Executive Board of Directors:
  - i. Deputy-President,
  - ii. General Secretary,
  - iii. Treasurer,
  - iv. Executive Vice-Presidents, Vice-Presidents and Assistant Vice-Presidents of various divisions and other positions if necessary.
- b. The members of the Executive Committee shall be the ex-officio office bearers of the Association.

### *6.3 Responsibilities of individual office bearers*

- (1) The President, being the Chief of the Association, shall:
  - a. govern the Association in all affairs;
  - b. preside over all General meetings of the Association and meetings of the meetings of the Executive Committee;
  - c. coordinate the work of the Executive Board of Directors and individual office bearers of the Association;
  - d. act as an ex-officio member of the Court of the University;
  - e. act as an advisor to the immediately succeeding Executive Board of Directors of the Association after expiration of his term of office.
- (2) The Deputy-president shall be in charge of the Associate Board, assist the President in all affairs, and in the absence of the President, preside over and coordinate the work of the Executive Board of

Directors and individual office bearers.

(3) The General Secretary shall:

- a. prepare and keep agenda and minutes of General Meetings;
- b. keep a continuous record of the activities of the Association and present an Annual Report of his session at the Annual General Meeting;
- c. prepare and keep all general correspondence and documents of the Association; and
- d. be in charge of the Administration division of the Association.

(4) The Treasurer shall:

- a. prepare the Annual Budget and Annual Financial Report and present them at the Annual General Meeting;
- b. keep in the Association's accounts book a continuous record of all financial transactions and keep official receipts for all payments;
- c. provide all information required for any audit of the accounts; and
- d. be in charge of the Finance division of the Association.

(5) The Executive Vice-Presidents, Vice-Presidents and the Assistant Vice-Presidents of divisions shall be responsible for all the matters related to the respective divisions. The Executive Vice-Presidents of divisions shall be in charge of the respective divisions.

#### *6.4 Termination of appointment of Executive Committee members*

The termination of appointment of any Executive Committee members shall be determined by:

- a. the President of the Association; or
- b. on request of office bearers.

#### *6.5 Quorum of the Executive Committee meeting*

No Executive Committee meeting should be conducted without a quorum of 50% of the members of the Executive Committee.

#### *6.6 Sub-committee*

The Executive Committee shall have the power to appoint Sub-Committee(s) and its member(s) to carry out the duties delegated to it (them). The Executive Committee shall also have the power to remove Sub-committee(s) and its member(s) from office.

## **CHAPTER SEVEN ELECTION**

### *7.1 Occurrence*

Two elections shall be held separately for the President of the Association and the positions of the Executive Board of Directors at alternate Annual General Meeting. A by-election could be held to fill a vacancy on any of the offices at an Extraordinary General Meeting called for the purpose.

### *7.2 Eligibility of Candidates*

All nominated candidates must be Full members of the Association.

### *7.3 Nomination*

Nominations of candidates shall be submitted before October of each year. Nominations shall be made only on official forms, and these, properly filled in, shall be placed in the hands of the Executive Board of Directors.

### *7.4 Voting*

- a. Only Full members shall have the right to vote.
- b. Each Full member shall have one vote to the election of the President.
- c. Each Full member shall vote for a number of candidates which shall be not more than number of positions open for election. In case there are more candidates than number of positions open for election, those candidates with highest votes shall deem to be elected. In case there are less candidates than or equal number of candidates to number of positions open for election, those candidates shall automatically deem to be elected.

### *7.5 Office Bearers*

The office bearers of each session shall be appointed by the President immediately after the Annual General Meeting. The list of office bearers shall be announced to all members within one month after the election.

## **CHAPTER EIGHT FINANCE**

### *8.1 Financial Year*

The Financial period of the Association shall be 12 months commencing on 1st September and end on 31st August of the following year.

#### *8.2 Executive Fund*

- a. The outstanding balance, membership fee, donation and proceeds of the last financial period shall be transferred to the Executive Fund. Furthermore, transactions of the Executive Fund shall be approved by the General Meeting.
- b. All Executive Fund shall be used only for activities of the Association and other purpose that comply with the Association's objectives.

#### *8.3 Annual Financial Report*

At the end of each financial year, the treasurer shall prepare an Annual Financial Report which shall be presented at the Annual General Meeting.

#### *8.4 Expenditure*

Any expenditure of the Association shall be approved by the Executive Committee and signed by two of the three members of the Executive Committee including the President, the Treasurer and one member of the Executive Committee appointed among themselves.

#### *8.5 Membership Fee*

The membership fee for ordinary Full members, Life Full members and Associate members shall be determined by resolutions of a General Meeting. The amount would only be revised at the General Meeting. Membership fee paid shall not be refundable.

#### *8.6 Loans*

The Executive Board of Directors shall only borrow loans from any entity on behalf of the Association after approval in the General Meeting concerning such matter.

#### *8.7 Fixed Assets*

Disposal of any fixed assets with a balance greater than HK\$1,000 must be passed by the General Meeting.

### *8.8 Bank Account*

The Association may open a current and/or savings account in any Government approved financial institutions under the name of the Association, provided that money can be withdrawn only with two signatures from the three authorized persons including the President, the Treasurer or the appointed member of the Executive Committee.

## **CHAPTER NINE AFFILIATED ASSOCIATIONS**

### *9.1 Eligibility*

All association, organizations or societies whose objectives are consistent with the objectives of the Association and wish to be granted the use of the name of the Association shall apply for affiliation to the Association.

### *9.2 Condition of granting affiliation*

As a condition of granting affiliation, the Affiliation committee may impose requirements in respect of the constitution or articles of such associations, organizations or societies to ensure proper administration and representation of their members by the office bearers of such associations, organizations or societies.

### *9.3 Approval*

The Affiliation committee shall have the power to approve or reject any application for the affiliation.

### *9.4 Administration and finance*

The administration and finance of the affiliated associations or organizations shall be independent of the Association.

## **CHAPTER TEN COURT**

### *10.1 Authorities*

The members of the Court shall have the power:

- a. to comment on the Annual plan and the Annual budget of the Association; and
- b. to serve as a liaison and consultative body between the Association and the affiliated

Associations.

### *10.2 Composition*

The court shall be comprised of the following:

- a. All office bearers of the Association; and
- b. One representative from each affiliated association.

### *10.3 Meeting*

The court shall meet at least twice per session. Notice of meeting shall be given to all members of the Court in not less than two weeks. The meeting shall be presided by the President of the Association.

## **CHAPTER ELEVEN AMENDMENT OF THE CONSTITUTION**

An amendment to this Constitution may be made by a resolution of not less than two-thirds of the Full Members voting at a General Meeting for which proper notice has been given.

## **CHAPTER TWELVE DISSOLUTION**

The Association shall be dissolved only if a motion is passed by not less than two-thirds of the Full Members voting at a General Meeting for which proper notice has been given. Before the dissolution of the Association, all assets and liabilities legally incurred on behalf of the Association shall be fully discharged and the remaining funds shall be disposed of in accordance with the resolutions at the General Meeting.

## **CHAPTER THIRTEEN INTERPRETATION**

The interpretation of this Constitution shall rest with the General Meeting, and between successive General Meetings, with the Executive Board of Directors.

*Revised on 28<sup>th</sup> October, 2016*